

CORPORATE INFORMATION

BOARD OF DIRECTORS:

(Suspended Board)

Mr. G. R Reddy (DIN-01046466)	- Chairman and Managing Director
Mr. G V B R Reddy (DIN-01498279)	- Whole-time Director
Mrs. Lakshmi Sri Kadumuri (DIN-08377908)	- Independent Director
Mrs. Beena Naidu Pushpala (DIN-03292924)	- Independent Director
Mr. Y. Ramamohan Reddy (DIN-08517059)	- Independent Director

CHIEF FINANCIAL OFFICER

Mr. Renuka Rao Chinta

STATUTORY AUDITORS

M/s. TRM & Associates

Chartered Accountants

Flat No.4, IV Floor, Navneet Villa Apts,
#3-6-521/A, Himayat Nagar, Hyderabad – 500 004

BANKERS:

Bank of India

REGISTRARS & SHARE TRANSFER AGENTS

Bigshare Services Private Limited 306,
3rd Floor, Right wing, Amruthaville,
Opp.Yasoda Hospitals, Raj Bhavan Road,
Somajiguda, Hyderabad-500082

INTERIM RESOLUTION PROFESSIONAL

Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427)

AUDIT COMMITTEE

Mrs. Beena Naidu Pushpala	-	Chairman
Mr. G. Raghava Reddy	-	Member
Mr. Ramamohan Reddy Yarragudi	-	Member

NOMINATION & REMUNERATION COMMITTEE

Mrs. Beena Naidu Pushpala	-	Chairman
Mrs. Lakshmi Sree Kunduri	-	Member
Mr. Ramamohan Reddy Yarragudi	-	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mrs. Beena Naidu Pushpala	-	Chairman
Mrs. Lakshmi Sree Kunduri	-	Member
Mr. Ramamohan Reddy Yarragudi	-	Member

REGISTERED OFFICE

36, Santosh Nagar, Mehdipatnam,
Hyderabad -500028

CIN: L31300TG1992PLC013772

EMAIL: grcablesltd@gmail.com

LISTED AT	:	BSE Limited
ISIN	:	INE769B01010
WEBSITE	:	www.grcables.com
INVESTOR E-MAIL ID	:	grcablesltd@gmail.com

NOTICE

Notice is hereby given that the 31st Annual General Meeting of G R Cables Limited will be held on Saturday, the 31th Day of December, 2022 at 11:00 A.M. at Santosh Mutually Aided Co-operative Housing Society, H. No. 12-2-823/A/ 25/AA14, 2nd floor, Santosh Nagar Colony, Opp: St. Ann's Women's College, Mehdipatnam, Hyderabad - 500 028 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2022 together with Cash Flow Statement and notes appended thereto together with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in the place of Mr. G V B R Reddy (DIN 01498279), who retires by rotation being eligible offers himself for re-appointment.

**For and on behalf of the Board of
G.R.Cables Limited (In CIRP)**

**Date : 08.12.2022
Place : Hyderabad**

**Sd/-
Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427)**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.
3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
5. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. Members holding shares in electronic form may note that bank particulars registered against their respective registered accounts will be used by the Company for the payment of dividend. The Company or its Registrar and Share Transfer Agent cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
8. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents.
9. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting.
10. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to Share Transfer Agents of the Company for their doing the needful.
11. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.

12. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
13. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
14. Electronic copy of the Annual Report for 2021-2022 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.
15. Members may also note that the Notice of the 31st Annual General Meeting and the Annual Report for 2021-2022 will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id.
16. SEBI has decided that securities of the listed companies can be transferred only in dematerialized form which effective from cut off date being 05.12.2018. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.

17. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 31th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The instructions for e-voting are as under:

(I) In case of members receiving e-mail:

- i. The voting period begins on 27.12.2022 at 9.00 A.M. and ends on 30.12.2022 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (23.12.2022) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iii. Click on Shareholders.
- iv. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (IV).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(II) In case of members receiving the Physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

A. Please follow all steps from sl. no. (ii) To sl. no. (xvii) Above, to cast vote.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

B. The voting period begins on 28.12.2022 at 9.00 A.M. and ends on 30.12.2022 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 23.12.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

C. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

18. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

19. K.V. Chalama Reddy, Practicing Company Secretary, bearing C.P. Number 5451 has been appointed as the Scrutinizer to scrutinize the e-voting process. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

20. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and the same shall be communicated to the BSE Limited.

21. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.

For and on behalf of the Board of
G.R.Cables Limited (In CIRP)
(Suspended Board)

Date : 08.12.2022
Place : Hyderabad

Sd/-
Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427)

As required under regulation 36 (3) of the SEBI (LODR), Regulations, 2015, brief particulars of the Directors seeking appointment/re-appointment are given as under:-

Name of the Director	Mr. G V B R Reddy
Date of Birth	15-12-1971
Qualification	BE (Polymer Science Engineering)
Expertise in specific functional areas	Has over 29 years of experience in the area of polymer engineering
Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board	-
Shareholding of non-executive Directors.	-
No. of Shares held in the Company	5,92,931
Inter se relationship with any Director	Son of Mr. G R Reddy, Director of the Company.

BOARDS' REPORT

Dear Members,

Presentation on the 31st Annual Report highlighting the business and operations of the Company on a standalone basis and the Audited Financial Statements for the Financial Year ended 31st March, 2022.

Pursuant to the Order dated 11th March, 2022 of the Hon'ble National Company Law Tribunal, Hyderabad ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated against the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued thereunder with effect from 11th March, 2022 (Corporate Insolvency Resolution Process Commencement Date). Mr. Maligi Madhusudhana Reddy has been appointed as Interim Resolution Professional ("IRP") in terms of the NCLT Order. The powers of Board of Directors of the Company stand suspended effective from the CIR Process commencement date and such powers along with the management of affairs of the Company are vested with the IRP in accordance with the provisions of Section 17 and 23 of the Insolvency Code read with Regulation 15(2A) & (2B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS STATE OF AFFAIRS:

The performance of the Company during the year has been as under:

Particulars	(Rs. In Lakhs)	
	2021-2022	2020-2021
Total Revenue from operations	0.00	0.00
Total Expenses	12.97	14.42
Profit/(Loss) Before Tax	(12.97)	(14.42)
Less: Taxation		
a) Current Tax	-	-
a. Deferred Tax	-	-
Profit / (Loss) After Tax	(12.97)	(14.42)
Other Comprehensive Income	-	-
Total profit/(Loss) for the period	(12.97)	(14.42)
Earning per Equity Share- Basic & Diluted (in Rs.)	(0.04)	(0.05)

REVIEW OF OPERATIONS:

During the year under review, there were no operations and the Company has incurred loss of Rs. 12.97 lakhs against loss of Rs. 14.42 lakhs during the previous Financial Year 2021-22.

PERFORMANCE AND FUTURE OUTLOOK

There was no operations during the year and the company is under IBC.

IMPACT OF COVID-19 ON THE OPERATIONS OF THE COMPANY

Since the operations are paused, the company is not impacted by the Covid-19 in any manner.

CHANGE IN THE NATURE OF THE BUSINESS, IF ANY:

During the period under review and the date of Board's Report there was no change in the nature of Business.

RESERVES

During the year your Company has not transferred any amount to General Reserve Account on account of losses.

SHARE CAPITAL

Authorized Share Capital: During the year under review, there was no change in authorized share capital of the Company. Authorized share capital of the company as on March 31, 2022 was Rs.34,00,00,000, comprising of 3,40,00,000 equity shares of Rs.10 each.

Paid-up Share Capital: During the year under review, there was no change in paid up share capital of the Company. Paid up share capital of the company as on March 31, 2022 was Rs.28,89,48,610, comprising of 2,88,94,861 equity shares of Rs.10/- each.

ISSUE OF SHARES

During the year under review, the Company has not issued any shares.

DIVIDEND

The Directors have decided not to recommend dividend for the year.

UNPAID / UNCLAIMED DIVIDEND

There is no amount of dividend lying the unpaid or unclaimed dividend account of the Company.

SHARES TRANSFERRED TO INVESTOR EDUCATION AND PROTECTION FUND

No shares were transferred to the Investor Education and Protection Fund during the year under review.

MATERIAL CHANGES & COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no major material changes and commitments affecting the financial position of the Company after the end of the financial year and up to date of this report.

BOARD MEETINGS:

The Board of Directors duly met Five (5) times during the year under review. The dates on which the meetings were held are 28.06.2021, 14.08.2021, 04.09.2021, 13.11.2021 & 14.02.2022.

APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS /CEO/ CFO AND KEY MANAGERIAL PERSONNEL:

- Mr. G V B R Reddy is liable to retire by rotation who retires by rotation being eligible offers himself for re-appointment.

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from Independent Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Company has also received declarations from the independent directors to the effect that they have complied with the Code of Conduct of Independent Directors as prescribed in Schedule IV of the Companies Act, 2013.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the Directors. Direct meetings with the Chairman are further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

The details of familiarisation programme held in FY 2021-2022 are also disclosed on the Company's website.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015.

In accordance with Section 178(3) of the Companies Act, 2013, Clause 49 (IV) (B) of the Listing Agreement and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached as an Annexure to the Corporate Governance Report.

NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

BOARD EVALUATION

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of independent directors, Board of Directors and Committees of the Board.

The criteria for performance evaluation is based on the parameters like attendance and participation at the meetings of the Board and Committees thereof, contribution to strategic decision making, review of financial statements, business performance.

The evaluation of Board of Directors is performed by the Board after seeking all the inputs from the Directors and the Board Committees by seeking inputs from the Committee members.

The performance evaluation of the individual directors is done by the Nomination and Remuneration Committee.

The performance evaluation of non-independent directors, the Board as a whole and the Chairman is done by a separate meeting of Independent directors after taking inputs from the Executive directors.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(3)(C) and 134(5) of the Companies Act, 2013 and on the basis of explanation given by the executives of the Company and subject to disclosures in the Annual Accounts of the Company from time to time, we state as under:

1. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. That the Directors have selected such accounting policies and applied them consistently and made judgment 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 or loss of the Company for that period;
3. That the Directors have 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;
4. That the Directors have prepared the annual accounts on a going concern basis;
5. That the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ANNUAL RETURN:

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return is disclosed on the Company's Website.

STATUTORY AUDITORS:

M/s. TRM & Associates & Co., Chartered Accountants (Firm Registration No.009224S) were appointed as Statutory Auditors of your Company to hold office from the conclusion of the 27th AGM held in the year 2018, until the conclusion of the 32nd AGM to be held in the year 2023. Accordingly, M/s. TRM & Associates & Co, Chartered Accountants, Statutory Auditors of the Company will continue till the conclusion of Annual General Meeting to be held in 2023.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

There have been no frauds reported by the auditor's u/s 143(12).

DISCLOSURE ABOUT COST AUDIT:

In terms of the provisions of Section 148 of the Companies Act, 2013, read with Rule 3 & 4 of The Companies (Cost Record and Audit) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, the Cost Audit is not applicable to the Company.

SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 134(3) (f) & Section 204 of the Companies Act, 2013, the Board has appointed Ms. Nisha Munka, Practicing Company Secretary to undertake Secretarial Audit of the Company for Financial Year ending 31.03.2022. The report of the Secretarial Auditor is enclosed herewith vide **Annexure-I** of this Report.

QUALIFICATIONS IN AUDIT REPORTS:

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made—

(a) Statutory Auditors Report:

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended 31st March, 2022 and has noted that the same does not have any reservation, qualification or adverse remarks. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges and growth in the market expected in the coming years.

(b) Secretarial Audit Report:

The Board has duly reviewed the Secretarial Audit Report for the Financial Year ended 31st March, 2022 on the Compliances according to the provisions of Section 204 of the Companies Act 2013, and the comments of Board on observations in the Secretarial Audit Report are detailed below:

Sl. No.	Regulation	Non-Compliance	Comments
1.	Section 203 of the Companies Act, 2013 & Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements), 2015	The Company has not appointed Company Secretary during the period from 21.08.2020 to 31.03.2022	Ms. Haritha Varanasi, Company Secretary and Compliance officer has resigned w.e.f. 20.08.2020. And Company is making its best efforts to find the eligible candidate.
2.	Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements), 2015	Non-Payment of Annual Listing Fees for Financial Year 2021-22.	As the Company's Financial Position of Company is in doldrums on account of no business and operations at present is being carried out.
3.	Regulation 31 (1) (2) of SEBI (Listing Obligations and Disclosure Requirements), 2015	Non-maintenance of 100% of promoter shareholding in dematerialized form. Promoter's shareholding is dematerialized only to the extent of 72.81%.	The Company is yet to comply with requirements of Promoters Shareholding in Dematerialization Under Regulation 31 (1) (2) of SEBI (LODR) Regulations, 2015. Since they are several persons included in the Promoters category who are neither Core Promoters nor Person Acting in Concern (PAC) with its Core Promoters. The Company is considering to reclassify Non-core Promoters into Public Category and with this the Company is able to achieve 100% of the shares of the Core Promoters in demat form.
4.	Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements), 2015	The company doesn't have a functional website.	The company has initiated with renovation of Website of the Company.
6.	BSE has suspended trading of equity shares of the Company vide its notice no. 20170807 dated 07 th August 2017.		The Company has initiated the process of revocation of suspension of trading.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given loans, Guarantees or made any investments during the year which attracts the provisions of Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no material significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or the Senior Management which may have a potential conflict with the interest of the Company at large.

