

# **CHAMBAL BREWERIES AND DISTILLERIES LIMITED**

**CIN: L99999RJ1985PLC046460**

**Address: House No. 30, 2nd Floor, DAV School Kei Pass, Talwandi, Kota- 324 005 (Rajasthan)**  
**Email Id: chambalbreweries@gmail.com** **contact Number: 0744-3500607**

**Date: 30.08.2022**

**To**  
**BSE Limited,**  
**Phiroze Jeejeebhoy Towers, Dalal Street,**  
**Mumbai - 400 001 (Maharashtra)**

**Ref: Chambal Breweries and Distilleries Limited, (Scrip Code 512301)**

**SUB: Annual Report for the FY 2021-22.**

**Dear Sir/Ma'am,**

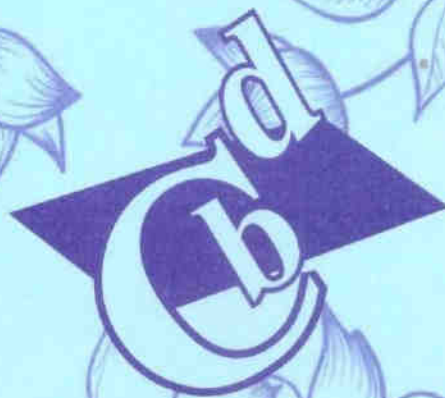
Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, find enclosed herewith Annual Report 2021-22.

You are kindly requested to take the same on record.

Thanking You,  
Yours Faithfully,

**FOR CHAMBAL BREWERIES & DISTILLERIES LIMITED.**

**Lalit Modi**  
Company Secretary &  
Compliance officer  
Membership No. A37353



# Chambal

Breweries & Distilleries Limited

Annual Report 2021-22

**ANNUAL REPORT 2021-22**

**BOARD OF DIRECTORS**

**Mr. Parasram Jhamnani**  
Chairman and Managing Director  
**DIN: 01266196**

**Mr. Raj Kumar Jain**  
Independent Director  
**DIN: 05182042**

**Mr. Anmol Jindal**  
Independent Director  
**DIN: 07618593**

**Ms. Amrita Modi**  
Non executive Director  
**DIN: 07761166**

**KEY MANAGERIAL PERSONNEL**

Mr. Lalit Modi  
Company Secretary  
M. No. A37353

Mr. Vinod Jhamnani  
Chief Financial officer

**STATUTORY AUDITORS**

M/s. VAG & Company  
Chartered Accountants, Kota  
FRN: 003014C

**REGISTERED OFFICE**

House No. 30, 2nd Floor, DAV School Kei Pass,  
Talwandi, Kota, 324005  
CIN: L99999RJ1985PLC046460  
Web: www.chambalkota.in  
Email: chambalbreweries@gmail.com  
Contact Number 0744-3500607

**BANKERS**

ICICI Bank Ltd.

**BOARD COMMITTEES**

**Audit Committee**  
Mr. Raj Kumar Jain (Chairperson)  
Mr. Parasram Jhamnani  
Mr. Anmol Jindal

**Stakeholders' Relationship Committee**

Mr. Raj Kumar Jain (Chairperson)  
Mr. Parasram Jhamnani  
Mr. Anmol Jindal

**Nomination & Remuneration Committee**

Mr. Raj kumar Jain (Chairperson)  
Mr. Amrita Modi  
Mr. Anmol Jindal

**SECRETARIAL AUDITORS**

M/s Bharat Rathore & Associates  
Company Secretaries, Kota  
FRN: S2018RJ589300

**REGISTRAR & SHARE TRANSFER AGENT**

Adroit Corporate Services Pvt. Ltd.  
19/20 Jaferbhoy Industrial Estate,  
1<sup>st</sup> Floor, Makwana Road, Marolnaka,  
Mumbai- 400059  
E-mail: info@adroitcorporate.com

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the **37<sup>th</sup> Annual General Meeting** ("AGM") of the Members of Chambal Breweries and Distilleries Limited will be held on Monday, the 19th Day of September, 2022 at 12.30 P.M. at Registered office of the Company situated at House No. 30, 2<sup>nd</sup> Floor, DAV School Kei Pass, Talwandi, Kota, 324005 to transact the following business:

**ORDINARY BUSINESS:**

1. To adopt the **Audited Financial Statements** of the Company for the year ended on March 31, 2022, together with the reports of the Auditors and the Board of Directors thereon;
2. To appoint a Director in place of **Ms. Amrita Modi (DIN: 07761166)**, who retires by rotation and being eligible, offers herself for re-appointment;

**SPECIAL BUSINESS:**

3. **To Re-appoint Mr. Parasram Jhamnani ( DIN: 01266196) as Chairman and Managing Director of the Company and in this regard, to consider, and if thought fit, to pass , the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and such other approvals as may be required and pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to Re-appoint Mr. Parasram Jhamnani (DIN: 01266196) who has already attained the age of 70 years, as the Chairman and managing director of the Company, for the period of 3 (Three) years with effect from 11th August 2022 on the terms and conditions including remuneration as set out below:

a) **Salary:** Rs. 15000/- per month.

b) **Perquisites and Allowances:** In addition to the salary, he shall also be entitled to perquisites and allowances like car with driver and all running and maintenance expenses of the same and telephone / communication media for company's business.

c) **Tenure of appointment:** three year from 11<sup>th</sup> August 2022 to 10<sup>th</sup> August 2025, subject to liable to retire by rotation.

d) **Role, duties and power:** those normally required of a chairman and Managing Director under the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and which from time to time may be assigned to or vested in him by the Board of Directors of the Company

**RESOLVED FURTHER THAT** in the event of absence of or inadequacy of profit in any Financial Year during the tenure of the chairman and managing director, the remuneration shall be governed as provided under Section II of Part II of Schedule V to the Companies Act, 2013 and any excess payment in this regard will be recovered by the company.

**RESOLVED FURTHER THAT** in the event of any statutory amendment, modification or relaxation by Central Government to Schedule V of the Companies Act, 2013 the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites allowances etc. within such amended limits subject to that the same does not exceed the ceiling as provided in the said resolution and the said terms of re-appointment of Mr. Parasram Jhamnani, Chairman and Managing Directors of the Company be

suitably amended to give effect to such modification, relaxation or variation without any further reference to the members/shareholders of the Company in General Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**PLACE** : KOTA  
**DATE** : 10.08.2022

**By The Order Of the Board of Directors  
For Chambal Breweries and Distilleries Limited**

**Sd/-  
PARASRAM JHAMNANI  
Chairman and  
Managing Director  
DIN: 01266196**

**REGISTERED OFFICE:**  
House No. 30, 2nd Floor, DAV School Kei Pass,  
Talwandi, Kota, 324005  
Website: [www.chambalkota.in](http://www.chambalkota.in)  
Email id: [chambalbreweries@gmail.com](mailto:chambalbreweries@gmail.com)  
Contact no. : 0744-3500607

**NOTES :**

- 1) A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a member of the company (a copy of the proxy form is attached on page no. 56.....of annual report)

members are requested to follow the COVID -19 protocols during the AGM.

the proxy form in order to be effective, should be duly stamped, filled, signed and must be deposited with the company at its registered office at least 48 hours before the commencement of the AGM.

