



VANI COMMERCIALS LIMITED

28th May, 2022

The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers, Dalal Street
Mumbai, Maharashtra – 400001

SUB.: DISCLOSURE UNDER REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

REF.: VANI COMMERCIAL LIMITED (SCRIP CODE: 538918)

Meeting Conclusion Time: 05:00 P.M.

Dear Sir/Madam,

Pursuant to Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby informed that the meeting of Board of Directors of the Company was held today, i.e. **Saturday, 28th May, 2022** commenced at 03:00 P.M. through Video Conferencing and concluded at 5:00 P.M.

Following are the outcomes of the Board Meeting:

- 1) On recommendation from the Nomination & Remuneration Committee, Mr. Vishal Abrol, is appointed as Additional Director of the Company w.e.f 28th May 2022. Brief profile of Mr. Vishal Abrol is attached herewith as **Annexure-I**
- 2) Further, on recommendation of Nomination & Remuneration Committee Mr. Vishal Abol, stepped down from the position of the Chief Executive Officer and is appointed as the Managing Director of the Company, w.e.f. 28th May 2022.
- 3) On recommendations from the Audit Committee, the Board considered and approved the Audited Financial Results along with the Auditors Report with unmodified opinion for the Quarter and Year ended on 31st March, 2022. Further the Financial Statements for the Financial Year ended 31st March, 2022, were approved by the Board.
- 4) The Board considered and approved the Directors' Report for the financial year 2021-22 made in terms of sub-section (3) of section 13 of the Companies Act, 2013 and SEBI LODR Regulations, 2015.

CIN: L74899DL1988PLC106425
Website: vanicommercials.com

Phone No: 011-40196434
Email ID: info@vanicommercials.com

Regd. Off.: 'AASTHA' LP-11C Pitampura, New Delhi-110034

- 5) The Board considered and approved the Secretarial Audit Report prepared by Ms. Kavita Yadav, Practicing Company Secretary of M/s A K Nandwani & Associates in **FORM MR-3** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment of Managerial Personnel) Rules, 2014 for the financial year 2021-22.
- 6) On recommendations from the Audit Committee, the Board considered and approved the reappointment of M/s MKRJ & Co., Chartered Accountants, as the Statutory Auditor of the Company, for another term of 5 years from the Financial Year 2022-23 onwards.
- 7) The Board considered and approved Increase in Authorised share capital of the Company pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and in accordance with the Articles of Association of the Company from the existing Authorised share Capital of Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs) divided into 55,00,000 Equity shares of Rs.10 each to Rs.14,50,00,000/- (Rupees Fourteen Crore Fifty Lakhs) divided into 1,45,00,000 Equity shares of Rs.10/- each and accordingly to amend Clause V of the Memorandum of Association of the Company subject to the approval of the shareholders of the Company at the forthcoming Annual General Meeting.
- 8) The Board considered and approved issuance of equity shares on preferential basis to the Promoters/Non-Promoters in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, and other applicable laws, upto an amount of Rs. 10,25,00,000/-, on the valuation to be determined by the registered valuer, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company at the forthcoming Annual General Meeting.

This is for your information and records.

Thanking You,

Yours Sincerely

For **WANI COMMERCIALS LIMITED**


ISHITA AGARWAL
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A65528

Annexure-I

Brief Profile of Mr. Vishal Abrol

Name	Mr. Vishal Abrol
PAN	AGAPA5607P
Designation	Managing Director
Date of Appointment	28 th May 2022
Qualification	Graduate
Experience	20 Years in total and 7 years in financial sector





VANI COMMERCIALS LIMITED

28th May, 2022

The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers, Dalal Street
Mumbai, Maharashtra – 400001

Sub: Audited Financial Results and Auditors Report with Unmodified opinion for the Quarter and Year ended 31st March, 2022

REF.: VANI COMMERCIALS LIMITED (SCRIP CODE: 538918)

Dear Sir/Madam,

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Board of Directors of the Company at their meeting held today, i.e. Saturday, 28th May, 2022, commenced at 03:00 P.M. through video conferencing and concluded at 5:00 P.M., have considered and approved the Audited Financial Results and Auditors Report with unmodified opinion for the Quarter and Year ending 31st March, 2022.

A copy of Audited Financial Results along with the Auditors Report thereon for the period ended on 31st March, 2022 is enclosed herewith.


A copy of declaration on Audit Report with Unmodified opinion pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 received from Mr. Vishal Abrol, Managing Director of the Company is also enclosed herewith.