All related party transactions were placed before the Audit Committee/Board for approval. Prior approval of the Audit Committee was obtained for the transactions which are foreseen and are in repetitive in nature.

None of the Directors have any pecuniary relationship or transactions with the Company, except payments made to them in the form of remuneration, rent, sitting fees and interest on unsecured loans.

The Company has not entered into any contracts/arrangements with related parties referred to Section 188(1) of the Companies Act, 2013 including certain arm length transaction during the year and details of the related party transactions disclosed herewith in Form AOC-2 in Annexure- II

CORPORATE SOCIAL RESPONSIBILITY

Section 135 of the Companies Act, 2013 provides the threshold limit for applicability of the CSR to a Company i.e. (a) net worth of the Company to be Rs.500 crore or more; or (b) turnover of the company to be Rs.1,000 crore or more; or (c) net profit of the company to be Rs.5 crore or more. As the Company does not fall under any of the threshold limits given above, the provisions of section 135 are not applicable to the Company.

NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the year under review no Company has become or ceased to become its subsidiaries, joint ventures or associate Company.

INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES:

During the year under review, the Company does not have any subsidiaries, joint ventures or associate Companies.

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, there were no operations and hence, requirement of disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo doesn't arise.

COMMITTEES:

(I). AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of SEBI (LODR) Regulations with the Stock Exchanges read with Section 177 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(II). NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of SEBI (LODR) Regulations with the Stock Exchanges read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(III). STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations with the Stock Exchanges read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of SEBI (LO&DR) Regulations, 2015, a vigil Mechanism for Directors and employees to report genuine concerns has been established. It also provides for necessary safeguards for protection against victimization for whistle blowing in good faith.

Vigil Mechanism Policy has been established by the Company for Directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of SEBI (LO&DR) Regulations, 2015. The same has been placed on the website of the Company.

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Chapter V and Section 73, 74 & 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014, during the Financial Year under review.

SIGNIFICANT & MATERIAL ORDERS PASSED BY COURTS / REGULATORS / TRIBUNALS:

A Petition for initiation of Corporate Insolvency Resolution Process under Section 9 of the Insolvency and Bankruptcy Code 2016 filed against the Company by M/s. Techno Craft (Operational Creditor) for default amount of ₹ 25,00,624/-) has been admitted by Honourable National Company Law Tribunal, Hyderabad Bench vide order dated 11.03.2022 and Mr. Maligi Madhusudhana Reddy has been appointed as Interim Resolution Professional by the Honourable National Company Law Tribunal, Hyderabad Bench.

DISCLOSURE OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly.

During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

CREDIT & GUARANTEE FACILITIES:

The Company has not availed any Working Capital facilities and Term Loan from Banks during the year under review.

STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report since the company is not paying any remuneration to the Managing Directors, Whole time directors and other independent directors during the year.

There are no employees whose particulars need to be furnished pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

During the year NONE of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act,2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

The Company has implemented all of its major stipulations as applicable to the Company. As stipulated under Regulation 34 read with schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance duly audited is appended as **Annexure- III** for information of the Members. A requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:

The Management Discussion and Analysis Report, pursuant to the SEBI (LODR) Regulation appended as **Annexure- IV** for information of the Members.

POLICIES:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website www.grcables.com. The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

ENVIRONMENTS AND HUMAN RESOURCE DEVELOPMENT:

Your Company always believes in keeping the environment pollution free and is fully committed to its social responsibility. The Company has been taking utmost care in complying with all pollution control measures from time to time strictly as per the directions of the Government.

We would like to place on record our appreciation for the efforts made by the management and the keen interest shown by the Employees of your Company in this regard.

STATUTORY COMPLIANCE:

The Company has complied with the required provisions relating to statutory compliance with regard to the affairs of the Company in all respects.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

All employees are covered under this policy. During the year 2021-2022, there were no complaints received by the Committee.

CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and Amended Regulations 2018. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading, is available on our website www.grcables.com.

SECRETARIAL STANDARDS

The Company is in compliance with the applicable secretarial standards.

EVENT BASED DISCLOSURES

During the year under review, the Company has not taken up any of the following activities:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares: NA

CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016.

A Petition for initiation of Corporate Insolvency Resolution Process under Section 9 of the Insolvency and Bankruptcy Code 2016 filed against the Company by M/s. Techno Craft (Operational Creditor) for default amount of ₹ 25,00,624/-) has been admitted by Honourable National Company Law Tribunal, Hyderabad Bench vide order dated 11.03.2022 and Mr. Maligi Madhusudhana Reddy has been appointed as Interim Resolution Professional by the Honourable National Company Law Tribunal, Hyderabad Bench.

SUSPENSION OF TRADING IN EQUITY SHARES:

The Company's Equity Shares has been suspended for trading vide its notice no. 20170807 dated 07th August 2017.

FAILURE TO IMPLEMENT CORPORATE ACTIONS:

During the year under review, no corporate actions were done by the Company.

CEO/ CFO CERTIFICATION:

The Managing Director and CFO certification of the financial statements for the year 2021-2022 is annexed in this Annual Report.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company for their continued support for the growth of the Company.

**For and on behalf of the Board
G.R.Cables Limited (In CIRP)
(Suspended Board)**

**Date : 08.12.2022
Place : Hyderabad**

**Sd/-
Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017- 18/11427)**

ANNEXURE- I

**FORM MR-3
SECRETARIAL AUDIT REPORT**

(Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

To,
The Members
G.R.Cables Limited

I have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by G.R.Cables Limited (hereinafter called "the Company"). Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the financial year commencing from 1st April, 2021 and ended 31st March, 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 herein after:

1. I have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31st of March, 2022 according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made there under; **Complied to the extent of provisions and rules applicable to the Company except pursuant to provisions of Section 203, Company has not appointed Whole-time Company Secretary.**
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment and External Commercial Borrowings;
2. Compliance status in respect of the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') is furnished hereunder for the Financial Year 2021-22:-
 - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Complied with yearly disclosures.**

- ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Amended Regulations 2018 Insider Trading Regulations; **The Company has framed code of conduct for regulating & reporting trading by insiders and for fair disclosure.**
- iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as the Company has not issued and Securities during the year under review.**
- iv. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not issued any Employee Stock Options during the year under review.**
- v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Amendment) Regulations, 2019; **Not Applicable as the Company has not issued any debt securities during the year under review.**
- vi. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client; **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the company has Bigshare Services Private Limited as its Share Transfer Agent.**
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and (Amendment) Regulations, 2018: **Not Applicable as the company has not delisted/ proposed to delist its Equity Shares during the year under review. However, the Exchange has proceed with compulsory Delisting of Securities of Company pursuant to Regulations 22 read with Section 21A of Securities Contracts (Regulation) Act, 1956 and Rule 21 of Securities Contracts (Regulation) Rules, 1957, and against to which the Company has made representations to the exchange on revocation of Suspension and the reply is awaited from the Exchange.**
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back/ proposed to buy-back any of its securities during the year under review.**
- ix. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **were complied, except the following:**

Sl. No.	Regulation	Non-Compliance
1.	Regulation 6	The Company has not appointed Company Secretary during the period from 21.08.2020 to 31.03.2022
2.	Regulation 14	Non-Payment of Annual Listing Fees for Financial Year 2021-22
3.	Regulation 31 (1) (2)	Non-maintenance of 100% of promoter shareholding in dematerialized form. Promoter's shareholding is dematerialized only to the extent of 72.81%.
4.	Regulation 46	The company doesn't have a functional website.

Further BSE has suspended trading of equity shares of the Company vide its notice no. 20170807 dated 07th August 2017.

- ix. SEBI Circular HO/DDHS/CIR/P/2 018/144 DATED NOVEMBER 26, 2018 – Disclosure of Large Corporate; **was Complied.**
- x. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; **Company has complied to the extent of applicable provisions.**
- x. Other applicable laws include the following:
- a) Factories Act, 1948
 - b) Payment Of Wages Act, 1936, and rules made there under,
 - c) The Minimum Wages Act, 1948, and rules made there under,
 - d) Employees' State Insurance Act, 1948, and rules made there under,
 - e) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under,
 - f) The Payment of Bonus Act, 1965, and rules made there under,
 - g) Payment of Gratuity Act, 1972, and rules made there under,

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company secretaries of India.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to schedule the Meetings by Interim Resolution Professional. Agenda and detailed notes on agenda were sent and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All the decisions to manage the affairs of the Company are carried out by Interim Resolution Professional and as informed, there were no dissenting views and hence not recorded as part of the minutes. These functions are performed by the Interim Resolution Professional only to the limited extent of discharging the powers of the Board of Directors of the Company (suspended during CIRP) which have been conferred upon him in terms of provisions of the Code.
- I, further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- During the year under review Petition for initiation of Corporate Insolvency Resolution Process under Section 9 of the Insolvency and Bankruptcy Code 2016 filed against the Company by M/s. Techno Craft (Operational Creditor) for default amount of ₹ 25,00,624/-) has been admitted by Honourable National Company Law Tribunal, Hyderabad Bench vide order dated 11.03.2022. Mr. Maligi Madhusudhana Reddy having IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427 has been appointed as Interim Resolution Professional by the Honourable National Company Law Tribunal, Hyderabad Bench.

- The compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed thoroughly in this audit since the same have been subject to review by the Statutory financial audit and other designated professionals.

Date : 08.12.2022

Place: Kolkata

UDIN: A050458D0026610725

Pooja Bansal

Practicing Company Secretary

M. No. 50458 C.P. No. 18524

Annexure A

To
The Members of
G.R.Cables Limited

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have relied on the reports given by the concerned professionals in verifying the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date : 08.12.2022
Place: Kolkata
UDIN: A050458D0026610725

Pooja Bansal
Practicing Company Secretary
M. No. 50458 C.P. No. 18524

ANNEXURE- II

Form AOC-2

Particulars of contracts/arrangements made with related parties

[Pursuant to Clause (h) Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014- AOC-2]

This form pertains to the disclosure of particulars of contracts/arrangements entered into between the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis : Not Applicable

- | | | |
|--|---|----------------|
| a) Name(s) of the related party and nature of relationship | : | Not Applicable |
| b) Nature of contracts/arrangements/transactions | : | None |
| c) Duration of the contracts/arrangements/transactions | : | Not Applicable |
| d) Salient terms of the contracts or arrangements or Transactions including the value, if any | : | Not Applicable |
| e) Justification for entering into such contracts or Arrangements or transactions | : | Not Applicable |
| f) Date(s) of approval of the Board | : | Not Applicable |
| g) Amounts paid as advances, if any | : | None |
| h) Date on which the special resolution was passed in General meeting as required under first proviso to Section 188 | : | Not Applicable |

2. Details of material contracts or arrangement or transactions at arms-length basis:

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions:	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any: Approved by Audit Committee and Board Meeting in last Financial Year:
Nil					

3. Details of contracts or arrangements or transactions not in the ordinary course of business

S.No	Particulars	Details
a)	Name(s) of the related party & nature of relationship	None
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	None
e)	Justification of entering into such contracts or arrangements or transactions	None
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	Not Applicable

All related party transactions that were entered during the financial year were on arms-length basis and are according to the policy of related party transactions adopted by the Company.

**For and on behalf of the Board of
G.R.Cables Limited (In CIRP)
(Suspended Board)**

**Date : 08.12.2022
Place : Hyderabad**

**Sd/-
Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427)**

CORPORATE GOVERNANCE REPORT

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at G.R.Cables Limited as follows:

G.R.Cables Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

CORPORATE INSOLVENCY RESOLUTION PROCESS (CIRP):

The Hon'ble National Company Law Tribunal ("NCLT"), Hyderabad Bench, vide order dated 11th March, 2022 ("Insolvency Commencement Order") has initiated Corporate Insolvency Resolution Process ("CIRP") based on petitions filed by Techno Craft (Operational Creditor) under Section 9 of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr. Maligi Madhusudhana Reddy having IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427 was appointed as Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of Code.

As per Regulations 15(2A) and (2B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the provision specified in Regulations 17,18,19, 20 and 21 of the SEBI Listing Regulations related to Board of Directors, Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee respectively, shall not be applicable during the insolvency resolution process period in respect of a listed entity which is undergoing CIRP under the Code provided that the role and responsibilities of the Board of Directors as specified under Regulation 17 shall be fulfilled by the Interim Resolution Professional in accordance with sections 17 and 23 of the Insolvency and Bankruptcy Code.

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

DATE OF REPORT

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2022. The Report is updated as on the date of the report wherever applicable.

BOARD DIVERSITY:

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website.

1. BOARD OF DIRECTORS**A. COMPOSITION OF THE BOARD**

The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive and Independent Directors headed by the Chairman & Managing Director. As on date of this report, the Board of Directors of the Company has 5 members (including three Independent Non-Executive Directors) with vast experience and knowledge. None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he/she is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

Name	Category	Attendance at the AGM held on 30 th September 2022	Attendance in Board Meetings		No. of Directorships in other companies		No. of committee positions held in other Public Companies an on 31.03.2022	
			Held	Present	Chairman	Director	Chairman	Member
G.R.Reddy	Managing Director & Chairman	Yes	5	5	-	-	-	-
G.V.B.R.Reddy	Whole-time Director	Yes	5	5	-	1	-	-
Y. Ramamohan Reddy	NED, Independent Director	NA	5	5	-	3	3	-
Pushpala Beena Naidu	NED, Independent Director	Yes	5	5	-	1	-	-
Lakshmi Sree Kunduri	NED, Independent Director	Yes	5	5	-	-	-	-

B. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE

G.R. Reddy, Promoter Director and Mr. G.V.B.R Reddy, Promoter Director of the Company are related to each other by virtue of their relationship as father and son respectively. Other Directors do not have any inter se relation with each other.

C. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVE DIRECTORS:

None of the Non-executive Directors hold equity shares or convertible instruments of the Company.

D. INDEPENDENT DIRECTORS

The Company has complied with the definition of Independence as per Regulation 16(1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

It is also confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

During the year under review, none of the Independent Directors have resigned from the Board of Directors of the Company.

E. INDEPENDENT DIRECTORS' MEETING:

As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 14.02.2022, and discussed the following:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company eligible to attend were present at the meeting.

As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

F. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

The details of familiarisation programme held in FY 2021-22 are also disclosed on the Company's website.

G. INFORMATION SUPPLIED TO THE BOARD:

The Board has complete access to all information of the Company and is regularly provided advanced detailed information as a part of the agenda papers or is tabled therein. In addition, detailed quarterly performance report by the CFO is presented in the quarterly Board meeting, encompassing all facets of the Company's operations during the quarter, including update of key projects, outlook and matters relating to environment, health & safety, corporate social responsibility etc. The following information is provided to the Board as a part of the agenda papers:

- Annual and Quarterly financial statements for the Company and the Accounting Policy
- Minutes of the meetings of the Audit Committee and other Committees of the Board
- Annual business plan
- Information on recruitment and remuneration of senior officers just below the level of Board, including the appointment or removal of Chief Financial Officer and Company Secretary, whenever required
- Expansion projects and its status monitoring
- Fatal or serious accidents, injuries or any material environmental problems, if any
- Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company, if any
- Significant labour problems and their proposed solutions, whenever necessary
- Any significant development in human resources / industrial relations including long-term wage agreement, major voluntary retirement scheme, etc.
- Quarterly details of foreign exchange exposures and the steps taken by the management to limit the risks of adverse exchange rate movement, if material
- Quarterly disclosure of all the investments made
- Material non-compliance of any regulatory, statutory nature or listing requirements and shareholders service, such as non-payment of dividend, delay in share transfer and others, if any
- Quarterly review of compliance status under various laws applicable to the Company
- Substantial non-payment of goods sold by the Company except disputes
- Related Party Transactions, if they are not at arm's length and in the ordinary course of business
- Half-yearly summary of bank guarantees issued.
- All other matters required to be placed before the Board for its review / information / approval under the statutes, including SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

H. DECLARATION BY BOARD

The Board has confirmed that in its opinion, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

During the year under review, no Independent Director has resigned before expiry of his tenure

2. AUDIT COMMITTEE: (Audit Committee constituted in terms of Section 177 of Companies Act, 2013 read with Regulation 18 of SEBI (LODR) Regulations, 2015)

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

The terms of reference of the Audit Committee encompasses the requirements of Section 177 of Companies Act, 2013 and as per Regulation 18 of SEBI (LODR) Regulations, 2015 and, inter alia, includes

1. Over view of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement reflects a true and fair position and that sufficient and credible information is disclosed.

2. Recommending the appointment and removal of statutory auditors, internal auditors and cost auditors, fixation of their audit fees and approval for payment of any other services.
3. Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
4. Reviewing the financial statement and draft audit report, including quarterly/half yearly financial information.
5. Reviewing with the management the annual financial statements before submission to the Board, focusing primarily on:
 - i) Any changes in accounting policies and practices.
 - ii) Major accounting entries based on excises of judgment by the management.
 - iii) Qualifications in draft audit report.
 - iv) Significant adjustment arises out of audit.
 - v) The going concern assumption.
 - vi) Compliance with accounting standards, stock exchange and legal requirement concerning financial statements.
 - vii) Review and approval of related party transactions.
6. Reviewing the company's financial and risk management's policies.
7. Disclosure of contingent liabilities.
8. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
9. Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
10. Discussion with internal auditors of any significant findings and follow-up thereon.
11. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
12. Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
13. Reviewing compliances as regards the Company's Whistle Blower Policy.

B. COMPOSITION, MEETINGS & ATTENDANCE

There were four (4) Audit Committee Meetings held during the year on 28.06.2021, 14.08.2021, 13.11.2021 and 14.02.2022

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Pushpala Beena Naidu	Chairperson	Independent, Non-Executive	4	4
G.R.Reddy	Member	Non-Independent, Executive	4	4
Ramamohan Reddy Yarragudi	Member	Independent, Non-Executive	4	4

C. Previous Annual General Meeting of the Company was held on 30th September 2021 and Mr. Pushpala Beena Naidu, Chairman of the Audit Committee for that period, attended previous AGM.

3. NOMINATION AND REMUNERATION COMMITTEE (Nomination and Remuneration Committee constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (LODR) Regulations, 2015)

The terms of reference of the Nomination and Remuneration committee constituted in terms of Section 178 of Companies Act, 2013 and as per Regulation 19 of SEBI (LODR) Regulations, 2015 are as under:

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
 - a. To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
 - b. To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

B. COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE, MEETINGS & ATTENDANCE

There was one Nomination and Remuneration Committee Meeting was held during the Financial Year on 14.02.2022.

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Pushpala Beena Naidu	Chairperson	Independent, Non-Executive	1	1
Lakshmi Sree Kunduri	Member	Independent, Non-Executive	1	1
Ramamohan Reddy Yarragudi	Member	Independent, Non-Executive	1	1

C. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

- 2.1 **“Director”** means a Director appointed to the Board of a Company.
- 2.2 **“Nomination and Remuneration Committee** means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2.3 **“Independent Director”** means a Director referred to in sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Policy:

Qualifications and criteria

- 3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.
- 3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:
- General understanding of the Company's business dynamics, global business and social perspective;
 - Educational and professional background
 - Standing in the profession;
 - Personal and professional ethics, integrity and values;
 - Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
- 3.1.3 The proposed appointee shall also fulfill the following requirements:
- shall possess a Director Identification Number;
 - shall not be disqualified under the companies Act, 2013;
 - shall Endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
 - shall abide by the code of Conduct established by the Company for Directors and senior Management personnel;
 - shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
 - Such other requirements as any prescribed, from time to time, under the companies Act, 2013, Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.
- 3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

3.2 Criteria of Independence

- 3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.
- 3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An independent Director in relation to a Company, means a Director other than a managing Director or a whole-time Director or a nominee Director-

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b.
 - (i) who is or was not a promoters of the Company or its holding, subsidiary or associate Company;
 - (ii) who is not related to promoters or Directors of the Company its holding, subsidiary or associate Company

- c. who has or had no pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or Director, during the two immediately preceding financial year or during the current financial year;
- d. none of whose relative has or had pecuniary relationship or transaction with the Company, its holding, subsidiary or associate Company, or their promoters, or Directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial year or during the current finance year;
- e. who, neither himself nor any of his relative-
 - (i) Holds or has held the position of a key managerial personnel or is or has been employee of the or associate Company in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;
 - (ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the financial year in which he is proposed to be appointed of-
 - (A) a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or
 - (B) any legal or a consulting firm that has or had any transaction with the Company, its holding subsidiary or associate Company amounting to ten per cent or more of the gross turnover of more of the gross turnover of such firm;
 - (i) holds together with his relatives two per cent or more of the total voting power of the Company; or
 - (ii) is a chief Executive or Director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the Company any of its promoters , Directors or its holding subsidiary or associate Company or that holds two per cent or more of the total voting power of the Company; or
 - (iii) is a material supplier, service provider or customer or a lesser or lessee of the Company.
- f. Shall possess appropriate skills experience and knowledge in one or more field of finance, law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the Company's business.
- g. Shall possess such other qualifications as may be prescribed from time to time, under the Companies Act, 2013.
- h. who is not less than 21 years of age
- i. Who is not a non-independent Director of another company on the Board of which any non-independent director of the listed entity is an independent director.

3.2.3 The independent Director shall abide by the "code for independent Directors "as specified in Schedule IV to the companies Act, 2013.

3.3 Other Directorships/ Committee Memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance Accordingly, members should voluntarily limit their Directorships in other listed public limited companies in such a way that it does not interfere with their role as Director of the Company. The NR Committee shall take into account the nature of, and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

- 3.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be public limited companies.
- 3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed Company.
- 3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committee across all companies in which he holds Directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under Section 8 of the companies Act, 2013 shall be excluded.

Remuneration policy for Directors, key managerial personnel and other employees:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

Remuneration policy for Directors, key managerial personnel and other employees

1. **Scope:**

- 1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

2. **Terms and Reference:**

In this policy the following terms shall have the following meanings:

- 2.1 **"Director"** means a Director appointed to the Board of the Company.

- 2.2 **"key managerial personnel"** means

- (i) The Chief Executive Officer or the managing Director or the manager;
- (ii) The Company Secretary;
- (iii) The Whole-time Director;
- (iv) The Chief Financial Officer; and
- (v) Such other office as may be prescribed under the companies Act, 2013

- 2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of Section 178 of the companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. **Policy:**

- 3.1 Remuneration to Executive Director and key managerial personnel

- 3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the Company within the overall approved by the shareholders.

- 3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the Company.
- 3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:
- (i) Basic pay
 - (ii) Perquisites and Allowances
 - (iii) Stock Options
 - (iv) Commission (Applicable in case of Executive Directors)
 - (v) Retrial benefits
 - (vi) Annual performance Bonus
- 3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.
- 3.2 **Remuneration to Non – Executive Directors**
- 3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.
- 3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.
- 3.3. **Remuneration to other employees**
- 3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

D. MECHANISM FOR EVALUATION OF THE BOARD

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Chairperson;
- (v) Evaluation of Non-Executive and Non-Independent Directors; and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

E. REMUNERATION TO DIRECTORS

- (a) all pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity shall be disclosed in the annual report;
- (b) criteria of making payments to non-executive directors. alternatively, this may be disseminated on the listed entity's website and reference drawn thereto in the annual report;
- (c) disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013, the following disclosures shall be made:
 - (i) all elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc;
 - (ii) details of fixed component and performance linked incentives, along with the performance criteria;
 - (iii) service contracts, notice period, severance fees;
 - (iv) stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable.

Name of the Director	Remuneration (Rs)	Sitting Fee (Rs)	Total (Rs)	No. of Shares held
G.R. Reddy	-	-	-	11,32,000
G.V.B.R. Reddy	-	-	-	5,92,931
Y. Ramamohan Reddy	-	-	-	-
Pushpala Beena Naidu	-	-	-	-
Lakshmi Sree Kadumuri	-	-	-	-

4. STAKEHOLDERS RELATIONSHIP COMMITTEE:

During the year April 2021 to March 2022, One (1) Stakeholders Relationship Committee Meetings was held. The date on which the said meeting are held is 14th February 2022.

Name	Designation	Category	Number of meetings during the year 2021-2022	
			Held	Attended
Pushpala Beena Naidu	Chairperson	Independent, Non-Executive	1	1
Lakshmi Sree Kunduri	Member	Independent, Non-Executive	1	1
Ramamohan Reddy Yarragudi	Member	Independent, Non-Executive	1	1

B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

G.R.Reddy, Managing Director of the Company is the compliance officer of the Company has been designated as Compliance officer of the Company for time being in force.

C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2021-22

INVESTOR COMPLAINTS	
Particulars	Year ended 31.03.2022
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

5. GENERAL BODY MEETINGS

A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

Financial Year	Date	Time	Venue	Special Resolution Passed
2018-2019	30.09.2019	11.00 A.M.	The Santosh Mutually aided Co-operative Housing Society, Women's College, Mehdiapatnam, Hyderabad-500028	Yes
2019-2020	30.12.2020	11.00 A.M.	The Santosh Mutually aided Co-operative Housing Society, Women's College, Mehdiapatnam, Hyderabad-500028	Yes
2020-2021	30.09.2021	03:00 P.M.	The Santosh Mutually aided Co-operative Housing Society, Women's College, Mehdiapatnam, Hyderabad-500028	No

No Extra-ordinary General Meetings / Postal ballot was held during the year 2021-22.

6. DISCLOSURES

A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

During the year under review, the Company had not entered in to any materially significant transaction with any related party. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

The policy on related party transactions is available in the Company's website.

B. COMPLIANCES:

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the last three years.

C. WHISTLE BLOWER POLICY:

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI (LODR) Regulations 2015 and in terms of Section 177 of the Companies Act, 2013

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person has been denied access to the Chairman of the Audit Committee.

D. DISCLOSURE OF COMMODITY PRICE RISKS AND COMMODITY HEDGING ACTIVITIES

Company is not materially exposed to commodity price risks nor does the company do any commodity hedging.

E. DETAILS OF UTILIZATION OF FUNDS RAISED THOROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT.

During the year under review, no issue of shares was made either by way of preferential allotment/Qualified Institutional Placement/Rights Issue or by any other ways.

F. CERTIFICATE FROM PRACTICING COMPANY SECRETARY

The Company has obtained certificate from Practicing Company Secretary that none of the directors on the Board of the Company are debarred or disqualified from being appointed or continuing as directors of Companies by the Board/Ministry of Corporate Affairs or any such authority.

G. RECOMMENDATIONS OF COMMITTEES

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

H. TOTAL FEES FOR ALL SERVICES PAID BY THE COMPANY, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR.

The fees paid by the Company to its Statutory Auditors during the Financial Year ended 31st March, 2022 was Rs. 25,000 per annum.

I. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received during the financial year: Nil
- No. of complaints disposed off during the financial year: Nil
- No. of complaints pending at the end of the financial year: Nil

J. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT.

The company has complied with the requirement of Corporate Governance Report of sub-paras (2) to (10) of Schedule-V of the Securities Exchange Board of India (LODR) Regulations, 2015.

K. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II of SEBI (LODR) REGULATIONS, 2015.

The company has adopted discretionary requirements to the extent of Internal Auditors reporting to the Audit Committee.

L. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (b) TO (i) OF SUB-REGULATION (2) OF REGULATION 46 ARE AS FOLLOWS:

Regulation	Particulars	Compliance Status
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24.	Corporate Governance requirements with respect to subsidiary of Listed company	NA
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance Requirements	Yes
46 (2)(b) to (i)	Website	Website is being restructured.

M. CODE OF CONDUCT

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

N. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2021-22.

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2022 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015

N. CEO/ CFO Certification

The Managing Director and CEO/ CFO certification of the Financial Statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2021-2022 is provided elsewhere in this Annual Report.

O. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

All mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been appropriately complied with and the status of non-mandatory requirements is given below:

The Company has an Executive Chairman and the Board is having required number of Independent directors.

P. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

Q. RECONCILIATION OF SHARE CAPITAL:

A qualified Practicing Company Secretary carry out audit to reconcile the total admitted capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. Reconciliation of Share Capital Audit Report confirms that the total paid up capital was in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

R. DISCLOSURE OF ACCOUNTING TREATMENT:

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 133 of the Companies Act, 2013.

9. MEANS OF COMMUNICATION:

- i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the Form prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty-five days/sixty days of the close of the respective period.
- ii. The approved financial results are forthwith sent to the listed Stock Exchanges and are published in the newspapers namely, The Financial Express and Nava Telangana within forty-eight hours of approval thereof.

- iii. As the Company's quarterly/half yearly financial results are uploaded on Company's website, the same are not mailed to the Shareholders.

10. GENERAL SHAREHOLDERS INFORMATION:

• Company Registration Details	The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L31300TG1992PLC013772.
• Date of Annual General Meeting	31 st December, 2022
• Time	11:00 A.M
• Venue of AGM	The Santosh Mutually Aided Co-operative Housing Society, H. No. 12-2-823/A/ 25/AA14, 2 nd floor, Santosh Nagar Colony, Opp: St. Ann's Women's College, Mehdiapatnam, Hyderabad - 500 028
• Financial Calendar	1 st April 2021 to 31 st March 2022.
• Dividend payment date	--
• Tentative Schedule for considering Financial Results:	
For the Quarter ending June, 2022	13 th August, 2022
For the Quarter ending September, 2022	14 th November, 2022
For the Quarter ending December, 2022	January/ February, 2023
For the Quarter/year ending March, 2023	April/ May, 2023
• Date of Book Closure	--
• Name and address of each stock exchange(s) at which the Company's securities are listed	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 023
• Confirmation of Payment of annual listing fees to stock exchanges	Not Paid to the BSE, where the shares of the Company are listed
• Scrip Code	517564
• ISIN Number for NSDL & CDSL	INE769B01010
• In case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are suspended from trading by the Stock Exchanges.
• Plant Locations	Ranga Reddy Guda (Village), Balanagar (Mandal), Mahaboobnagar (Dist), Telangana-509202
• Address for correspondence:	36, Santosh Nagar, Mehdiapatnam, Hyderabad- 500028, Telangana. Email: grcablesltd@gmail.com
• List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme	Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.

	or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.	
•	Address for Correspondence	To be addressed to: Bigshare Services Private Limited 306, 3 rd Floor, Right wing, Amruthaville, opp. Yashoda Hospitals, Raj Bhavan Road, Samajiguda, Hyderabad-500082 Phone: 040 40144582 Email: bsshyd1@bigshareonline.com Web: www.bigshareonline.com
•	Investor Correspondence / Query on Annual Report, etc.	Gajjala Raghava Reddy Compliance Officer 36, Santosh Nagar, Mehdipatnam Hyderabad-500028, Telangana Ph. No. 040-23513456 Email: grcablesltd@gmail.com

A. Registrars & Transfer Agents: Bigshare Services Private Limited

306, 3rd Floor, Right wing, Amruthaville, opp. Yashoda Hospitals, Raj Bhavan Road, Samajiguda, Hyderabad-500082
Phone: 040 40144582
Email: bsshyd1@bigshareonline.com
Web: www.bigshareonline.com

B. Share Transfer System:

The Company's Shares are traded on BSE Limited compulsorily in the dematerialized form. Transfer of these shares is done through depositories with no involvement of the Company. However, all requests received for transfer of shares for off market transaction in physical form furnishing with a copy of PAN card of the transferee(s) in compliance with the SEBI circular in that behalf, are processed by the Registrars and Transfer Agents. The Share Transfers are registered and returned within a period of 15 day from the date of lodgement, if documents are complete in all respect.

All matters pertaining to share transfer in physical form are handled by the Registrars and Share Transfer Agents M/s. Bigshare Services Private Limited, Hyderabad, who is registrar to the Company. The share transfer requests are processed by them and a transfer register is sent to the Company for approval once in a fortnight. There were no share transfers pending as on 31st March 2022.

C. Market price data:

Monthly High/Low of market price of the Company's shares traded on the BSE Limited:

S. No.	Month	High (Rs.)	Low (Rs.)
1	April, 2021	--	--
2	May, 2021	--	--
3	June, 2021	--	--
4	July, 2021	--	--
5	August, 2021	--	--
6	September, 2021	--	--
7	October, 2021	--	--
8	November, 2021	--	--
9	December, 2021	--	--
10	January, 2022	--	--
11	February, 2022	--	--
12	March, 2022	--	--

Since the trading in shares of the Company are suspended by the BSE hence there in no market price data.

D. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022:

Category code	Category of Shareholder	Total Number of shares	% of share holding	Shares pledged or otherwise encumbered	
				Number of Shares	As a percentage
(A)	Shareholding of Promoter and Promoter Group				
(1)	Indian				
a.	Individuals/Hindu Undivided Family	42,82,214	14.82	--	--
b.	Central Government/State Government(s)	--	--	--	--
c.	Bodies Corporate	--	--	--	--
d.	Financial Institutions/Banks	--	--	--	--
	Others:-	--	--	--	--
e.	Mutual Funds	--	--	--	--
f.	Trusts	--	--	--	--
	Sub Total (A)(1)	42,82,214	14.82	--	--
(2)	Foreign				
a.	Individuals (Non-Resident Individuals/Foreign Individuals)	--	--	--	--
b.	Bodies Corporate	--	--	--	--
c.	Institutions	--	--	--	--

	Others :-	--	--	--	--
d.	Overseas Corporate Bodies	--	--	--	--
	Sub Total (A)(2)	--	--	--	--
	Total Shareholding of Promoter and Promoter Group	42,82,214	14.82	--	--
	(A)=(A)(1)+(A)(2)	42,82,214	14.82	--	--
(B)	Public Shareholding			--	--
(1)	Institutions	--	--	--	--
a.	Mutual Funds/UTI	--	--	--	--
b.	Financial Institutions/Banks	1,875	0.01	--	--
c.	Central Government/State Government(s)	9,00,000	3.11	--	--
d.	Venture Capital Funds	--	--	--	--
e.	Insurance Companies	--	--	--	--
f.	Foreign Institutional Investors	--	--	--	--
g.	Foreign Venture Capital Investors	--	--	--	--
h.	Foreign Companies	--	--	--	--
i.	Mutual Funds	4,600	0.02		
	Sub Total (B)(1)	9,06,475	3.14	--	--
(2)	Non-Institutions			--	--
a.	Bodies Corporate	8,12,136	2.81	--	--
b.	Individuals			--	--
	i)Individual shareholders holding nominal share capital up to Rs.2 lakh	1,66,39,526	57.59	--	--
	ii)Individual shareholders holding nominal share capital in excess of Rs.2 lakh	51,43,332	17.80	--	--
c.	Any Others : -			--	--
	i) Non Resident Individuals	4,08,172	1.41	--	--
	ii) Overseas Corporate Bodies	--	--	--	--
	iii)Trusts	1,100	0.00	--	--
	iv)Employees	--	--	--	--
	v)Clearing Members	40,192	0.14	--	--
	vi)Foreign Nationals	--	--	--	--
	vii) NBFCs registered with RBI	--	--		
	viii) HUF	6,61,714	2.29		
	Sub Total (B)(2)	2,37,06,172	82.04	--	--
	Total Public Shareholding (B)=(B)(1)+(B)(2)	2,46,12,647	85.18	--	--

	Total (A)+(B)			--	--
(C)	Shares held by Custodians and against Depository Receipts have been Issued	--	--	--	--
	Grand Total (A)+(B)+(C)	2,88,94,861	100	--	--

E. Distribution of Shareholding as on 31.03.2022

No. of equity Shares held	No. of Shareholders	%	No. of Shares	%
1 to 5000	19522	76.10	3396835	11.76
5001 to 10000	2741	10.68	2488661	8.61
10001 to 20000	1472	5.74	2427206	8.40
20001 to 30000	649	2.53	1708953	5.92
30001 to 40000	251	0.98	922946	3.19
40001 to 50000	327	1.27	1586342	5.49
50001 to 100000	366	1.43	2825838	9.78
100001 and above	325	1.27	13538080	46.85
Grand Total	25,653	100.00	28894861	100.00

F. DEMATERIALISATION & LIQUIDITY OF SHARES:**Dematerialization and Liquidity of Shares:**

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN allotted to the Company's scrip is 530151. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Particulars	No. of Shares	% Share Capital
NSDL	1,69,86,842	58.79
CDSL	81,20,831	28.10
Physical	37,87,188	13.11
Total	2,88,94,861	100.00

G. There are no outstanding global depository receipts or American Depository Receipts likely to impact on the Equity.

GREEN INITIATIVE IN THE COPORATE GOVERNANCE

As part of the green initiative process, the Company has taken an initiative of sending documents like notice calling Annual General Meeting, Corporate Governance Report, Directors Report, Audited financial Statements, Auditors Report, Dividend intimations etc., by email Physical copies are sent only to those shareholders whose email addresses are not registered with the Company and for bounced mail cases. Shareholders are requested to register their email id with Registrar and Share Transfer Agent/concerned depository to enable the Company to send the documents in electronic form or inform the Company, in writing, in case they wish to receive the above documents in paper mode.

**For and on behalf of the Board of
G.R.Cables Limited (In CIRP)
(Suspended Board)**

**Date : 08.12.2022
Place : Hyderabad**

**Sd/-
Maligi Madhusudhana Reddy
(IBBI Registration No. IBBI/PA-001/1P-P00843/2017-2018/11427)**

PRACTICING COMPANY SECRETARY CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
G.R.Cables Limited

I have examined the compliance of the conditions of Corporate Governance by G.R.Cables Limited ('the Company') for the year ended on March 31, 2022, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2022.

I further state that such compliance 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.

Date: 08.12.2022
Place: Kolkata
UDIN: A050458D002660802

Pooja Bansal
Practicing Company Secretary
M. No. 50458 C.P. No. 18524

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
G.R.Cables Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of G.R.Cables Limited having CIN L31300TG1992PLC013772 and having registered office at 36, Santosh Nagar Mehdiapatnam, Hyderabad- 500028, Telangana (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sl. No	Name of the Director	DIN	Date of Appointment in Company
1.	G.R. Reddy	01046466	29.01.1992
2.	G.V.B.R Reddy	01498279	29.01.1992
3.	Y. Ramamohan Reddy	08517059	12.02.2021
4.	Lakshmi Sree Kadumuri	08377908	05.03.2019
5.	Beena Naidu Pushpala	03292924	05.03.2019

Date: 08.12.2022
Place: Kolkata
UDIN: A050458D002660802

Pooja Bansal
Practicing Company Secretary
M. No. 50458 C.P. No. 18524

CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To
The Board of Directors
G.R.Cables Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2022 and to the best of our knowledge and belief;

a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and

b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

2. There are, to the best of my 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.

3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,

4. That we have informed the auditors and the audit committee of:

a) Significant changes in the internal control during the year;

b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

For and on behalf of the Board
G.R.Cables Limited (In CIRP)

Sd/-
G.R. Reddy
Suspended Board of Director

Date : 08.12.2022
Place : Hyderabad

Management Discussion and Analysis Report

Management Discussion and Analysis Report on the business of the Company as applicable and to the extent relevant is given below:

Industry Structure and Development

The company is primarily engaged in the manufacture of different types of Polythene Insulated Jelly Filled under Ground Telecom Cables (PIJF), Power Cables and Conductors, Signalling Cables, Switch Board Cables, Domestic Flexible and PVC Power and Control Cables. Demand for Telecom Cables is mainly depending on requirement of BSNL and MTNL and policies of the Government. BSNL and MTNL float tenders every year for procurement of Cables for their requirement and finalize the Tenders on competitive basis. There is an excess capacity and falling demand for Jelly Filled Telecom Cables. So, the focus of our company is to convert the existing facilities to modify and manufacture different cables for Railways and Power Cables for Discoms. The Railway cable tenders are floated by Indian Railways and similarly Power cable tenders are floated by different Discoms and State electricity boards (SEBs) and these tenders are finalized on competitive basis.