a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total paid up share capital of the company carrying voting rights. a member holding more than ten percent of the total paid up share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2) For convenience of members, an attendance slip is annexed to the proxy form. Members are requested to affix their signature at the space provided and hand over the attendance slips at the place of meeting. The proxy of a member should mark on the attendance slip as 'Proxy'
- 3) Members / Proxies/Authorized persons are requested to bring duly filled Attendance Slip to attend the Meeting, along with their copy of Annual Report.
- 4) Corporate members, Karta of HUF and Trustee intending to send their authorized representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a certified copy of the Board Resolution or Power of Attorney / Authority Letter authorizing their representative to attend and vote on their behalf at the AGM.
- 5) Members are informed that in case of joint holders attending the meeting, only such joint holder who is higher in the order of the names will be entitled to vote.
- 6) Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,:
- a. **For shares held in electronic form:** to their Depository Participants (DPs)
  - b. **For shares held in physical form:** to the Company/Registrar and Transfer Agent in prescribed Form ISR -1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021. The Company has sent letters along with Business Reply Envelopes (BRE) for furnishing the required details. Members may also refer to circular on Company's website <http://www.chambalkota.in/>
- 7) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR -4, the format of which is available on the Company's website at <http://www.chambalkota.in/> and on the website of the Registrar and Transfer Agents, Adroit Corporate Services Pvt. Ltd. at <https://www.adroitcorporate.com/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
- 8) SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization Members are advised to dematerialise the shares held by them in physical form. Members can contact the Adroit Corporate Services Pvt. Ltd., Registrar and Share Transfer Agent of the Company ("RTA") 19/20 Jaferbhoy Industrial Estate, 1st Floor, Makwana Road Marolnaka, Mumbai - 400 059, who is acting as our Registrar and Share Transfer Agent for assistance in this regard.

- 9) Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with share certificates to the Company
- 10) As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <http://www.chambalkota.in/> and on the website of the Company's Registrar and Transfer Agents, Adroit Corporate Services Pvt. Ltd. at <https://www.adroitcorporate.com/>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Adroit Corporate Services Pvt. Ltd in case the shares are held in physical form
- 11) Shareholders can download Notice of AGM, Board's Report from CDSL website at [www.evotingindia.com](http://www.evotingindia.com) and Company's website [www.chambalkota.in](http://www.chambalkota.in) and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)
- 12) All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all days except Sunday & public holidays between 11.00 a.m. and 1.00 p.m. up to the date of AGM.
- 13) The Register of Directors and Key Managerial Personnel ("KMP") and their shareholding and Register of Contracts or Arrangements in which Directors are interested maintained under Sections 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members at AGM.
- 14) The Register of Members and Share Transfer Books of the Company will remain closed from **Monday, the 12<sup>th</sup> day of September 2022 to Monday, the 19<sup>th</sup> Day of September 2022 (both days inclusive)** for the purpose of AGM.
- 15) Members desirous of getting any information about the accounts and/or operation of the Company are requested to write to the Company at least seven days before the date of meeting to enable us to keep the information ready at the meeting.
- 16) The Notice of AGM along with the Annual Report 2021-22 is being sent by electronic mode to those members whose email address is registered with the Company / Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies are being sent by the permitted mode.
- 17) A copy of Audited Financial Statements for the year ended 31<sup>st</sup> March, 2022 together with the Board's and Auditor's Report thereon are enclosed herewith.
- 18) Details of Director retiring by rotation and/or seeking re-appointment/appointment at this AGM as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 are provided under Annexure of Notice of AGM.
- 19) The route map showing the direction to reach the venue of AGM is attached at the end of the Report.
- 20) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended) & Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility for the Members to enable them to cast their votes electronically from a place other than the venue of AGM. The business may be transacted through remote e-voting services provided by Central Depository Services (India) Ltd.
- 21) Remote e-voting facility would remain open from Thursday, 15<sup>th</sup> Day of September 2022 at 9.00 A.M to Sunday, 18<sup>th</sup> Day of September 2022 at 5.00 P.M. During this period, shareholders of the company holding shares either in the physical form or in dematerialized form, as on the cut-off date i.e. Friday, 9<sup>th</sup> September, 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 casted by the shareholder, the shareholder shall not be allowed to change it subsequently.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. The facility for voting through polling paper shall also be made available at the AGM & members who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

- 22) **CS Bharat Rathore**, ACS 48426, Practicing Company Secretary, Kota has been appointed as a scrutinizer to scrutinize the remote e-voting & poll process to be carried out at the AGM in a fair and transparent manner.
- 23) The final results including the remote E-voting and poll results of the AGM will be declared within two working days from the conclusion of the AGM. The final results along with the scrutinizer’s report shall be placed on the Company’s website [www.chambalkota.in](http://www.chambalkota.in) immediately after the result is declared by the Chairman and also on the CDSL’s website at [www.evotingindia.com](http://www.evotingindia.com) and shall be communicated simultaneously to the concerned stock exchange.
- 24) Any person holding shares in physical form, and non-individual shareholders who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. Friday, 9<sup>th</sup> September, 2022, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). However, if he / she is already registered with CDSL/NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date i.e. Friday, 9<sup>th</sup> September, 2022, may follow steps mentioned in the Notice under “Instructions for e-voting”
- 25) **The instructions for shareholders voting electronically are as under:**

- i. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- ii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers’ website directly.



	<p>2) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>3) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/Evoting_Login">https://evoting.cdslindia.com/Evoting/Evoting_Login</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e -Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e -Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re -directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e -Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

\*Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

iii. Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
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"> <li>● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>● If both 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 (v).</li> </ul>

- iv. After entering these details appropriately, click on "SUBMIT" tab.
- v. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- vi. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vii. Click on the EVSN for the relevant **Chambal Breweries and Distilleries Limited** on which you choose to vote.
- viii. 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.
- ix. Click on the "Resolutions File Link" if you wish to view the entire Resolution details.
- x. 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.
- xi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xiii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiv. **Additional Facility for Non Individual Shareholders and Custodians Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [chambalbreweries@gmail.com](mailto:chambalbreweries@gmail.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.. If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.
4. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**PLACE : KOTA**  
**DATE : 10.08.2022**

**By The Order Of the Board of Directors**  
**For Chambal Breweries and Distilleries Limited**

**Sd/-**  
**PARASRAM JHAMNANI**  
**Chairman and**  
**Managing Director**  
**DIN: 01266196**

**REGISTERED OFFICE:**  
House No. 30, 2nd Floor, DAV School Kei Pass,  
Talwandi, Kota, 324005  
Website: [www.chambalkota.in](http://www.chambalkota.in)  
Email id: [chambalbreweries@gmail.com](mailto:chambalbreweries@gmail.com)  
Contact no. : 0744-3500607

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")****Item No. 3.**

Mr. Parasram Jhamnani was first time appointed on 24th March 1994 as a director of the Company further shareholders of the company in their **34<sup>th</sup> Annual General Meeting ("AGM")** held on **11<sup>th</sup> September, 2019** approved the re-appointment of Mr. Parasram Jhamnani as Chairman and Managing Director of the Company for the period of three year from 11<sup>th</sup> August 20119 to 10<sup>th</sup> day of August 2022.

In accordance with the provisions of Section 196 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), a person who has attained the age of 70 years can be appointed as Managing Director only by passing a special resolution, in which case, the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such person.

Mr. Parasram Jhamnani has done Graduation and having good knowledge of corporate working.

The Company has received from Mr. Parasram Jhamnani consent in writing to act as director in Form DIR -2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub section (2) of section 164 of the Companies Act, 2013.

In Compliance with SEBI Circular No. LIST/COMP/14/2018-19 Dated June 20,2018, your company has received confirmation from Mr. Parasram Jhamnani (DIN: 01266196) that he is not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The Board of Directors of the company in their meeting held on 10<sup>th</sup> August 2022 have, subject to the approval of the Shareholders, approved the re-appointment of Mr. Parasram Jhamnani as a Chairman and Managing Director of the Company w.e.f. 11.08.2022 for a period of 3 years

Brief resume of the Mr. Parasram Jhamnani and additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of SS-2 is enclosed as Annexure- 1 .