This is for your information and records.

Thanking You,

Yours Sincerely

For VANI COMMERCIALS LIMITED



ISHITA AGARWAL
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A65528

CIN: L74899DL1988PLC106425

Website: vanicommercials.com

Phone No: 011-40196434

Email ID: info@vanicommercials.com

Regd. Off.: 'AASTHA' LP-11C Pitampura, New Delhi-110034



MKRJ AND COMPANY

CHARTERED ACCOUNTANTS

T1, 3rd Floor, Pankaj Arcade, Plot No. 16,

Sector -5, Dwarka, New Delhi - 110075

Mobile: +91 9818478173, 7976035244

Email: mukesh.jain@mkraj.in; ajay.gupta@mkraj.in

AUDITOR'S REPORT ON QUARTERLY FINANCIAL RESULTS AND YEAR TO DATE RESULTS OF VANI COMMERCIALS LIMITED PURSUANT TO REGULATION 33 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
**The Board of Directors,
Vani Commercials Limited
New Delhi**

We have audited the accompanying quarterly financial results of **Vani Commercials Limited** ("The Company") for the quarter ended 31st March, 2022 and the year to date result for the period 1st April 2021 to 31st March 2022 ("The Financial Statement"), being submitted by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit/loss and other comprehensive income and other financial information for the quarter ended 31st March, 2022 as well as the year to date results for the period from 01st April, 2021 to 31st March, 2022.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143 (10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 results.

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 results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results 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 results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

**For MKRJ & Co.
Chartered Accountants
Firm Registration No.: 0030311N**

Mukesh
Kumar
Jain

Digitally signed
by Mukesh
Kumar Jain
Date: 2022.05.28
15:37:27 +05'30'

**Mukesh Kumar Jain
Partner**

**Place: New Delhi
Date: 28/05/2022**

**Membership No. 073972
UDIN: 22073972AJUSEY1817**

VANI COMMERCIALS LIMITED
 Regd. office : 'AASTHA' LP-11C, Pitampura, New Delhi - 110034
 CIN: L74899DL1988PLC106425

Statement of Standalone Audited Financial Results for the Quarter and Year Ended on 31/03/2022

(Amount in Rs.)

Sr. No.	Particular	Quarter Ended			Year ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Income From Operations					
	i) Revenue From Operations	3,614,370.00	2,347,833.00	2,167,127.00	10,571,100.00	6,678,862.00
	ii) Other Operating Income	-	-	-	-	-
2	Other Income	38,001.00	15,136.00	-	68,218.00	1,047.00
3	Total Income (1+2)	3,652,371.00	2,362,969.00	2,167,127.00	10,639,318.00	6,679,909.00
4	Expenses					
	(a) Cost of materials consumed	-	-	-	-	-
	(b) Purchase of stock-in-trade	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-
	(d) Employee benefits expense	461,224.00	517,560.00	407,640.00	1,654,909.00	1,343,370.00
	(e) Finance cost	1,877,915.00	1,222,233.00	1,420,350.00	6,025,874.00	3,586,527.00
	(f) Depreciation and amortisation expense	-	-	2,347.00	1,738.00	2,347.00
	(g) Other expenses	887,283.00	349,128.00	359,041.00	1,806,137.00	1,340,429.00
	Total expenses	3,226,422.00	2,088,921.00	2,189,378.00	9,488,658.00	6,272,673.00
5	Profit/(Loss) before exceptional items and tax (3-4)	425,949.00	274,048.00	(22,251.00)	1,150,660.00	407,236.00
6	Exceptional Items	-	-	-	-	-
7	Profit before tax (5-6)	425,949.00	274,048.00	(22,251.00)	1,150,660.00	407,236.00
8	Tax Expenses:					
	a) Current Tax	-	-	-	688,122.00	107,530.00
	b) Deferred Tax	-	-	-	298,706.00	105,882.00
	c) Provision for standard assets of NBFCs	-	-	-	466.00	630.00
		-	-	-	388,950.00	1,018.00
9	Profit / (Loss) for the period (7-8)	425,949.00	274,048.00	(22,251.00)	462,538.00	299,706.00
10	Other comprehensive income (OCI)					
	a) Item that will not be reclassified to profit or loss (net of tax)	-	-	-	-	-
	b) Item that will be reclassified to profit or loss (net of tax)	-	-	-	-	-
11	Total Comprehensive income for the period	425,949.00	274,048.00	(22,251.00)	462,538.00	299,706.00
12	Paid-up equity share capital	41,198,000.00	41,198,000.00	41,198,000.00	41,198,000.00	41,198,000.00
13	Reserve excluding Revaluation Reserve	-	-	-	-	681,576.00
14	Earnings per share (after extraordinary items not)					
	(a) Basic	0.20	0.07	-	0.20	0.07
	(b) Diluted	0.20	0.07	-	0.20	0.07