Opportunities

The wires and cables market in India comprises of nearly 40% of the electrical industry and is growing strongly as a result of growth in the power and infrastructure sectors. These sectors have been witnessing robust growth owing to the boost provided by the recent policy and regulatory initiatives as well as ambitious Government schemes. The company also for sees good demand in power cables both for housing and infrastructure development compensating for the decrease in demand for Polythene Insulated Jelly Filled under Ground Telecom Cables (PIJF).

Threats

Usage of Optical fiber Cables in high traffic / density areas and introduction of wireless technology by telecom operators, the requirement of JFTC is expected to decline in future.

Future Outlook

The management is exploring various options to revive the company.

Segment-wise/Product-wise Performance

As the company has only one line of product i.e. Wires and Cables, segment- wise or product-wise performance is not applicable for the Financial Year 2021-22.

Internal Control Systems and their Adequacy

The Company has an adequate Internal Control System to commensurate with the size of operations of the company. Further, the Audit Committee reviews the procedures of periodically.

Discussion on financial performance with respect to operational performance

A. Financial Conditions:

Capital Structure: The Authorized Share Capital of the Company as at 31st March, 2022 is Rs. 34,00,00,000 divided into 3,40,00,000 Equity Shares of face value of Rs. 10/- each. The Share Capital of the Company consists of only Equity Shares. The Paid-up Capital of the Company as on 31st March, 2022 is at Rs. 28,89,48,610 comprising of 2,88,94,861 Equity Shares of Rs. 10/- each fully paid-up.

Reserves and surplus:

The Reserves and Surplus of the Company as on 31st March, 2022 stands at (Rs. 40,05,18,299)

Unsecured Loans: The Unsecured Loan amount as at 31st March 2022 stand at Rs. 14,27,63,660

Fixed Assets: The Gross Block stood at Rs. 32,79,99,215 and the net block stood at Rs. 1,64,03,310 as at 31st March, 2022.

Revenue: During the year, the Company achieved sales Nil compared to Nil in the previous year ended 31st March 2021.

Environment and Safety

The company maintains and effects continual improvement in environmental standards and complies with the safety requirements. The company cares for the safety of its employees and safety training is imparted to the employees in the factory. Personal protective equipment is provided to the employees in conformity with statutory requirement.

Human Resources

The company believes that the quality of its employees is the key to its success in the long run and is committed to provide necessary human resource development and training opportunity to equip them with skills, which would enable them to adapt contemporary technological advances.

Cautionary Statement

Statement in this "Management Discussion & Analysis" may be considered to be "forward looking statements" within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, increased installed capacity, finished goods prices, raw materials availability and prices, cyclical demand and pricing in the Company's markets, changes in Government regulations, tax regimes, besides other factors.

Corporate Information:

GR CABLES LTD is a listed entity incorporated in India in the year 1992. The Registered office of the company is located at 36, Santosh Nagar, Mehdiapatnam, Hyderabad -500028 India. The Company is Primarily engaged in manufacturing of cables. The Shares of the company are listed in Bombay Stock Exchange. Presently in NCLT, Hyderabad Bench Case no CP(IB) No.165/19/HDB/2022 order dated 08.03.2022.

1.1 Disclosure of Significant Accounting Policies:

a) **Compliance with Indian Accounting Standards (Ind As)**

The Standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind As) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

The standalone financial statements have been prepared on the historical cost basis except for certain instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Accordingly, the Company has prepared these Standalone Financial Statements which comprise the Balance Sheet as at 31 March, 2022, the Statement of Profit and Loss for the year ended 31 March 2022, the Statement of Cash Flows for the year ended 31 March 2022 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Standalone Financial Statements' or 'financial statements').

These financial statements are approved by the Board of Directors (suspended) on 28/05/2022.

b) **Basis of Preparation of financial statements**

The separate financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under historical cost convention on accrual basis except the assets and liabilities which have been measured at Fair Values.

- Financial instruments – measured at fair value;
- Assets held for sale – measured at fair value less cost of sale;
- Plan assets under defined benefit plans – measured at fair value
- Employee share-based payments – measured at fair value
- Biological assets – measured at fair value

Current and Non-Current Classification:

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

An asset is classified as current when it satisfies any of the following criteria:

- Expected to be realized, or is intended to be sold or consumed, the Company's normal operating cycle.
- held primarily for the purpose of trading;
- It is expected to be realized within twelve months after the reporting date; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current Assets.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded

- It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.
- Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification

All other liabilities are classified as non-current liabilities.

c) Use of estimates and judgment

The preparation of the financial statements in conformity with Ind AS, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation. The areas involving critical estimates or judgments are:

S.no	Name of the estimate	Note No	Remarks
1	Fair value of unlisted equity securities	Not applicable	No unlisted equity shares are held by the company during the current financial year
2	Goodwill impairment	Not applicable	No amount provided during the current Financial year
3	Defined benefit obligation	Note No.1.17	Long term provision for gratuity
4	Measurement of contingent liabilities and contingent purchase consideration in a business combination	Note No.1.21	Contingent transactions are recognized based on happening contingent event. No contingent liabilities for the report
5	Current tax expense and current tax payable	Note No 1.28	As per the Ind AS.12
6	Deferred tax assets for carried forward tax losses	Note No.1.28	As per the Ind AS.12
7	Impairment of assets	Note No.1.5	As per Ind AS 36

d. Standards issued but not effective (based on Exposure drafts available as on date)

The amendments are proposed to be effective for reporting periods beginning on or after 1 April 2021.

i).Issue of Ind AS 117 – Insurance Contracts:

Ind AS 117 supersedes Ind AS 104 Insurance contracts. It establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. Under the Ind AS 117 model, insurance contract liabilities will be calculated as the present value of future insurance cash flows with a provision for risk.

Application of this standard is not expected to have any significant impact on the Company's financial statements.

Amendments to existing Standards

Ministry of Corporate Affairs has carried out amendments of the following accounting standards:

1. Ind AS 103 – Business Combination - nil
2. Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
3. Ind AS 40 – Investment Property - nil

The Company is in the process of evaluating the impact of the new amendments issued but not yet effective.

1.2. Ind AS 105: Non-Current Assets held for Sale or Discontinued Operations:

This standard specifies accounting for assets held for sale, and the presentation and disclosure for discontinued operations:

- (a) Assets that meet the criteria to be classified as held for sale to be measured at the lower of carrying amount and fair value less cost to sell, and depreciation on such assets to cease; and
- (b) Assets that meet the criteria to be classified as held for sale to be presented separately in the balance sheet and the results of discontinued operations to be presented separately in the statement of profit and loss.

S.no	Particulars of Disclosures	As at 31 st March 2021	As at 31 st March 2020
1	A Description of Non-Current Asset (Disposal group)	-	-
2	a description of the facts and circumstances of the sale, or leading to the expected disposal, and the expected manner and timing of that disposal	-	-
3	the gain or loss recognized in accordance with paragraphs 20– 22 and, if not separately presented in the statement of profit and loss, the caption in the statement of profit and loss that includes that gain or loss	-	-

The books of accounts of the company doesn't carry Non-Current Assets held for sale or Discontinued operations during the reporting period, hence this accounting standard does not have financial impact on the financial statements of the company.

1.3 Ind AS 106: Exploration for Evolution of Mineral resources:

This standard specifies the financial reporting for the exploration for evaluation of mineral resources. In particular this standard requires:

- a. Limited improvements to existing accounting practices for exploration and evaluation of expenditures
- b. Entities that recognize exploration and evaluation of assets to assess such assets for impairment in accordance with this standard and measure any impairment.
- c. Disclosures that identify and explain the amounts in the entity's financial statements arising from the exploration for the evaluation of mineral resources and help users of those financial statements understand the amount, timing and certainty of future cash flows from any exploration and evaluation of assets recognised.

This Ind AS 106 not applicable, as the company is engaged in engaged in "Realty" operating services. And hence this standard does not have any financial impact on the financial statements of the company.

1.4 Ind AS-16: Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Property, plant and equipment which are significant to the total cost of that item of Property Plant and Equipment and having different useful life are accounted for as separately.

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and carrying amount of the asset is recognized in the statement of profit or loss when the asset is derecognized.

Depreciation on Property Plant and Equipment is provided on Straight line method. Depreciation is provided based on useful life as prescribed under part C of the schedule II of the Companies act, 2013.

S.no	Asset	Use full life in Years
1	Plant and Machinery	NA
2	Electrical Installations	NA
3	Lab Equipment	NA
4	Computers	NA
5	Office Equipment	NA
6	Furniture & Fixtures	NA
7	Vehicles	NA

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

The books of accounts of the company doesn't carry any Property, Plant and Equipment during the reporting period, hence this accounting standard does not have financial impact on the financial statements of the company.

Impairment

Property Plant and Equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

1.5 Impairment of Assets (Ind AS 36)

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

The books of accounts of the company doesn't carry any impairment of assets during the reporting period, hence this accounting standard does not have financial impact on the financial statements of the company.

1.6 Intangible assets (Ind AS 38):

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their estimated useful life on straight line basis.

Subsequent costs are included in assets carrying amount or recognized or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

The residual Values, useful lives and methods of depreciation of Property Plant and Equipment are reviewed at each Financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of Intangible asset are measured as the difference between the net disposal proceeds and carrying amount of the asset is recognized in the statement of profit or loss when the asset is derecognised.

The books of accounts of the company doesn't carry any Intangible Assets during the reporting period, hence this accounting standard does not have financial impact on the financial statements of the company.

1.7 Cash Flow Statement (Ind AS 7):

Cash flows are reported using the indirect method under Ind AS 7, whereby profit/(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

a). Non-cash items: Nil

b). Changes in Liability Arising from Financing Activity

(Rs.) in Hundreds

Particulars	01-Apr-21	Cash Flow		31-Mar-22
		Receipts	Payments	
Current Borrowings	19997.64	-	-	19997.64
Non-current Borrowings	1413757	13880	-	1427637
Total	1433754	13880	-	1447634

1.8 Operating Cycle:

The Company has adopted its normal operating cycle as twelve months based on the nature of products and the time between the acquisition of assets for processing and their realization, for the purpose of current / non-current classification of assets and liabilities.

1.9 Capital Work In Progress

Capital Work in Progress (CWIP) includes Civil Works in Progress, Plant & Equipment under erection and Preoperative Expenditure pending allocation on the assets to be acquired/commissioned, capitalized. It also includes payments made to towards technical know-how fee and for other General Administrative Expenses incurred for bringing the asset into existence.

The books of accounts of the company doesn't carry any Capital Work in Progress during the reporting period, and this does not have financial impact on the financial statements of the company.

1.10 Investments:

Investments are classified as Non-Current and Current investments.

Investments, which are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments.

Current investments are carried at lower of cost and fair value. Non-Current Investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments.

The books of accounts of the company doesn't carry any Investments during the reporting period, and this does not have financial impact on the financial statements of the company.

1.11 Effects of changes in Foreign Rates (Ind AS 21):

Foreign currency transactions are recorded at the exchange rates prevailing on the dates when the relevant transactions took place. Exchange difference arising on settled foreign currency transactions during the year and translation of assets and liabilities at the yearend are recognized in the statement of profit and loss.

In respect of Forward contracts entered into to hedge risks associated with foreign currency fluctuation on its assets and liabilities, the premium or discount at the inception of the contract is amortized as income or expense over the period of contract. Any profit or loss arising on the cancellation or renewal of forward contracts is recognized as income or expense in the period in which such cancellation or renewal is made.

The company has not entered any foreign exchange transactions during the reporting period, hence this accounting standard does not have financial impact on the financial statements.

1.12 Borrowing Costs (Ind AS 23):

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale.

Investment income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is recognised in statement of profit and loss.

Discounts or premiums and expenses on the issue of debt securities are amortised over the term of related securities are included within borrowing costs. Premiums payable on early redemptions of debt securities, in lieu of future costs, are recognised as borrowing costs.

All other borrowing costs are recognised as expenses in the period in which it is incurred.

1.13 Revenue Recognition (Ind AS 115-Revenues) :

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

- a) Sales Revenue is recognized on dispatch to customers as per the terms of the order. Gross sales are net of returns and applicable trade discounts and excluding GST billed to the customers.
- b) Subsidy from Government is recognized when such subsidy has been earned by the company and it is reasonably certain that the ultimate collection will be made.
- c) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.
- d) All other incomes are recognized based on the communications held with the parties and based on the certainty of the incomes.

1.14 Accounting for Government Grants and Disclosure of Government Assistance (Ind AS 20):

Government grants:

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the years in which the Company recognises as expenses the related costs for which the grants are intended to compensate or when performance obligations are met.

Government grants, whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets and nonmonetary grants are recognised and disclosed as 'deferred income' under non-current liability in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic and rational basis over the useful lives of the related assets.

The benefit of a government loan at a below-market rate of interest and effect of this favourable interest is treated as a government grant. The loan or assistance is initially recognised at fair value and the government grant is measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and recognised to the income statement immediately on fulfillment of the performance obligations. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

As per the books of accounts of the company and information provided by the management, the company did not receive any during the reporting period, hence this accounting standard is not applicable and it does not have financial impact on the financial statements of the company.

1.15 Inventories (Ind AS 2) :

Inventories are assets:

- a. Held for sale in the ordinary course of business;
- b. In the process of production of such sale;
- c. In the form of materials or supplies to be consumed in the production process or in the rendering of services.

Net Realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

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.