Keeping in view his vast expertise and knowledge, it will be in the interest of all the stakeholders that Mr. Parasram Jhamnani be appointed as Chairman and Managing Director. It is proposed to appoint him for a period of 3 (Three) years, w.e.f. 11.08.2022.

Information require for the shareholders pursuant to Section II of Schedule V to the Companies Act, 2013 enclosed as Annexure-2

No Director other than Mr. Parasram Jhamnani himself and Mr. Vinod Jhamnani, Chief Financial officer , son of the appointee any of the Key Managerial Personnel of the Company or their relatives are, directly or indirectly, concerned or interested in the Resolution set out at Item No. 3.

The Board recommends the Special Resolution set out at Item Nos. 3 of the Notice for approval by the members.

**PLACE** : KOTA  
**DATE** : 10.08.2022

**By The Order Of the Board of Directors**  
**For Chambal Breweries and Distilleries Limited**

Sd/-  
**PARASRAM JHAMNANI**  
Chairman and  
Managing Director  
DIN: 01266196

**REGISTERED OFFICE:**

House No. 30, 2nd Floor, DAV School Kei Pass,  
Talwandi, Kota, 324005  
Website: www.chambalkota.in –  
Email id: chambalbreweries@gmail.com  
Contact no. : 0744-3500607

**Annexure- "1"**

Details of Directors seeking appointment, re-appointment pursuant to regulation 36(3) of (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings

Name of Director	Amrita Modi (DIN: 07761166)	Mr. Parasram Jhamnani (01266196)
Age(in years)	31	71
Qualification	Post Graduate	Graduate
Experience	8 Years of Vast experience in Business operation	31 years of Vast experience in the business management
Nature of expertise in specific functional areas	Business operation	Business management
terms and conditions of Re-appointment	No change	As mention in Explanatory statement of notice of 37 <sup>th</sup> AGM
Last Drawn Remuneration	Nil	1,80,000/-
Remuneration Sought To Be Paid	Nil	1,80,000/-
Date of first appointment on the Board	20.03.2017	24.03.1994
Disclosure of inter-se relationships between directors and Key Managerial Personnel	Spouse of Mr. Lalit Modi, Company Secretary & Compliance officer of the Company	Father of Mr. Vinod Jhamnani, Chief financial officer of the Company
Number of Board Meetings attended during the - Financial year 2021-22	4	4
Number of shares held in the Company	Nil	563639 (Equity shares)
Directorship in other Companies	Nil	1. Rajasthan Telematics Limited 2. K.K. Distilleries Pvt. Limited
Committee Position held in other Company	Nil	NIL
Shareholding in the Company as on 10.08 2022	Nil	7.53%

**Annexure-"2"**

The following is the statement of information for the shareholders pursuant to Section II of Schedule V to the Companies Act 2013

**I. General Information:**

Nature of Industry	trading of IMFL, Beer and Country Liquor
Date or expected date of Commercial Production	Started form 1985
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A

**Financial performance:**

(Rs. In Lacs)

Particular	For the year ended		
	2021-22	2020-21	2019-20
Total Income	15.93	16.11	14.33

Total Expenses	21.44	14.25	12.88
Net Profit after tax and exceptional items.	(5.51)	1.86	1.45
Paid up Capital	748.88	748.88	748.88
Reserves & Surplus	-344.43	-338.92	-340.77

Foreign Investments or collaborations, if any - There is no direct foreign investment in the Company except to the extent shares held by Foreign Shareholders acquired through secondary market. There is no foreign collaboration in the Company

**II. Information about the appointee:**

	<b>Mr. Parasram Jhamnani</b>
Background details	Mr. Parasram Jhamnani was first time appointed on 24 <sup>th</sup> March 1994 as a director of the Company further shareholders of the company in their 34 <sup>th</sup> Annual General Meeting held on 11 <sup>th</sup> September 2019 approved the re-appointment of Mr. Parasram Jhamnani as Chairman and Managing Director of the Company for the period of three year from 11 <sup>th</sup> August 2019 to 10 <sup>th</sup> day of August 2022.
Past Remuneration	Salary Rs. 15000/- Per Month
Recognition and Awards	Nil
Job profile and his suitability	appointment as Chairman and managing director of the company , role, duties and power will be those normally required of a Chairman and managing director under the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and which form time to time may be assigned to or vested in him by the Board of Directors of the Company
Remuneration proposed	Salary Rs. 15000/- Per Month
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	During last decade, the Indian economy has seen increased spending on consumer goods. The size of the Trades & retails industry in India has increased manifold during the past several years With increased size and turnover, it is also imperative for any Trades & retails company to have highly experienced professionals having specialized knowledge and skills to understand and project the market trend, consumer behavior, consumption pattern and many relevant indicators for better product mix. It also requires expertise for appropriate fund allocation, optimum utilization of various resources in the business. Mr. Parasram Jhamnani have successfully proved their expertise in very effective manner and drove the Company towards the growth over the period of time. Hence, the Board of Directors considers that the remuneration proposed to him are justified commensurate with other organizations of the similar type, size and nature in the retail industry
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	No Director other than Mr. Parasram Jhamnani himself and Mr. Vinod Jhamnani, Chief Financial officer , son of the appointee any of the Key Managerial Personnel of the Company or their relatives are, directly or indirectly, concerned or interested in the Resolution

**III. Other information:**

1. Reasons of loss or inadequate profits: Pressure on pricing, Government activity for closure the IMFL and Beer retails shops.
2. Steps taken or proposed to be taken for improvement: Board is in planning to starts trading & retailing of new products.
3. Expected increase in productivity and profits in measurable terms: Trading and retailing Industry of IMFL and Beer are downturn, in anticipation of revival of the market in the near future, the above steps

taken/proposed to be taken by the Company are expected to increase the productivity and profits of the Company and your Board is in planning to starts trading & retailing of new prod ucts.

**PLACE** : KOTA  
**DATE** : 10.08.2022

**By The Order Of the Board of Directors  
For Chambal Breweries and Distilleries Limited**

**Sd/-  
PARASRAM JHAMNANI  
Chairman and  
Managing Director  
DIN: 01266196**

**REGISTERED OFFICE:**  
House No. 30, 2nd Floor, DAV School Kei Pass,  
Talwandi, Kota, 324005  
Website: [www.chambalkota.in](http://www.chambalkota.in)  
Email id: [chambalbreweries@gmail.com](mailto:chambalbreweries@gmail.com)  
Contact no. : 0744-3500607

**BOARD'S REPORT****Dear Members,****CHAMBAL BREWERIES AND DISTILLERIES LIMITED**

Your directors have immense pleasure in presenting their 37<sup>th</sup> Annual Report on the business and operations of the Company together with Audited Financial Statements for the year ended on 31<sup>st</sup> March, 2022.

**FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF AFFAIRS : (in Rs.)**

<b>PARTICULARS</b>	<b>F.Y. 2021 -22</b>	<b>F.Y. 2020 -21</b>
Revenue from Operations	0	0
Other Income	1592708.00	1610508.00
<b>Total Income</b>	<b>1592708.00</b>	<b>1610508.00</b>
Less: Total Expenses	2144611.00	1424976.18
<b>Profit/(Loss) from ordinary activities before finance costs, exceptional items and Tax</b>	<b>(551903)</b>	<b>185531.82</b>
Less: Finance cost	0	0
<b>Profit/(Loss) from ordinary activities after finance costs but before exceptional items and Tax</b>	<b>(551903)</b>	<b>185531.82</b>
Less: Taxation (including FBT & Deferred Taxation)	0	0
<b>Net Profit / (Loss) after Tax &amp; exceptional items</b>	<b>(551903)</b>	<b>185531.82</b>

**BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR**

The Company is engaged in trading and retailing of **IMFL and beer**. Due to Strong polices and unexpected decisions of the government, which were not in the favour of your company, your company did not carry any business activity of retail selling of **IMFL and beer** during financial year 2016-17, 2017- 18, 2018-19, 2019-20, 2020-21 and 2021-22 the total Revenue from operations of the company was Nil while other income during the year under review was Rs. 1592708.00/-. Further, the company has incurred total expenditure of Rs. 2144611.00/- as against expenditure of Rs. 1424976.18/- incurred during the previous financial year. Although the company has no profit after tax during the under review , your directors expect that the company will perform better in the ensuing year.

**TRANSFER TO RESERVES**

Your Directors have not proposed to transfer any sum to the General Reserve.

**DIVIDEND:**

In the interest of the Company no dividend has been recommended by the Board of Directors of the Company.

**CHANGE IN THE NATURE OF BUSINESS**

There is no change in the nature of Business of the Company during the financial year ended on March 31, 2022. Your company did not carry any business activity during financial year under review.

**MATERIAL CHANGES AND COMMITMENTS**

In pursuance to Section 134(3) (I) of the Act, no material changes and commitments have occurred after the closure of the financial year to which the financial statements relate till the date of this report, affecting the financial position of the Company

**DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE REPORT**

There was no change made in the financial statements or the Report in respect of three preceding financial years either voluntarily or pursuant to the order of a judicial authority.



**CAPITAL STRUCTURE**

During the FY 2021-22 there is no change in capital structure of the Company and paid up share capital of the company stands at Rs. 7,48,87,580/- (Rupees Seven Crore Forty Eight Lakh Eighty Seven Thousand Five Hundred and Eighty Only).

**DETAILS OF EMPLOYEES STOCK OPTIONS**

There are no employee's stock options given by the company during the financial year 2021-22.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**

- Ms. Amrita Modi (DIN: 07761166) retires by rotation and being eligible offers herself for re-appointment at the ensuing Annual General Meeting of the Company. Based on the performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment of her.
- Mr. Parasram Jhamnani (DIN: 01266196) retired by rotation in previous AGM held on 18<sup>th</sup> September 2021 was re-appointed by the shareholders.
- As per the recommendation received from Nomination and remuneration committee of the company Approval of Shareholders is sought for re-appointment of Mr. Parasram Jhamnani (DIN: 01266196) as an Chairman and Managing Director of the Company at this AGM for a period upto 10<sup>th</sup> August 2025. The Board recommends her appointment in this AGM.

Except aforesaid changes further no changes occurred in the KMP during the year under review.

**DISCLOSURE / DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS**

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

**BOARD MEETINGS**

The Board of Directors met four (4) times during the financial year 2021-22. Frequency and quorum at these meetings were in conformity with the provisions of the Companies Act, 2013, Secretarial Standard -1 on Meetings of the Board of Directors and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Attendance of Directors in AGM and Board meetings held during the financial year 2021-22 are as follows:

Name of Director	In previous AGM	Board meeting				% of Attendance
		29.06.2021	10.08.2021	12.11.2021	10.02.2022	
Mr. Parasram Jhamnani	Yes	Yes	Yes	Yes	Yes	100%
Mr. Raj Kumar Jain	Yes	Yes	Yes	Yes	Yes	100%
Mr. Anmol Jindal	Yes	Yes	Yes	Yes	Yes	100%
Ms. Amrita Modi	Yes	Yes	Yes	Yes	Yes	100%

**AUDIT COMMITTEE**

The company has the audit committee in line with the provisions of Section 177 of the Companies Act, 2013.

The audit committee met four (4) times during the financial year 2021-22. Frequency and quorum at these meetings were in conformity with the provisions of the Companies Act, 2013, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee consists of 3 (Three) directors out of which Two (2) are Independent Directors as on the last day of financial year 2021-22 and is chaired by Mr. Raj Kumar Jain, an Independent Director. Composition of Committee is as follows:

S. No.	Name	Position	Category
1	Mr. Raj Kumar Jain	Chairman	Independent
2	Mr. Anmol Jindal	Member	Independent
3	Mr. Parasram Jhamnani	Member	Executive

Mr. Raj Kumar Jain (DIN: 05182042), Chairman of Audit Committee attended previous AGM held on 18<sup>th</sup> September 2021. Further all the recommendations of the Audit Committee time to time were accepted by the Board.

Attendance at Audit Committee meetings held during the financial year 2021-22 as follows:

Name of Director	Date of Meeting				% of Attendance
	29.06.2021	10.08.2021	12.11.2021	10.02.2022	
Mr. Raj Kumar Jain	Yes	Yes	Yes	Yes	100%
Mr. Anmol Jindal	Yes	Yes	Yes	Yes	100%
Mr. Parasram Jhamnani	Yes	Yes	Yes	Yes	100%

#### STAKEHOLDERS' RELATIONSHIP COMMITTEE

The company has the Stakeholders' Relationship Committee in line with the provisions of Section 178 of the Companies Act, 2013.

The Stakeholders' Relationship Committee consists of 3 (Three) directors out of which Two (2) are Independent Directors as on the last day of financial year 2021-22 and is chaired by Mr. Raj Kumar Jain, an Independent Director. The Composition of Committee is as follows:

S. No.	Name	Position	Category
1	Mr. Raj Kumar Jain	Chairman	Independent
2	Mr. Anmol Jindal	Member	Independent
3	Mr. Parasram Jhamnani	Member	Executive

Attendance of Stakeholders' Relationship Committee meetings held during the financial year 2021-22 are as follows:

Name of Director	Date of Meeting				% of Attendance
	29.06.2021	10.08.2021	12.11.2021	10.02.2022	
Mr. Raj Kumar Jain	Yes	Yes	Yes	Yes	100%
Mr. Anmol Jindal	Yes	Yes	Yes	Yes	100%
Mr. Parasram Jhamnani	Yes	Yes	Yes	Yes	100%

#### NOMINATION AND REMUNERATION COMMITTEE

The company has the Nomination and Remuneration Committee in line with the provisions of Section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee consists of 3 (Three) directors out of which Two (2) are Independent Director as on the last day of financial year 2021-22 and is chaired by Mr. Raj Kumar Jain, an Independent Director. Composition of Committee is as follows:

S. No.	Name	Position	Category
1	Mr. Raj Kumar Jain	Chairman	Independent
2	Mr. Anmol Jindal	Member	Independent
3	Mr. Amrita Modi	Member	Non-Executive

Attendance at Nomination and Remuneration Committee meetings held during the financial year 2021-22 as follows:

Name of Director	Date of Meeting		% of Attendances
	29.06.2021	10.08.2021	
Mr. Raj Kumar Jain	Yes	Yes	100%
Mr. Anmol Jindal	Yes	Yes	100%
Mr. Amrita Modi	Yes	Yes	100%

#### NOMINATION & REMUNERATION POLICY

In line with the requirements of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Nomination and Remuneration Policy.