Notes:

- The above Audited Standalone Financial Results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at the meeting held on 28th May, 2022.
- The Statutory Auditors of the Company have carried out Audit of the Audited Standalone Financial Results for the Quarter and Year ended 31st March, 2022 in terms of Regulation 34 of the SEBI (LODR) Regulations, 2015 and have expressed their unqualified opinion.
- The Audited Standalone Financial Results have been prepared in accordance with the recognition and measurement Principles provided in Indian Accounting Standards (IND AS 34), the provisions of the Companies Act, 2013 (the Act), applicable and guidelines issued by the SEBI under SEBI (LODR) Regulations, 2015, the above Audited Standalone Financial Results of Company are posted on Company's website viz. www.vanicommercials.com and website of stock exchange www.bseindia.com
- Figures for the previous period/year have been re-grouped/reworked/re-arranged wherever necessary to make them comparable.

For Vani Commercials Limited

Date: 28th May, 2022

Place: New Delhi



VANI COMMERCIALS LIMITED
 Regd. office : 'AASTHA' LP-11C, Pitampura, New Delhi - 110034
 CIN: L74899DL1988PLC106425

Statement of Assets and Liabilities Ended on 31/03/2022

Particulars	Amount in Rs.	
	As at March 31, 2022	As at March 31, 2021
ASSETS		
Non-current assets		
a) Property, plant and equipment	11,110.00	12,848.00
b) Capital work in progress	-	-
c) Right of use assets	-	-
d) Goodwill	-	-
e) Other intangible assets	-	-
f) Financial assets		
i) Investments	20,540,500.00	20,540,500.00
ii) Loans	155,885,175.00	87,447,053.00
iii) Other financial assets	505,327.00	475,304.00
g) Deferred tax assets	946.00	1,412.00
h) Non-current assets (net)	-	-
i) Other non current assets	-	-
Total non-current assets	176,943,058.00	108,477,117.00
Current assets		
a) Inventories	2,064,144.00	2,064,144.00
b) Financial assets		
i) Investments	-	-
ii) Trade receivables	-	-
Cash & cash equivalent	634,234.00	1,487,155.00
iii) Other bank balances	-	-
v) Loans	-	-
vi) Other financial assets	-	-
c) Current tax assets (Net)	-	-
d) Other current assets	-	-
Total current assets	2,698,378.00	3,551,299.00
TOTAL ASSETS	179,641,436.00	112,028,416.00
EQUITY AND LIABILITIES		
Equity		
a) Equity share capital	41,198,000.00	41,198,000.00
b) Other equity	1,144,114.00	681,576.00
Total equity	42,342,114.00	41,879,576.00
Liabilities		
Non-current liabilities		
a) Financial liabilities		
i) Borrowings	135,497,805.00	68,707,870.00
ii) Lease liabilities	-	-
Other financial liabilities	-	-
iii)	-	-



b) Provisions	1,153,142.00	465,486.00
c) Other non current liabilities	-	-
d) Deferred tax liabilities (net)	-	-
Total non-current liabilities	136,650,947.00	69,173,356.00
Current liabilities		
a) Financial liabilities		
i) Borrowings	-	-
ii) Trade payables		
a. Total outstanding dues of macro enterprises and small enterprises	-	-
b. Total outstanding dues of creditors other than micro enterprises and small enterprises	3,728.00	50,041.00
Other financial liabilities		
iii)	-	-
b) Provisions	-	-
c) Other current liabilities	644,647.00	925,443.00
d) Current tax liabilities (Net)	-	-
Total current liabilities	648,375.00	975,484.00
TOTAL EQUITY & LIABILITIES	179,641,436.00	112,028,416.00

For Vani Commercials Limited

Vishal Abrol

Managing Director

DIN: 0006938389

Address: 'Aastha' LP-11C, Pitampura, New Delhi- 110034

Date: 28th May, 2022

Place: New Delhi

Amount in Rs.