Inventories at the year end are valued as under:

Raw Materials, Packing Material, Components, Consumables and Stores & Spares	At Cost as per First in First out Method (FIFO)
Work in Progress and Finished goods	At lower of net realizable value and Cost of Materials plus Cost of Conversion and other costs incurred in bringing them to the present location and condition

- Cost of Material excludes duties and taxes which are subsequently recoverable.
- Stocks at Depots are inclusive of duty, wherever applicable, paid at the time of dispatch from Factories.
- Based on the information provided the difference between physical verification and valuation of the of inventories are charged to the profit and loss account.

The books of accounts of the company doesn't carry any Inventory during the reporting period, hence this accounting standard is not applicable and it does not have financial impact on the financial statements of the company.

1.16 Trade Receivables – Doubtful debts:

A Trade receivable represents the company's right to an amount of consideration that is unconditional.

Provision is made in the Accounts for Debts/Advances which is in the opinion of Management are Considered doubtful of Recovery.

1.17 Retirement and other Employee Benefits:

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders related service.

Gratuity liability is a defined benefit obligation and the cost of providing the benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for this plan using the projected unit credit method. Actuarial gains and losses for defined benefits plan is recognized in full in the period in which they occur in the statement of profit and loss.

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

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

1.18 Ind AS 116- Leases

A Lease is classified as a Finance Lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

Finance charges in respect of finance lease obligations are recognized as finance costs in the statement of profit and loss. In respect of operating leases for premises, which are cancellable / renewable by mutual consent on agreed terms, the aggregate lease rents payable are charged as rent in the Statement of Profit and Loss.

1.19 Insurance Claims:

Insurance Claims are accounted for on the basis of claims admitted/excepted to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

1.20 Earnings per Share (Ind AS 33):

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.21 Provisions, Contingent Liabilities and Contingent Assets (Ind AS 37):

Provisions are recognised in the balance sheet when the company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet. Where the time value of money is material, provisions are made on a discounted basis.

Disclosure for Contingent liabilities is made when there is a possible obligation or present 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 the past events where it is either not probable that an outflow of

resources embodying in economic benefits will be required to settle or a reliable estimate of amount cannot be made.

Disclosure for Contingent assets are made when there is possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. However Contingent assets are neither recognized nor disclosed in the financial statements.

1.22 Prior Period and Extraordinary and Exceptional Items:

- (i) All Identifiable items of Income and Expenditure pertaining to prior period are accounted through "Prior Period Items".
- (ii) Extraordinary items are income or expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the enterprise and, therefore, are not expected to recur frequently or regularly. The nature and the amount of each extraordinary item be separately disclosed in the statement of profit and loss in a manner that its impact on current profit or loss can be perceived.
- (iii) Exceptional items are generally non-recurring items of income and expenses within profit or loss from ordinary activities, which are of such, nature or incidence.

1.23 Financial Instruments (Ind AS 107 Financial Instruments: (Disclosures)

I. Financial assets:

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

B. Subsequent Measurement

a) Financial assets measured at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose Objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets measured at fair value through profit or loss (FVTPL)

A Financial asset which is not classified in any of above categories are measured at FVTPL e.g. investments in mutual funds. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 –Financial Instruments.

II. Financial Liabilities

A. Initial recognition

All financial liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments

1.24 Contingent Liabilities not provided for and commitments:

((Rs.) in Hundreds

Nature of Contingent Liability		March 31, 2022	March 31, 2021
i.	Unexpired guarantees issued on behalf of the company by Banks for which the Company has provided counter guarantee.	NIL	NIL
ii.	Bills discounted with banks which have not matured.	NIL	NIL
iii.	Corporate Guarantees issued by Company on behalf of others to Commercial Banks & Financial Institutions.	NIL	NIL
iv.	Collateral Securities offered to Banks for the limit Sanctioned to others.	NIL	NIL
v.	Legal Undertakings given to Customs Authorities for clearing the imports.	NIL	NIL
vi.	Claims against the company not acknowledged as debts.	NIL	
a.	Excise	NIL	NIL
b.	Sales Tax	See note no 7,8 &9	NIL
c.	Service Tax	NIL	NIL
d.	Income Tax	NIL	NIL
e.	Civil Proceedings	NIL	NIL
f.	Company Law Matters	Unascertainable	Unascertainable
g.	Criminal Proceedings	Unascertainable	Unascertainable
h.	Others	NIL	NIL
vii.	Estimated amounts of contracts remaining to be executed on Capital Account and not provided for	NIL	NIL

1.25 Operating Segments (Ind AS 108)

Operating segment is a component of an entity:

- That engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity).
- Whose operating results are regularly reviewed by the entity's chief operating decision maker to make decision about resources to be allocated to the segments and assess its performance, and

c. For which discrete financial information is available.

The company has only one business segment such as "Realty" operating services. Hence reporting under IND AS 108 is not applicable.

1.26 Events after the Reporting Period (Ind AS 10)

Events after the reporting period are those events, favourable and unfavourable, that occur between the end of the reporting period and the date on which financial statements are approved by the Board of Directors in case of accompany, and, by the corresponding approving authority in case of any other entity for issue. Two types of events can be identified:

- a. Those that provide evidence of conditions that existed at the end of the reporting period (adjusting events after the reporting period) and
- b. Those that are indicative of conditions that arose after the reporting period (non-adjusting events after the reporting period).

An entity shall adjust the amounts recognized in its financial statements to reflect adjusting events after the reporting period. The company is NCLT, Hyderabad Bench Case no CP(IB) No 165/9/HDB/2022 Order dated 08.03.2022 in the case of Techno Soft(the applicant operational creditor) By the same order NCLT has appointed Mr Maligi Madhusudan Reddyj having IP Registration No.IBBI/IPA-001/IP-P00843/2017-2018/11427 as the IRP.

1.27 Construction Contracts (Ind AS 11)

Construction contract is a contract specifically negotiated for the construction of an asset or a combination of assets that are closely interrelated or interdependent in terms of their design, technology, and function or their ultimate purpose or use.

The company is in the business of engaged in "Realty" operating services, hence Ind AS 11 Construction Contract not applicable.

1.28 Income Taxes (Ind AS 12)

The Tax Expense for the period comprises of current and deferred tax.

- **Current Tax:**

Current Tax Assets and Liabilities are measured at the amount expected to be recovered from or paid to the Income tax authorities, based on tax rates and laws that are enacted at the Balance Sheet date.

- **Deferred Taxes:**

Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably

certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

New and Amended Standards

1.29 Amendment to Ind AS 116: COVID -19 Related Rent Concessions:

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is lease modification. A lessee that makes this election accounts for any change in lease payments resulting from COVID-19 related rent concession the same way it would account for the changes under Ind AS 116, if changes were not lease modifications. This Amendment had no impact on the standalone financial statements of the Company.

1.30 Amendment to Ind AS 1 and Ind AS 8: Definition of material:

The Amendments provide a new definition of material that states “information is material if omitting, misstating or obscuring it is reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about specific reporting entity”. The amendments clarify that materiality will depend on the nature of magnitude of information, either individually or in combination with other information, in the context of the financial year statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on standalone financial statements of the company.

1.31 Amendment to Ind AS 107 and Ind AS 109: Interest Rate Benchmark Reform:

The amendments to Ind AS 109 Financial Instruments: Recognition and Measurements provide number of reliefs, which apply to all hedging relationships that are directly affected interest rate benchmark reform. A hedging relationship is affected if the reform gives raise to uncertainty about the timing and/or amount of bench mark -based cash flow of hedging items or hedging instrument. These amendments have no impact on the standalone financial statements of the company as it does not have any interest rate hedge relation.

The amendment to Ind AS 107 prescribe the disclosure which entities are required to make for hedging relationship to which the reliefs as per the amendments in Ind AS 109 are apply. This amendment had no impact on the standalone financial statement of the company.

Independent Auditors' Report

To The Board of Directors and Members of **GR CABLES Limited**

Report on the Audit of the Standalone Financial Statements

Qualified Opinion:

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the **Companies Act, 2013** ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the **Companies (Indian Accounting Standards) Rules, 2015**, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified opinion

- a. We draw attention to the fact that NCLT has admitted petition filed in the case of Techno Craft (the applicant operational creditor) vide case no CP(IB) No 165/9/HDB/2022 order dated 08.03.2022 and in the same order Hon'ble NCLT has appointed Mr Maligi Madhusudan Reddy IRP having IP Registration No.IBBI/IPA-001/IP-P00843/2017-2018/11427 as IRP.
- b. We draw attention to the reports reviewed by us that the company has not complied Regulation no 6, Regulation no 14, Regulation 31(1)(2), Regulation 46 with reference to the SEBI and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Bombay Stock Exchange has suspended trading of equity share of the company vide notice no 20170807 dated 7th August 2017.
- c. We draw attention to the affairs of the company as it was not operational for a long period and it has discontinued manufacturing operations of telecom cables etc also it has not any other new objectives there after. The company has defaulted in its repayment obligations as in the case of Techno Craft (applicant operational creditor) has filed petition in NCLT, Hyderabad.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Material uncertainty related to Going Concern:

We draw attention to the reported losses by the company for the current financial year as well as during the previous periods due to which a negative networth is reported in the stand alone financial statements of the company as at 31st March, 2022. The company has defaulted its repayment obligations towards its lenders as well as operational creditors during the current financial year and during previous periods also. On account of this the asset cover has fallen much below which indicates that material uncertainty exists that may cast significant doubt on the company's ability to continue as Going Concern.

Key audit matters

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

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

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

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

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

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

Management's Responsibility for the Standalone Financial Statements

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "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, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in

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 not disclosed the impact of pending litigations on its financial position in its financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For M/S. T R M & ASSOCIATES.,
Chartered Accountants Firm Reg No. 009224S**

**Place : Hyderabad
Date : 28/05/2022**

**T. Rammurthy Partner Membership No. 024789
UDIN:22024789AJUJWH7923**

Annexure – A to the Independent Auditors' Report:

The Annexure referred to the Independent auditors' report to the members of the company on the Ind AS financial statements for the year ended 31st March 2022, we report that

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. According to the information and explanation given to us, the company does not have any fixed assets hence paragraph 3(i)(a) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (b) A major portion of fixed assets have been physically verified by the management during the year at reasonable intervals; no material discrepancies were noticed on such verification. According to the information and explanation given to us, the company does not have any fixed assets hence paragraph 3(i)(b) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (c) According to the information and explanations given to us, the company has immovable property and according title deeds they are held in the name of the company..
- ii. According to the information and explanations given to us, the company does not have any inventory for the reporting period, Hence paragraph 3 (ii) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any tribunal.
- vii. According to the information and explanations given to us, there are few disputed amounts payable for a period of more than six months from the date they became payable.
- viii In our Opinion and according to the information and explanations provided by the Management, the company has settled all defaulted liabilities of loans or borrowings to a financial Institution, bank.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including

debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company

- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has not paid / provided any managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

For TRM & Associates.,
Chartered Accountants Firm Reg No.: 009224S

Date : 28/05/2022
Place : Hyderabad

T. Rammurthy Partner Membership No. 024789
UDIN: 22024789AJUJWH7923

Annexure - B to the Independent Auditors' Report:

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

We have audited the internal financial controls over financial reporting of GR CABLES LTD as of 31st March 2022 in conjunction with our audit of the Ind AS 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 (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For TRM & Associates.,
Chartered Accountants Firm Reg No.: 009224S**

**Date : 28/05/2022
Place : Hyderabad**

**T. Rammurthy Partner Membership No. 024789
UDIN: 22024789AJUJWH7923**

GR CABLES LIMITED CIN: L31300TG1992PLC013772 36, Santosh Nagar, Mehdipatnam, Hyderabad -500028 Statement of Financial Position as at March 31, 2022			
Particulars	Note No.	As at Mar 31, 2022	As at Mar 31, 2021
I ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	1	16403310	16403310
(b) Financial assets		0	0
(i) Investments		0	0
(ii) Trade receivables		0	0
(iii) Loans		0	0
(iv) other Financial assets		0	0
(c) Deferred Tax Asset (Net)	2	13438374	13438374
(d) Other non-current asset	3	4065305	4065305
Total non-current assets (A)		33906989	33906989
2 Current assets			
(a) Inventories		0	0
(a) Financial assets		0	0
(i) Investments		0	0
(ii) Trade receivables		0	0
(iii) Loans		0	0
(iii) Cash and cash equivalents	4	42380	28279
(iv) Bank Balances other than (iii) above		0	0
(iv) other financial assets		0	0
(b) Current Tax Asset (Net)		0	0
(c) Other current assets		0	0
Total current assets (B)		42380	28279
Non Current Assets Classified as Held for Sale (C)		0	0
Total assets (A+B+C)		33949369	33935268
II EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	5	288948610	288948610
(b) Other equity	6	-400518299	-399221428
Total equity (A)		-111569689	-110272818
2 Liabilities			
(i) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	7	57590637	56202637
(ii) Trade Payables		0	0
(iii) Other Financial Liabilities	8	85173023	85173023
(b) Long term provisions		0	0
(c) Deferred tax Liabilities(Net)		0	0
(d) Other non Current Liabilities		0	0
Total non-current liabilities (B)		142763660	141375660
(ii) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	9	1999764	1999764
(ii) Trade payables	10	98038	68348
(iii) Other financial liabilities		0	0
(b) Short term provisions	11	657597	764314
(c) Other current liabilities		0	0
(d) Current Tax Liabilities (net)		0	0
Total current liabilities (C)		2755399	2832426
Total liabilities (D=B+C)		145519059	144208086
Total equity and liabilities (A+D)		33949370	33935268
The notes are an integral part of the financial statements			
As per our report of even date		For and on behalf of the Board	
For TRM & Associates.,		GR CABLES LTD (In CIRP)	
Chartered Accountants			
Firm Reg No.009224S			
T Rammurthy		G.R.REDDY	G.V.B.R.REDDY
Partner		Suspended Board of Director	Suspended Board of Director
Membership No.024789		DIN: 01046466	DIN: 01498279
UDIN: 22024789AJUJWH7924			
Place: Hyderabad		Renuka Rao Chinta	
Date : 28/05/2022		CFO	