The Nomination and Remuneration policy provides guidelines to the Nomination and Remuneration Committee relating to the Appointment, Removal & Remuneration of Directors, Key Managerial Personnel and Senior Management. This policy formulates the criteria for determining qualifications competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the Directors, Key Managerial Personnel, Senior Management and other Employees. It also provides the manner for effective evaluation of performance of Board, its committees and individual directors.

Nomination and remuneration policy of the Company is available on the Company's website at [www.chambalkota.in](http://www.chambalkota.in), and on web-link: <http://www.chambalkota.in/download/nomination%20&%20Remuneration%20policy.pdf> We affirm that the remuneration paid to Directors, senior management and other employees is in accordance with the remuneration policy of the Company..

#### PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, a separate exercise was carried out to evaluate the performance of Board, Directors including the Chairman of the Board and Board Committees.

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to Section 149(8) read with Schedule IV, Section 178(2), Section 134(3)(p) of Companies Act, 2013.

The performance of the board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

In a separate meeting of independent directors, performance of non-independent directors, the Board as a whole and Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

#### INTERNAL FINANCIAL CONTROL SYSTEMS

The Company has put in place an adequate system of internal control commensurate with its size and nature of business. These systems provide a reasonable assurance in respect of providing financial and

operational information, complying with applicable statutes, safeguarding of assets of the Company and ensuring compliance with corporate policies. The Audit Committee reviews adherence to internal control systems and internal audit reports issued by internal auditors of the company.

#### **DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

Subsidiary Company: Nil

Joint Venture: Nil

#### **FIXED DEPOSITS**

The Company has neither invited nor accepted or renewed any fixed deposits from public within the meaning of Section 73-76 of the Companies Act, 2013, read with The Companies (Acceptance of Deposits) Rules, 2014 during the year under review.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the year under review, the company has not given any guarantee or provided security in connection with a loan nor it has acquired by way of subscription, purchase or otherwise the securities of any other body corporate. Further the particulars of the Loans given and advances made by the company are provided in the Note No. 5 of financial statements of the company.

#### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year ended on 31<sup>st</sup> March, 2022 were on an arm's length basis and were in the ordinary course of business/ Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC -2 is not required.

#### **CORPORATE SOCIAL RESPONSIBILITY**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 read with the relevant rules and guidelines are not so far applicable to the Company.

#### **RISK MANAGEMENT**

The Company has framed and implemented a Risk Management Policy to identify the various business risks. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage/ The Risk Management Policy defines the risk management approach across the enterprise at various levels including documentation and reporting. The policy is available on the Company's website at <http://www.chambalkota.in/> and the web link i.e. <http://www.chambalkota.in/download/Risk%20management%20policy.pdf>

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI(LODR) Regulations, 2015, the Company has a Whistle Blower Policy for establishing a vigil mechanism to deal with the cases of unethical behavior in all its business activities, fraud, mismanagement and violation of Code of Conduct of the Company. The policy provides systematic mechanism to report the concerns and adequate safeguards against the victimization, if any/ The policy is available on the Company's website at the weblink i.e. <http://www.chambalkota.in/download/whistle%20blower%20policy.pdf> during the financial year, no whistle blower event was reported and mechanism is functioning well. No personnel have been denied access to the Audit Committee.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

No such material legal decision has been passed during the year by the regulators or courts or tribunals which may affect the going concern status of the company and company's operation in future.

#### **AUDITORS AND AUDITORS' REPORT**

**STATUTORY AUDITORS**

**M/s VAG & Company**, Chartered Accountants, Kota (**Firm registration Number: 003014C**), were appointed as Statutory Auditors of the Company in 34<sup>th</sup> Annual General Meeting of the Company to hold office till the conclusion of the 39<sup>th</sup> Annual General Meeting of the company. Accordingly, **M/s VAG & Company**, Chartered Accountants, Kota will continue as statutory auditors of the Company till the conclusion of the Annual General Meeting to be held for the financial year ended on 31st March 2024.

There is no reservation, qualification or adverse remark contained in the Auditor's Report attached to Financial Statements of company as at 31st March, 2022 Information referred in Auditor's Report are self-explanatory and do not call for any further comments.

During the financial year 2021-22, no fraud was reported by the Statutory Auditors of the Company in their Audit Report.

**INTERNAL AUDITOR**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014, the Board has appointed **M/s DCJ and Associates**, Chartered Accountants, Kota (FRN: 015039c) as Internal Auditor of the Company to carry out the internal audit of the company for the F.Y. 2021-22.

The internal audit report received from the internal auditors were reviewed by the Audit Committee and Board of Directors and the observations, if any, mentioned in the Internal Audit Report received for the financial year 2021-22 were duly looked into by the Management from time to time.

During the financial year 2021-22, no fraud was reported by the Internal Auditor of the Company in their Audit Report.

The Board has also re-appointed the aforesaid firm as Internal Auditor to conduct the internal audit of the Company for the F.Y. 2022-23.

**SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s Bharat Rathore & Associates, Company Secretaries, Kota (FRN: S2018RJ589300) as Secretarial Auditor of the Company to carry out the secretarial audit of the company for the F.Y. 2021 -22. The Secretarial Audit Report as received from the aforesaid secretarial auditors in form MR-3 for the F.Y. 2021 -22 is annexed herewith as **(ANNEXURE "I")**.

The Secretarial Audit report for the financial year ended 31st March, 2022 does not contain any qualification, reservation or adverse remark and is self explanatory and does not call for any further comments.

The board has also re-appointed M/s Bharat Rathore & Associates, Company Secretaries, Kota as Secretarial Auditor to conduct secretarial audit of the Company for the F.Y. 2022 -23.

**COMPLIANCE WITH SECRETARIAL STANDARDS:**

Company has complied with all secretarial standards applicable on company during the financial year 2021-22.

**MAINTENANCE OF COST RECORDS**

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable on the company during the financial year.

**CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

There are no process initiated under the insolvency and bankruptcy code, 2016 (2016) during the financial

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Your Company continuously strives to conserve energy, adopt environment friendly practices and employ technology for more efficient operations.

As per the Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 information on conservation of energy, technology absorption and foreign exchange earnings and outgo is given in (ANNEXURE "II") to this report.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

A detailed discussion on the industrial structure, development, opportunities, threats, review of operational performance and risks, as required under Regulation 34 of the Securities and Exchange Board of India (Listing Regulations and Disclosure Requirements) Regulations, 2015, forms part of this report as (ANNEXURE "III")

**ANNUAL RETURN**

In accordance with the provisions of Section 134(3) read with Section 92(3) of the Companies Act, 2013, the Annual Return for the financial year ended on 31st March 2022 in the prescribed form MGT-7 is disclosed on the website of the at [www.chambalkota.in](http://www.chambalkota.in).

**PARTICULARS OF EMPLOYEES AND RATIO OF REMUNERATION TO EACH DIRECTOR**

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the statement containing particulars of employees as required under section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are provided in (Annexure "IV") forming part of this report.

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

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder and authorized the Audit Committee of the Company for implementation of said policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2021-22

Number of complaints pending at the beginning of the year	:	NIL
No. of complaints received during the year	:	NIL
Number of complaints disposed off during the year	:	NIL
Number of cases pending at the end of the year	:	NIL

**CODE FOR PROHIBITION OF INSIDER TRADING PRACTICES:**

The board has adopted a code for the prohibition of insider trading to regulate, monitor and report trading by insiders/designated persons in securities of the Bank. The code inter alia requires pre-clearance for dealing in the securities and prohibits the purchase or sale of securities while in possession of unpublished price sensitive information and during the year when the trading window is closed during the year.