Particulars	For the period ended on 31.03.2022	For the period ended on 31.03.2021
A. Cash Flow from Operating Activities		
Net Profit/(Loss) before tax	1,150,660.00	407,236.00
-Continuing Operations		
-Discontinued Operations		
Adjustments for:		
Dividend Income	-	-
Interest Income	-	-
Net (gain)/loss on sale/ discarding of property, plant and equipment	-	-
Net gain on financial assets measured at fair value through profit and loss	-	-
Credit impaired assets provided/written off (Preliminary Expense)	-	-
Interest Expense to others	-	-
Amortisation of grant income	-	-
Depreciation and amortisation expense	1,738.00	2,347.00
Property, plant and equipment and inventory discarded/ provided	-	-
Provision/ liabilities no longer required written back (transfer from reserve)	-	-
Transfer in Reserve	(388,950.00)	(1,018.00)
Amortisation of upfront payment for leasehold land	-	-
Net unrealised currency exchange fluctuations (gain)/loss	-	-
Finance Cost	6,025,874.00	3,586,527.00
Profit on sale of business	-	-
Costs incurred on sale of business	-	-
Employee share based payment expense	-	-
Operating Profit before working capital changes	6,789,322.00	3,995,092.00
Changes in working capital:		
Adjustments for (increase)/decrease in operating assets:		
Trade receivables	-	350,000.00
Inventories	-	-
Loans (Current)	-	-
Loans (Non-Current)	-	-
Other Assets (Current)	-	-
Other Assets (Non-Current)	(30,023.00)	(169,717.00)
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	3,728.00	-
Other Payable	(50,041.00)	(99,959.00)
Provisions	751,616.00	36,108.00
Other liabilities (Current)	(280,796.00)	607,411.00
Other liabilities (Non-Current)	-	-
Other Financial Liabilities	-	-
Cash generated from operations	7,183,806.00	4,718,935.00
Income tax paid (net of refunds)	(362,666.00)	(105,882.00)
Net Cash (used in)/ generated from Operating Activities (A)	6,821,140.00	4,613,053.00
B. Cash Flow from Investing Activities		
Purchase of non-current investments	-	-
Proceeds from sale of Share (net)	-	108,000.00
Short term Loans & Advances	-	-
Proceeds from sale of business	-	-
Income tax paid on profit from sale of business	-	-
Interest Paid	-	-
Interest income	-	-
dividend Income	-	-
Bank balances not considered as cash and cash equivalents	-	-
Payment for purchase of property, plant, equipment, capital work-in-progress and intangible assets	-	-
Proceeds from disposal of property, plant and equipment	-	-
Net Cash (used in)/ generated from Investing Activities (B)	-	108,000.00
C. Cash Flow from Financing Activities		
Proceeds from issue of shares	-	-



Proceeds from borrowings (Non-current)		66,789,935.00	27,648,979.00
Repayment of borrowings (Non-current)		-	-
Short term Loan and advance		(68,438,122.00)	(28,223,946.00)
Net proceeds/ (repayment) from borrowings (Current)		-	-
Dividends on equity share capital paid		-	-
Corporate dividend tax paid		-	-
Increase in fixed assets		-	-
Payment towards laese liability		-	-
Finance Cost paid		(6,025,874.00)	(3,586,527.00)
Net Cash (used in)/ generated from Financing Activities	(C)	(7,674,061.00)	(4,161,494.00)
D. Effect of Exchange Rate Movements		-	-
Net Increase/(decrease) in Cash and Cash Equivalents	(A+B+C)	(852,921.00)	559,559.00
Cash and Cash Equivalents(Opening Balance)		1,487,155.00	927,596.00
Cash and Cash Equivalents(Closing Balance)		634,234.00	1,487,155.00
Change in cash and cash equivalents			





VANI COMMERCIALS LIMITED

28TH May, 2022

**The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers, Dalal Street
Mumbai, Maharashtra – 400001**

**SUB: AUDITORS REPORT WITH UNMODIFIED OPINION FOR THE QUARTER
AND YEAR ENDED 31ST MARCH, 2022**

REF.: VANI COMMERCIALS LIMITED (SCRIP CODE: 538918)

Dear Sir/Madam,

Pursuant to Regulation 33(3) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (as amended), we hereby declare that M/s MKRJ & Co., Chartered Accountants, Statutory Auditors of the Company have issued an Independent Audit Report with unmodified/unqualified opinion on Annual Audited Financial Results of the Company for the year ended March 31st, 2022.

Kindly take the same on your records.

Thanking You,

Yours Sincerely

For **VANI COMMERCIALS LIMITED**



**VISHAL ABROL
MANAGING DIRECTOR
DIN: 006938389**