GR CABLES LIMITED CIN: L31300TG1992PLC013772 36, Santosh Nagar, Mehdipatnam, Hyderabad -500028			
Statement of Profit and Loss and Other Comprehensive Income for the Year ended Mar 31, 2022			
Particulars	Note No.	As at Mar 31, 2022	For the year ended March 31, 2021
Continuing Operations			
I Revenue from operations	12	0	0
II Other income	13	0	0
III Net gain on de-recognition of financial assets at amortised cost		0	0
IV Net gain on reclassification of financial assets		0	0
V Total income		0	0
Expenses			
(a) Cost of material Consumed		0	0
(b) Purchase of Stock in Trade		0	0
(c) Changes in stock of finished goods, work-in progress and stock-in-trade		0	0
(d) Employee benefits	14	802120	875657
(e) Finance cost	15	1447	2406
(f) Depreciation and Amortisation expenses	1	0	0
(g) Other expenses	16	493304	584809
Total expenses (VI)		1296871	1462872
VII Profit/(loss) before Share of profit/(loss) of associates / joint ventures, exceptional items and tax (V - VI)		-1296871	-1462872
VIII Share of profit/(loss) of associates		0	0
Share of profit/(loss) of joint ventures		0	0
IX Profit/(Loss) before exceptional items and tax		-1296871	-1462872
X Exceptional items		0	0
XI Profit before Tax		-1296871	-1462872
XII Tax expense :			
a. Current tax		0	0
b. Deferred tax		0	0
XIII Profit/(loss) for the year from continuing operations (XI-XII)		-1296871	-1462872
Discontinued Operations			
XIV Profit/(loss) from discontinued operations		0	0
XV Tax Expense of discontinued operations		0	0
XVI Profit/(loss) from discontinued operations (XIV +XV)		0	0
XVII Profit/(loss) for the year (XIII+XVI)		-1296871	-1462872
XVIII Earning per equity share (for Continuing Operations)			
(i) Basic		(0.04)	(0.05)
(ii) Diluted.		(0.04)	(0.05)
The notes are an integral part of the financial statements			
As per our report of even date		For and on behalf of the Board	
For TRM & Associates.,		GR CABLES LTD (In CIRP)	
Chartered Accountants			
Firm Reg No.009224S		G.R.REDDY	G.V.B.R.REDDY
		Suspended Board of Director	Suspended Board of Director
T Rammurthy		DIN: 01046466	DIN: 01498279
Partner			
Membership No.024789			
UDIN:			
Place: Hyderabad		Renuka Rao Chinta	
Date : 28/05/2022		CFO	

AUDITED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st MARCH 2022		
(Amt. in Rs.)		
	For the year ended March 31, 2022	For the year ended March 31, 2021
A	CASH FROM OPERATING ACTIVITIES	
	(Loss)/Profit before tax and extraordinary items	-1296871
	Adjustment for:	
	Income tax expense recognised in profit or loss	
	Finance costs recognised in profit or loss	0
	Operating Profit before Working Capital Changes	-1296871
	Movement for Working Capital:	
	Increase in trade and other receivables	0
	(Increase)/decrease in amounts due from customers under construction contracts	0
	(Increase)/decrease in inventories	0
	(Increase)/decrease in other assets	0
	(Increase)/decrease in Loans & Advances	0
	Decrease in trade and other payables	-77027
	Increase/(decrease) in amounts due to customers under construction contracts	0
	Increase/(decrease) in provisions	0
	Increase/(decrease) in Long term provisions	0
	(Decrease)/increase in deferred revenue	0
	(Decrease)/increase in other liabilities	1388000
	Cash generated from operations	14102
	- Income taxes paid	0
	Cash generated from operations after Tax	0
	- Extraordinary & Prior period items	0
	NET CASH FROM OPERATING ACTIVITIES	14102
B	CASH FLOW FROM INVESTING ACTIVITIES:	
	Proceeds from disposal of investment property	0
	Extraordinary & Prior period items	0
	Payments for intangible assets	0
	Net cash outflow on acquisition of subsidiaries	0
	Net cash inflow on disposal of subsidiary	0
	Net cash inflow on disposal of associate	0
	NET CASH FROM INVESTING ACTIVITIES	0
C	CASH FLOW FROM FINANCING ACTIVITIES	
	Proceeds from issue of equity instruments of the Company	0
	Proceeds from issue of convertible notes	0
	Payment for share issue costs	0
	Payment for buy-back of shares	0
	Payment for share buy-back costs	0
	NET CASH FROM FINANCING ACTIVITIES	0
	NET INCREASE IN CASH & CASH EQUIVALENTS	14102
	Cash and cash equivalents at the beginning of the year	28279
	Effects of exchange rate changes on the balance of cash held in foreign currencies	21749
	Cash and cash equivalents at the end of the year	42381
Place : Hyderabad		
Date: 28.05.2022		
By Order of the Board GR CABLES LTD (in CIRP)		
GVBR Reddy Suspended board of Director		

GR CABLES LIMITED

CIN: L31300TG1992PLC013772

36, Santosh Nagar, Mehdiapatnam, Hyderabad -500028

Notes annexed to and forming part of the Financial Statements

Note 2: Income Taxes

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	a). Current Tax liability		
	Opening Balance	-	-
	Add: Current tax payable for the year	-	-
	Less: Taxes Paid	-	-
	Closing balances	-	-
	b). Current Tax Asset		
	Opening Balance	1,34,38,374	1,34,38,374
	Add: Taxes paid/TDS Receivable	-	-
	Less: Current tax payable for the year	-	-
	Closing Balance	1,34,38,374	1,34,38,374
	c). Differed Tax Asset		
	Differed tax Asset - (A)	-	-
	Provision for Employees	-	-
	Waranty Provisions	-	-
	Loss allowance on financial and Contract Assets	-	-
	Others	-	-
	Sub Total (A)	1,34,38,374	1,34,38,374
	Differed tax Liability- (B)		
	Opening Balance	-	-
	on Written down value of fixed assets	-	-
	Others	-	-
	Sub Total (B)	-	-
	Total (A-B)	1,34,38,374	1,34,38,374

Note 3: Other Non Current Assets

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	Other Current Assets		
1	Capital Advances:		
2	Other Advances:		
	Balance in Indirect Tax Payable account	38,98,684	38,98,684
	Advance Tax & TDS	1,66,621	1,66,621
	Other amount receivables	-	-
	Total of Other Non current Assets	40,65,305	40,65,305

Note 4: Cash and Cash Equivalents

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	Cash Balances	9,697	3,481
	On Current Accounts:		
	Balance with Banks	32,683	24,798
	Total Cash and Cash Equivalents	42,380	28,279

Note 5: Equity share capital

a. Equity share capital	(Amt. in Rs.)		
	As at Mar 31, 2022		As at Mar 31,
	No. of Shares	Amount in Rs.	Amount in Rs.
Authorised			
Equity shares of Rs. 10/- each	3,40,00,000	34,00,00,000	34,00,00,000
Issued			
Equity shares of Rs. 10/- each	2,88,94,861	28,89,48,610	28,89,48,610
Subscribed and Paid-up			
Equity shares of Rs. 10/- each fully paid-up	2,88,94,861	28,89,48,610	28,89,48,610
Total	2,88,94,861	28,89,48,610	28,89,48,610

b. Reconciliation of the number of equity shares outstanding and the amount of share capital				
	As at Mar 31, 2022		As at Mar 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares				
Issued and Subscribed:				
Shares outstanding at the beginning of the year	2,88,94,861	28,89,486	2,88,94,861	28,89,486
Add: Issued During the year for cash	-	-	-	-
Add: Shares issued at ESOP trust	-	-	-	-
Shares outstanding at the end of the year	2,88,94,861	28,89,486	2,88,94,861	28,89,486
c. Terms / rights attached to equity Shares				
The company has one class of equity shares having a par value of Rs.10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholdings.				
d. Shares reserved for issue underwriter options				Nil
e. Detail of Rights Issues				Nil
f. details of shares held by Holding/Ultimatley Holding Company				Nil
g. Details of shares issued for consideration other than cash				Nil
h. Shares in the company held by each shareholder holding more than 5 percent				
Name of the Shareholder	As at Mar 31, 2022		As at Mar 31, 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
G.R. Reddy	11,32,000	3.29%	11,32,000	3.29%
G.V.B.R. Reddy	5,92,931	2.05%	5,92,931	2.05%
i. Dividend Declaration Details				
			Amount in Rs.	
Particulars			As at Mar 31, 2022	As at Mar 31, 2021
Cash Dividend Declared for the Year 31 march 2022			-	-
Dividend Distribution Tax on final Dividend			-	-
Interim Dividend for the year ended on 31 March 2022			-	-
Total			-	-
Proposed Dividend on Equity Shares			-	-
Final Dividend for the year ended 31 March 2022			-	-
Distribution Tax on Proposed Dividend			-	-
Total			-	-
Note 6: Other equity				
(Rs.) in Hundreds)				
	As at Mar 31, 2022	As at Mar 31, 2021		
Capital Reserve - Forfeiture of shares:				
Balance at the beginning of the year	15,000	15,000		
Add: Addition During the Year	-	-		
Balance at the end of the year	15,000	15,000		
General Reserve				
Balance at the beginning of the year	2,56,957	2,56,957		
Add: Addition During the Year	-	-		
Balance at the end of the year	2,56,957	2,56,957		
Securities Premium:				
Balance at the beginning of the year	97,571	97,571		
Add: Securities Premium on shares issued during the year	-	-		
Balance at the end of the year	97,571	97,571		
Retained earnings				
Balance at the beginning of the year	(43,61,742)	(43,47,114)		
Add: Addition During the Year	(12,969)	(14,629)		
Less: TDS Written off	-	-		
Balance at the end of the year	(43,74,711)	(43,61,742)		
Total other Equity	(40,05,183)	(39,92,214)		

Note 7 & 8 & 9 : Borrowings

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	Non-Current:		
i	-Finance lease obligations	-	-
ii	- Preference shares	-	-
iii	Interest-free sales Tax deferral loan from state Govt.	8,51,73,023	8,51,73,023
	Total	8,51,73,023	8,51,73,023
	Unsecured Loans		
	Loans fom Individuals other than		
i	Banks	5,45,90,162	5,32,02,162
ii	Others	30,00,475	30,00,475
	Total	5,75,90,637	5,62,02,637
	Total	14,27,63,660	14,13,75,660
	Current:		
	Term loans:		
i	Secured	-	-
ii	Unsecured	-	-
iii	From banks	19,99,764	19,99,764
iv	Working Capital	-	-
	Unsecured Loans		
	Loans fom Individuals other than		
i	Banks	-	-
	Total	19,99,764	19,99,764

Note 10: Trade Payables

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	Non Current:		
A	Trade payables		
	Dues to Micro, Small and Medium Enterprises	98,038	68,348
	Dues to other than Micro, Small and Medium Enterprises	-	-
	Sub Total	-	-
	Total	98,038	68,348

Note 11 : Short term provisions

S.No	Particulars	As at Mar 31, 2022	As at Mar 31, 2021
	Other dues Payable		
	Provision for Expenses	6,57,597	7,64,314
	Total	6,57,597	7,64,314

Note 12: Revenue from operations

S.No	Particulars	As at Mar 31, 2022	For the year ended March 31, 2021
A	Revenue from contracts with customers disaggregated based on nature of product or services		
	Revenue from Sale of Products		
	a). Sale of Products	-	-
	b). Stock in Trade	-	-
	Net Revenue	-	-
	Sub total	-	-
	Total Revenue from Operations	-	-

Note 13: Other Income

	Particulars	As at Mar 31, 2022	For the year ended March 31, 2021
	Interest income	-	-
	Others	-	-
	Total(i+ii+iii+iv+v)	-	-

Note 14: Employee Benefits

	Particulars	As at Mar 31, 2022	For the year ended March 31, 2021
	Salaries, Wages, Bonus etc.	8,02,120	8,75,657
	Contribution to P.F, E.S.I and Other Statutory Funds	-	-
	Employee share based payment expenses	-	-
	Total Employee benefits	8,02,120	8,75,657

Note 15: Finance Cost

	Particulars	As at Mar 31, 2022	For the year ended March 31, 2021
	Interest and finance charges on financial liabilities carried at amortised cost		
	a). Interest on Bank Borrowings	-	-
	b). Interest on Bill Discounting	-	-
	c). Other Interest Expenses(Bank Charges)	1,447	2,406
	Less: Amount Capitalised	-	-
	Total Finance Cost	1,447	2,406

Note 16 : Other expenses

	Particulars	As at Mar 31, 2022	For the year ended March 31, 2021
	Directors Sitting fees	60,000	60,000
	Meeting Expenses	13,205	11,025
	Advertisement Charges	7,056	32,962
	Printing & Stationery	15,265	35,265
	General Expenses	7,025	7,692
	Electricity Charges	7,452	89,802
	Audit fees	25,000	25,000
	Other expenses	3,58,301	3,23,063
	Total	4,93,304	5,84,809

G.R.CABLES LIMITED
Notes 1 to Financial Statements for the year ended 31st March 2022

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at	Additions	Deletions	Total	As at	Additions	Deletions	Total	As at	As at
	01.04.21	31.03.22	01.04.21	31.03.22	01.04.21	31.03.22	31.03.22	31.03.22	31.03.22	31.03.21
Land	22,38,760	-	-	22,38,760	-	-	-	-	22,38,760	22,38,760
Building	3,33,19,722	-	-	3,33,19,722	2,14,68,943	-	-	2,14,68,943	1,18,50,779	1,18,50,779
Plant and Machinery	28,34,07,956	-	-	28,34,07,956	28,10,94,185	-	-	28,10,94,185	23,13,771	23,13,771
Furniture & Fixtures	9,05,145	-	-	9,05,145	9,05,145	-	-	9,05,145	-	-
Other Equipment	56,81,165	-	-	56,81,165	56,81,165	-	-	56,81,165	-	-
Vehicles	24,46,467	-	-	24,46,467	24,46,467	-	-	24,46,467	-	-
Previous Year	32,79,99,215	-	-	32,79,99,215	31,15,95,905	-	-	31,15,95,905	1,64,03,310	1,64,03,310
	32,79,99,215	-	-	32,79,99,215	27,61,95,905	-	-	31,15,95,905	1,64,03,310	1,64,03,310

GR CABLES LIMITED
NOTES TO ACCOUNTS
Related Party Disclosures (Ind AS 24):

17. Related Party disclosures required as per Accounting Standard (Ind AS-24) on "Related Party disclosures" issued by the Institute of Chartered Accountants of India, are as below :

a) **Names of related parties and the Description of Relationship:**
Due to NCLT order all these directors under suspension.