The policy is available on our website on [www.chambalkota.in/download/CODE%20OF%20FAIR%20DISCLOSURE%20AND%20CODE%20OF%20CONDUCT.pdf](http://www.chambalkota.in/download/CODE%20OF%20FAIR%20DISCLOSURE%20AND%20CODE%20OF%20CONDUCT.pdf).

The code lays down guidelines advising them on procedures to be followed and disclosures to be made in dealing with shares of Company,

**LISTING OF SECURITIES:**

The equity shares of the company are listed with the **BSE Limited having Scrip Code: 512301** and confirm that listing fee has been paid for financial year 2021-22.

**POSTAL BALLOT**

During the financial year 2021-22, there is no resolution passed through Postal Ballot.

**DIRECTORS' RESPONSIBILITY STATEMENT**

In pursuance of section 134(3) (c) of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and that there are no material departures from the same;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**CORPORATE GOVERNANCE REPORT:**

As per Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance of provisions of Regulation 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, to the following class of companies:

- (a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year;
- (b) the listed entity which has listed its specified securities on the SME Exchange;

As such, our Company falls in the ambit of aforesaid exemption (a); hence compliance with the provisions of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall not apply on our Company.

Consequently Corporate Governance Report under Regulation 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 does not form part of the Annual Report for the Financial Year 2021-22.

**OTHER DISCLOSURES**

Other disclosures with respect to Board's Report as required under the Companies Act, 2013 and the Rules notified thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are either **NIL** or **NOT APPLICABLE**.

**ACKNOWLEDGEMENT**

The Board of Directors wish to place on record its sincere appreciation for due co-operation received from the Company's Bankers, Government, Advisors, Shareholders etc. The Directors are also thankful to the employees at all levels for their continued support.

**For and on Behalf of Board of Director  
Chambal Breweries & Distilleries Ltd.**

Place: Kota

Date: 10.08.2022

Sd/-  
Raj Kumar Jain  
Director  
DIN: 05182042

Sd/-  
Parasram Jhamnani  
Chairman and Managing Director  
DIN: 01266196

## ANNEXURE "I"

Form No. MR-3

Secretarial audit report

For the financial year ended March 31, 2022

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

To,  
The Members,  
Chambal Breweries and Distilleries Limited  
A-7, Shopping Centre  
Kota- 324 007 (Rajasthan)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Chambal Breweries and Distilleries Limited** (hereinafter called "**the Company**")/ Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder-
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder-
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"). -
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the Audit Period);**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during the Audit Period);**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;



(vi) As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India;

ii. The Listing Agreement entered into by the Company with BSE Limited.

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

**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 all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

**I further report that** during the audit period the company has not undertaken any events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines standards etc.

Place : Kota

Date : 30-05-2022

UDIN : A048426D000423768

For Bharat Rathore & Associates,  
Company Secretaries

Sd/-

CS Bharat Rathore

Membership No. ACS 48426

COP No 20295

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

**Annexure A**

To,  
The Members,  
Chambal Breweries and Distilleries Limited  
A-7, Shopping Centre  
Kota- 324 007 (Rajasthan)

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents 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 our opinion.
3. I have not verified 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 the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place : Kota  
Date : 30-05-2022  
UDIN : A048426D000423768

For Bharat Rathore & Associates,  
Company Secretaries

Sd/-  
CS Bharat Rathore  
Membership No. ACS 48426  
COP No 20295

## ANNEXURE "II"

## REPORT ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

## A) Conservation of energy:

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

The operations of your company are not energy intensive. However adequate Measures have been initiated to reduce energy consumption further.

The Company is very conscious about conserving the energy resources and takes adequate steps to rationalize the consumption of energy i.e. most of bulbs is replaced by CFL/LED/tube-light and do the regularly maintenance work of electronic equipment.

(ii) The steps taken by the company for utilizing alternate sources of energy: Nil

(iii) The capital investment on energy conservation equipment: Nil

## (B) Technology absorption:

(i) The efforts made towards technology absorption: The Company has not carried out any Technology absorption

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: N.A.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.

(a) The details of technology imported: Nil

(b) The year of import: Nil

(c) Whether the technology been fully absorbed: N.A.

(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: N.A.

(iv) The expenditure incurred on Research and Development: NIL

## (C) Foreign exchange earnings and Outgo:

There were no foreign exchange earnings and outgo during the financial year ended 31st March, 2022

**For and on Behalf of Board of Director  
Chambal Breweries & Distilleries Ltd.**

Place: Kota

Date: 10.08.2022

Sd/-  
Raj Kumar Jain  
Director  
DIN: 05182042

Sd/-  
Parasram Jhamnani  
Chairman and Managing Director  
DIN: 01266196

## ANNEXURE "III"

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As management of the company offer readers of financial statements this narrative overview and analysis of the financial activities of the company for the financial year ended on 31st March, 2022 We encourage readers to read the information presented here in conjunction with additional information that we have furnished in the financial statements, which follow this narrative.

**Industry structure and developments**

The Company is engaged in trading and retailing of IMFL and beer. IMFL is the largest segment in the Indian alcoholic beverage industry. This market has been further bifurcated into Whisky, Rum, Brandy, Vodka and Gin. This industry has grown at an overall steady pace triggered by increasing population and disposable income, and also the fact that it is increasingly gaining social acceptance. IMFL and Beer Industry in India remains highly regulated with high taxation, restrictions on cross border movements, constraints on production, retailing and other barriers. In many parts of the country, wholesale and/or retail distribution is controlled by State Government monopolies.

Beer is a rapidly expanding segment in the Indian alcoholic beverages industry. It is the largest market and fastest growing market in the Indian alcoholic beverages industry. Beer market has been segmented into strong beer and mild beer on the basis of their alcohol content. Strong beer which has alcohol content more than 5%, dominates the Indian market stating its popularity and preference.

**Opportunities and Threats**

India Alcoholic Beverages Market Outlook to Inflating Demand for IMFL and Beer from Youth and Women Segments provides a comprehensive analysis on Indian Alcoholic beverages market and covers specific insights on the market size of Country liquor; beer, IMFL (whisky, rum, brandy, vodka, gin) and Wine on the basis of consumption, per capita consumption, in terms of value and volume. company profiles of the major players operating in the country, government regulations, recent trends and developments and future outlook of the Indian alcohol beverage market.

The majority of beer's market growth is driven by young consumers and the consumers who consider beer a trendy drink, as compared with other traditional spirits. There is also a significant demand for foreign beer in the urban markets. The maximum levels of beer consumption in India are observed in the southern states. The healthy growth rate for the beer industry is an indication of the huge potential of opportunities open for breweries and beer brands marketing and/or manufacturers in India. Most of the major distilleries and breweries around the world have now created a base in India, either in the form of manufacturing unit or through distributors and joint ventures.

The Covid-19 pandemic has rendered the last fiscal as a challenging and unprecedented year, for most industries. For the alcohol beverage industry, it has meant that key consumption events such as celebrations have gone down, restaurants, pubs and bars have been shut and demand for alcohol from these centres has seen a downward trend.

**Segment-wise or product-wise performance**

During the year under review, due to Strong policies of the government, which were not in the favour of your company hence your company did not carry out any business activity of retailing of **IMFL and beer** during financial year 2015-16, 2016-17, 2017-2018, 2018-19, 2019-20, 2020-21 and 2021-22.

But, the management of the Company always trying to do best work in the interest of the company.

**Outlook**

The Company is striving hard to improve cost efficiency, widen its reach to new consumer segments and consolidate further on its image. Barring unforeseen circumstances, the Company expects to improve its march towards improved profitability. Given the numerous initiatives that are being implemented combined with strong operational foundation of our business we remain confident about our growth prospects going forward.