Sl. No	Name	Relationship
(i)	Subsidiaries	NIL
(ii)	Key Management Personnel Mr. Renuka Rao Chinta Mr. G. R Reddy (DIN-01046466) Mr.GVBR Reddy (DIN-01498279) *Mr. A. Ranganayakulu (DIN-03436445) Mrs.Lakshmi Sri Kadumuri (DIN-08377908) Mrs. Beena Naidu Pushpala (DIN-03292924) **Mr. Y. Ramamohan Reddy (DIN-08517059) (Expired on 24.01.2021) (Appointed w.e.f.12.02.2021)	CFO Chairman & Managing Director Whole-time Director Independent Director Independent Director Independent Director Independent Director

18. Consolidated and Separate Financial Statement (Ind AS 27):

The company has no subsidiary companies for the current reporting period. Hence consolidate and separate financial statement are not applicable.

19. Investments in Associates (Ind AS 28):

The company has not made any investments in any of its associates during the reporting period. This accounting standard has no financial impact on the financial statements for the current reporting period.

20. Interest in Joint Ventures (Ind AS 31)

The company has no interest in any Joint ventures. This accounting standard has no financial impact on the financial statements for the current reporting period.

21. Earnings Per Share (Ind AS 33):

a) Basic Earnings Per Share for (continued operations) there are no discontinued operations hence, EPS is presented for continued operations only.

Particulars	March 31, 2022	March 31, 2021
Profit After Tax (Rs.)- (A)	(12,96,871)	(14,62,872)
Weighted Average No. of Shares (Basic)- (B)	2,88,94,861	2,88,94,861
EPS (Basic) = (A)/(B)	-0.04	-0.05

b). **Diluted earning per share** (continued operations) there are no discontinued operations hence, EPS is presented for continued operations only.

Particulars	March 31, 2022	March 31, 2021
Profit After Tax (Rs.)- (A)	(12,96,871)	(14,62,872)
Weighted Average No. of Shares (Diluted) -(B)	2,88,94,861	2,88,94,861
EPS (Diluted) = (A)/(B)	-0.04	-0.05

22. Derivative instruments and un-hedged foreign currency exposure:

- a) There are no outstanding derivative contracts as at March 31, 2022 and March 31, 2021.
- b) Particulars of Un-hedged foreign currency exposure is : Nil

23. Secured Loans: Nil

Confirmation of Balances:

Confirmation letters have been issued by the company to Trade Receivables, Trade Payables, Advances to suppliers and others advances requesting that the confirming party responds to the company only if the confirming party disagrees with the balances provided in the request and however the company has not received any letters on disagreements.

24. Net Current Assets:

(Rs.in Hundreds)

S.no	Particulars	As at 31 st March 2022	As at 31 st March 2021
A	Current Assets:		
1	Inventories	-	-
2	Trade Receivables	-	-
3	Cash and Cash equivalent	423.81	282.79
4	Current Tax Asset (Net)	134383.74	134383.7
5	Other Current Asset	-	-
	Total Current Assets	134807.55	134666.5
B	Current Liabilities:	-	-
1	Borrowings	19997.64	19997.64
2	Trade Payables	980.38	683.48
3	Other Current Liabilities	6575.97	7643.14
	Total Current liabilities	27553.99	28324.26
C	Current Assets-Current Liabilities	107253.56	106342.3

25. Revenue from Operations:

(Rs.) in Hundreds

S.no	Particulars	As at 31 st March 2022	As at 31 st March 2021
1	Sale of goods:	-	-
	Sale of Manufactured Products	-	-
	Stock In trade	-	-
	Total	-	-
2	Revenue from Sale of Service	-	-
3	Other Operating Revenues	-	-

26. Revenue Reconciliation:

(Rs.) in Hundreds

S.no	Particulars	As at 31 st March 2022	As at 31 st March 2021
1	Sale of Products ⁿ		
	Domestic	-	-
	Exports	-	-
	Gross Revenue	-	-
	Less: Discount	-	-
	Less: Returns	-	-
	Less: price Concession	-	-
	Less Incentives and Performance bonus	-	-
	Less: Goods and service Tax	-	-
	Net Revenues recognized from contracts with customers	-	-

27. Other Income:

(Rs.) in Hundreds

S.no	Particulars	As at 31 st March 2022	As at 31 st March 2021
1	Discounts Received	-	-
2	Interest Received from FD	-	-
3	Income from OTS	-	-
4	Other Income	-	-

28. Details of Loans given, Investments made and Guarantee given covered Under Section 186(4) of the Companies Act, 2013.

The company has not extended any Corporate Guarantees in respect of loans availed by any company/firm as at March 31, 2022

29. Auditors' Remuneration:

(Rs.) in Hundreds

Particulars	March 31, 2022	March 31, 2021
Fees towards*		
Statutory Audit	25000	25000

*The fees is exclusive of GST

30. Dues to Micro Small and Medium Enterprises:

Disclosure required as per section 22 of the Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act.) as at 31.03.2022.

SL No	Description	March 31,2022
1	Principal amount due to suppliers under MSMED	NIL
2	Interest accrued and due to suppliers covered under MSMED on the above amount, unpaid	NIL
3	Payment made to suppliers (with Interest) beyond the appointed day during the year.	NIL
4	Payment made to suppliers (other than interest) beyond the appointed day during the previous year	NIL
5	Interest paid to suppliers covered under MSMED	NIL
6	Interest due & Payable to suppliers covered under MSMED Act., towards payments already made.	NIL

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with company.

31. Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

32. Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults.

The company makes an allowance for doubtful debts/advances using expected credit loss model.

33. Liquidity risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre requirements. The Company's exposure to liquidity risk is minimal as the promoters of the company is infusing the funds based on the requirements.

As per our report of even date
For For TRM & Associates.,
Chartered Accountants
Firm Reg. No. 009224S

For and on behalf of the Board
G.R.Cables Limited (In CIRP)

(T.Rammurthy) Partner
Membership No. 024789
UDIN: 22024789AJUJWH7923

G.R.REDDY
Suspended Board of Director
DIN: 01046466

G.V.B.R.REDDY
Suspended Board of Director
DIN: 01498279

Place: Hyderabad
Date: 28/05/2022

Go Green Initiative

Dear

Shareholder,

As you may be aware, the Ministry of Corporate Affairs, Govt. of India, as part of its "Green Initiative in Corporate Governance" has issued Circular no.17/2011 dated 21/ 04/2011 and Circular no.18/2011 dated 29/04/2011 permitting service of documents by Companies, to its shareholders, through electronic mode instead of physical mode.

Accordingly, as per the Company's "GO GREEN" initiative, the Company shall send documents, including Notice of General Meetings and Annual Report of the Company, in electronic form to Email ID of the shareholders registered with Company, instead of physical mode.

However, shareholders may note that as a member of the Company, shareholders opting to receive documents in electronic mode will be entitled to receive all such communication in physical form, upon request made by them to the Company.

Shareholders having shares in physical form should provide their Email Id to the Company for opting to receive notices / documents electronically. To Register the E-mail ID with the Company shareholders are requested to submit the following Form duly filled & signed by the shareholders at the forthcoming AGM or send it by post at the registered office of the Company.

GO GREEN FORM

To

G.R.Cables Limited,

As per the "Green initiative in the Corporate Governance" of the Ministry of Corporate Affairs, I / We hereby opt to receive service of documents by company, including Annual Report, in electronic mode, and request you to register my Email ID as stated below for the same.

Fields marked with * are compulsory

Name of Shareholder(s)* : _____
Folio No.* : _____
No. of Shares held as on _____
Date* : _____
E-mail ID (Permanent)* : _____
E-mail ID (Alternative) : _____
Contact No. (Mobile)* : _____
Contact No. (Fixed Line)* : _____
Signature : _____

G.R. CABLES LIMITED

Registered Office: 36, Santosh Nagar, Mehdipatnam, Hyderabad - 500 028 Registration of e-mail address for future communication

Name of the Shareholder.....

Folio No.

DP. ID No. Client ID.

Registered Address.....

Signature:

E-mail ID:

CONSENT FOR RECEIVING DOCUMENTS IN ELECTRONIC MODE
(Pursuant to circulars no. 17/2011 dated April 21, 2011 and 18/2011
dated April 29, 2011)

To,
Bigshare Services Private Limited
306, 3rd Floor, Right wing, Amruthaville,
Opp. Yasoda Hospitals, Raj Bhavan Road
Somajiguda, Hyderabad-500082

Dear Sir,

I/We shareholder (s) of **G.R. Cables LIMITED**, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication in electronic mode (through email). I/We request you to kindly register my / our below mentioned email id in the Company's records for sending such communication through email.

Folio No. /DP ID No.*and Client ID No.*

*Applicable for members holding shares in electronic form.

Name of the Sole / First Shareholder:

Name of the Joint Shareholders (if any) :

No. of Shares held:

E-mail id for receipt of documents in :

Electronic mode:

Date:

Place:

Signature:

(Sole / First Shareholder)

Note:

1. Shareholders are requested to inform the Company's Registrar and Share Transfer Agent Bigshare Services Private Limited, as and when there is change in their registered email-id.
2. for shares held in demat form, shareholders are also requested to inform /update their email-ids to their respective Depository Participants.

G.R. CABLES LIMITED

Registered Office: 36, Santosh Nagar, Mehdiapatnam, Hyderabad - 500 028

ATTENDANCE SLIP

THIRTY EIGHTH ANNUAL GENERAL MEETING

Day: Saturday, December 31, 2022 at 11.00 a.m



Regd. Folio No.

No. of Shares

Client ID*

DP ID No.

Name of the Member / Proxy(Please tick the appropriate box)

Attendance by Member Proxy Authorised Representative

I state that I am member / proxy for the member of the Company. I hereby record my presence at the 30th Annual General Meeting at the **SANTOSH MUTUALLY AIDED CO-OPERATIVE HOUSING SOCIETY**, H.No. 12-2-823/A/25/AA14, 2nd floor, Santosh Nagar Colony, Opp: St. Ann's Women's College, Mehdiapatnam, Hyderabad - 500 028.

.....

signature of Attending Member / Proxy

Applicable for investors holding shares in Electronic Form.



Note: Please complete and sign this Attendance Slip and hand it over at the entrance of the hall.

G.R. CABLES LIMITED

Registered Office: 36, Santosh Nagar, Mehdipatnam, Hyderabad - 500 028.

Form No. MGT- 11 PROXY FORM

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

Name of the member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/ We, being the member (s) of shares of the above named company, hereby appoint 1.

Name:.....

E-mail Id:

Address:.....

Signature:..... or failing him

2. Name:.....

E-mail Id:.....

Address:.....

Signature: or failing him

3. Name:.....

E-mail

Address:.....

Signature:..... or failing him

G.R. CABLES LIMITED

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 31st Annual General Meeting of the Company, to be held on Wednesday, December 31, 2022 at 11 a.m. IST at **SANTOSH MUTUALLY AIDED CO- OPERATIVE HOUSING SOCIETY**, H.No. 12-2-823/A/25/AA14, 2nd floor, Santosh Nagar Colony, Opp: St. Ann's Women's College, Mehdiapatnam, Hyderabad - 28. and at any adjournment thereof in respect of such resolutions as are indicated below:

SI	Resolutions	For	Against
1	To consider and adopt the audited financial statements for the year 2021-2022		
2	To Appoint a Director in the place of Mr. G.R. Reddy (DIN: 01046466), who retires by rotation and being eligible, offers himself for re-appointment		

Signed this..... day of2022

Signature of shareholder.....

Signature of Proxy holder(s)

**Affix
Revenue
Stamp**

Note: This form of proxy in order to be effective should be duly completed and deposited at Registered Office of the Company, not less than 48hours before the commencement of the Meeting.