**Risks & concerns**

The Indian wine and spirits industry continues to be the most regulated sector in India. The industry is subject to different laws and regulations varying from state to state. The complexity of state regulation

makes an intricate tax and licensing environment. It restricts economies of scale and diminishes the capability of new manufacturers and products to achieve national distribution and gain competitive advantage. Furthermore, a ban on direct advertising creates major barriers to promote new as well as existing brands. Recent regulatory changes such as demonetization, state level prohibitions and the national highway liquor ban all had varying degrees of adverse impact on the liquor industry as well as the Company's operations/ Any policy formulated by the central or state government in areas such as production, distribution, marketing or taxation may have an adverse impact on the performance of the Company.

#### Internal control systems and their adequacy

Internal Control Systems as per the Companies Act, 2013 emphasizes the need for an effective internal financial control system in the Company which should be adequate and shall operate effectively. Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014 requires the information regarding adequacy of internal financial controls with reference to the financial statements to be disclosed in the Board's report. The internal control system focuses on assessment of business and operational risks, operational controls and compliance with policies and processes. This system continuously monitors compliance to internal processes across the operations to ensure that all assets are safeguarded and protected against loss from un-authorized use or disposition, that transactions are authorised, recorded and reported correctly and that operations are conducted in an efficient and cost effective manner. The Audit Committee reviews the effectiveness of the internal control system, and also invites Directors and senior management personnel to provide periodic updates on operational effectiveness and controls.

The Company regularly conducts internal check, using external and internal resources to monitor the effectiveness of internal control in the organization. It strictly adheres to corporate policy with respect to financial reporting and budgeting functions. The Audit Committee of the Board of Directors deals with significant control issues and instructs further areas to be covered.

#### Discussion on financial performance with respect to operational performance:

The financial performance of the Company with respect to operation performance of the company as compared to last year is shown as under:

#### Operational performance

Particular	2021-22	2020-21
Production	NIL	NIL
Sales	NIL	NIL

#### Financial Performance

Particular	2021-22	2020-21
Total Income	1592708.00	1610508.00
Total expenses	2144611.00	1424976.18
Profit Before tax	-551903.00	185531.82
Profit after tax	-551903.00	185531.82

The Total Income of the company is Rs. 1592708.00/- from the interest income earned on financial assets during the financial year 2021-22 however, the profit after tax is Rs. (551903.00)/- during the F.Y. 2021 -22 as against Profit of Rs. 185531.82/- in the previous year.

#### Human Resource Management

The Company treats its human resources the most important assets and believes in its contribution to the all round growth of the Company. Human capital continues to be a vital resource for the Company. The Company has a continuous process to monitor individual performance. The Company continued to have

cordial and harmonious relations with its employees. None of new employees were appointed and 3 (three) on rolls employees working in the Company during the financial year 2021-22

#### Cautionary Statement

Statements in the Management Discussions and Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied.

#### Details of Significant Changes In Financial Ratios

S. No	Name of Ratio	2021-22	2020-21	Reason of change
1	Current Ratio	17.64:1	18.15:1	Due to increase in current assets , re-grouping, re-arrangement and reclassification of assets current ratio has been changed substantially
2	Debtors Turnover	0	0	Nil
3	Inventory Turnover	0	0	Nil
4	Interest Coverage Ratio	0	0	Nil
5	Debt Equity Ratio	0	0	Nil
6	Operating Profit Margin (%)	0	0	Nil
7	Net Profit Margin (%)	0	0	Nil

#### Return on Net Worth

2021-22	2020-21	Reason of Change
0	0	Nil

**For and on Behalf of Board of Director  
Chambal Breweries & Distilleries Ltd.**

Place: Kota  
Date: 10.08.2022

Sd/-  
Raj Kumar Jain  
Director  
DIN: 05182042

Sd/-  
Parasram Jhamnani  
Chairman and Managing Director  
DIN: 01266196

## ANNEXURE "IV"

**Analysis of Managerial Remuneration**

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the statistical analysis of the remuneration paid to Directors and Key Managerial Personnel (KMP) as against the other employees of the company and with respect to the performance of the company (PAT) for the financial year ended on 31<sup>st</sup> March, 2022 is given below:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2021-22:

Name	Ratio
Parasram Jhamnani	1: 1.73

2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2021-22: Nil

3. The percentage increase in the median remuneration of employees in the financial year 2021-22: Nil

4. The number of permanent employees on the rolls of company: - 3

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

6. Affirmation: We hereby confirm that the remuneration paid to Directors and employees are as per the remuneration policy of the company.

Information as per Rule 5(2) and Rule 5(3) of Chapter XIII, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 - Statement of Top 10 Employees in terms of remuneration drawn during the year is given below:

S No.	1	2	3
Name of Employee	Lalit Modi	Vinod Jhamnani	Parasram Jhamnani
Designation	Company Secretary & compliance officer	Chief Financial officer	Chairman and Managing Director
Remuneration Received p.a. (In. Rs.)	312000	Nil	180000
Date of commencement of employment	05.12.2014	10.02.2015	24.03.1994
Nature of employment	Whole Time	Whole Time	Contractual
Qualification expertise and Experience	CS, B.com, and LL.B 7.9 Years	B.com and MBA 14 Years	Graduate 31 years
AGE	32	39	71
Last employment by such employee before joining the Company	N.A.	N.A.	N.A.
Percentage of equity shares held by the employee in the Company	Nil	4.01%	7.53
Employee is a relative of any director or manager	Yes, Ms. Amrita Modi Director (Spouse)	Yes, Mr. Parasram Jhamnani, Chairman and Managing Director (Father)	Yes, Mr. Vinod Jhamnani chief Financial officer (son)

**For and on Behalf of Board of Director  
Chambal Breweries & Distilleries Ltd.**

Place: Kota

Date: 10.08.2022

Sd/-  
Raj Kumar Jain  
Director  
DIN: 05182042

Sd/-  
Parasram Jhamnani  
Chairman and Managing Director  
DIN: 01266196

**INDEPENDENT AUDITOR'S REPORT**

To,  
The Members of  
**CHAMBAL BREWERIES & DISTILLERIES LIMITED**

**Report on the audit of (Ind AS) Financial statements****Opinion**

We have audited the financial statements of M/s. **CHAMBAL BREWERIES & DISTILLERIES LIMITED** (the "company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

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

**Basis for Opinion**

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

**Key Audit Matters**

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

We have determined that there are no key audit matters to communicate in our report for the year ended March 31, 2022.

**Emphasis of Matter**

As per the management the company is still a going concern entity because it is in process of identifying new plans to improve the performance of the company. There is no uncertainty on the company's ability to continue as a going concern. The company has prepared its financial statements on a going concern basis.

**Information other than the Financial Statements and Auditors' Report thereon.**

The Company's management and Board of Directors are responsible for the other information/ The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, 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 (Ind AS) Financial Statements**

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

In preparing the financial statements, 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. Those Board of Directors are also responsible for overseeing the Company's financial reporting process

**Auditors' Responsibility**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern/ If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) on the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure B
  - g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company does not have any pending litigation which would impact its financial position.
    - ii. the Company have one long term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no amount to be transferred to the Investor Education and Protection Fund by the Company.
    - iv.a the management has represented that, to the best of it's knowledge and belief other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries")

- or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; (Also refer point no 3 of annexure A to this audit report)
- iv.b the management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- iv.c Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- iv.d There is no dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.
- v. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

**For VAG & COMPANY  
CHARTERED ACCOUNTANTS  
(Registration No. 003014C)**

**PLACE : KOTA  
DATED : 30.05.2022  
UDIN : 22409781AKUZPX5308**

**Sd/-  
CA ARPIT JAIN  
(PARTNER)  
Membership No. 409781**

**Annexure to the Auditors report of the even date to the members:**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2022, we report that:

- (i) (A) The Company does not have any immovable properties nor any intangible assets. Therefore clause no (a) to (e) of point no i is not applicable on the company.
- (ii) (a) The Company does not have any inventory, therefore point no ii is not applicable on the company
- (iii) During the year, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of clause 3(iii) of the said Order are not applicable to the company. However the company had provided a capital advance to a related party, several years ago amounting Rs 1,96,58,000/ -, which is continuously reporting in related party transactions since number of years. Due to financial problems company cannot fulfill the remaining capital commitment. Currently this capital advance is in dispute as the terms and conditions of repayment are not specified anywhere between the parties. In case of non recovery of this capital advance it will be against the interest of the company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the companies act, 2013 in respect of loans, investments, guarantees and security.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities done by the Company.
- (vii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income -tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
- (viii) There are no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that have not been recorded in the books of account.
- (ix) (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.  
  
(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.  
  
(c) In our opinion, and according to the information and explanations given to us, no term loan have been applied during the year. Hence this clause is not applicable.  
  
(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Standalone Financial Statements of the Company, we

report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

(x) (a) the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year:

b) the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013.

(xi) (a) According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

(xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies act 2013. And the details have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) the company has an internal audit system commensurate with the size and nature of its business;  
(b) the reports of the Internal Auditors for the period under audit were considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group, as interpreted in accordance with Notification No. DNBS. (PD) 219/CGM(US)-2011 dated January 5, 2011 issued by Reserve Bank of India., does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

- (xvii) The company has incurred cash losses of Rs 5,51,903/- during the financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Standalone Balance Sheet as and when they fall due within a period of one year from the Standalone Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Standalone Balance Sheet date will get discharged by the Company as and when they fall due.
- (xx) provision of sub-section (5) of section 135 of the said Act is not applicable on the company during the financial year;
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

**PLACE : KOTA**  
**DATED : 30.05.2022**  
**UDIN : 22409781AKUZPX5308**

**For VAG & COMPANY**  
**CHARTERED ACCOUNTANTS**  
**(Registration No. 003014C)**

**Sd/-**  
**CA ARPIT JAIN**  
**(PARTNER)**  
Membership No. 409781

**“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Chambal breweries and distilleries limited  
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 **Chambal breweries and distilleries limited** (“the Company”) as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

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

**Auditors’ Responsibility**

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

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

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

**Meaning of Internal Financial Controls Over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles/ A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect

the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For VAG & COMPANY  
CHARTERED ACCOUNTANTS  
(Registration No. 003014C)**

**PLACE : KOTA  
DATED : 30.05.2022  
UDIN : 22409781AKUZPX5308**

**Sd/-  
CA ARPIT JAIN  
(PARTNER)  
Membership No. 409781**



**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
Balance Sheet as at 31st March , 2022

(In Rs.)

	Notes	As at 31.03.2022	As at 31.03.2021
<b>I ASSETS</b>			
Non-current assets			
(a) Property, plant and equipment	1	119907.00	119907.00
(b) Investment property		0.00	0.00
(c) Capital work-in-progress		0.00	0.00
(d) Intangible assets		0.00	0.00
(e) Financial assets			
(i) Investments	2	0.00	0.00
(ii) Loans	3	0.00	0.00
(iii) Other financial assets	4	700000.00	700000.00
(f) Deferred tax assets (Net)		0.00	0.00
(g) Other non-current assets	5	37283426.20	38244039.00
<b>Total non-current assets</b>		<b>38103333.20</b>	<b>39063946.00</b>
Current assets			
(a) Inventories	6	0.00	0.00
(b) Financial assets			
(i) Investments			
(ii) Trade receivables	7	0.00	0.00
(iii) Cash and cash equivalents	8	2347672.74	1924931.74
(iv) Bank balances other than (iii) above	9	0.00	0.00
(v) Loans	10	0.00	0.00
(c) Other current assets	11	133472.80	119452.00
<b>Total current assets</b>		<b>2481145.54</b>	<b>2044383.74</b>
<b>Total assets</b>		<b>40584478.74</b>	<b>41108329.74</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	12	74887580.00	74887580.00
(b) Other equity /reserve and surplus	13	-34443760.26	-33891857.26
<b>Total equity</b>		<b>40443819.74</b>	<b>40995722.74</b>
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	14	0.00	0.00
(ia) Leases Liabilities		0.00	0.00
(ii) Trade Payables			
Outstanding dues to MSME		0.00	0.00
Outstanding dues to other than than MSME		0.00	0.00
(iii) Other financial liabilities	15	0.00	0.00
(b) Provisions	16	0.00	0.00
(c) Current tax liabilities(Net)	17	0.00	0.00
<b>Total non-current liabilities</b>		<b>0.00</b>	<b>0.00</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	18	0.00	0.00
(ia) Leases Liabilities		0.00	0.00
(ii) Trade payables	19	0.00	0.00
Outstanding dues to MSME		0.00	0.00
Outstanding dues to other than than MSME		0.00	0.00
(iii) Other financial liabilities	20	0.00	0.00
(b) Provisions	21	140659.00	112607.00
(c) Other current liabilities	22	0.00	0.00
<b>Total current liabilities</b>		<b>140659.00</b>	<b>112607.00</b>
<b>Total liabilities</b>		<b>140659.00</b>	<b>112607.00</b>
<b>Total equity and liabilities</b>		<b>40584478.74</b>	<b>41108329.74</b>

See accompanying notes to the Standalone Financial Statements  
In terms of our report attached For and on behalf of the Board of Direct  
Signed in terms of our report of even date annexed  
For VAG & Company  
Firm's Registration No. 003014C  
Chartered Accountants

Sd/-  
CA Arpit Jain  
Partner  
M.No 409781  
Place : Kota  
Dated : 30.05.2022

For and on behalf of Board of Directors  
Chambal Breweries and Distilleries Limited  
Sd/- Sd/-  
Parasram Jhamnani Vinod Jhamnani  
(Mg.Director) ( CFO )

Sd/- Sd/-  
Raj Kumar Jain CS Lalit Modi  
(Director) (Company Secretary)

**CHAMBAL BREWERIES AND DISTILLERIES LIMITED**  
Statement of Profit and loss upto 31.03.2022

(In Rs.)

Particulars	Note No	Year ended 31.03.2022	Year ended 31.03.2021
I Revenue from operations	23	0.00	0.00
II Other Income	24	1592708.00	1610508.00
<b>III Total Income</b>		<b>1592708.00</b>	<b>1610508.00</b>
<b>IV Expenses:</b>			
Cost of materials consumed/Purchase of Stock in Trade	25	0.00	0.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	26	0.00	0.00
Employee benefit expense	27	477000.00	492000.00
Financial costs	28	0.00	0.00
Depreciation and amortization expense	29	0.00	0.00
Other expenses	30	1667611.00	932976.18
<b>Total Expenses</b>		<b>2144611.00</b>	<b>1424976.18</b>
V Profit before exceptional items and tax (III-IV)		-551903.00	185531.82
VI Exceptional item(Balance written off)refer notes to accounts 14		0.00	0.00
VII Profit/(loss) before tax (V-VI)		-551903.00	185531.82
VIII Tax expense/ benefits			
(1) Current Income Tax		0.00	0.00
(2) Income Tax Foreign		0.00	0.00
(3) Deferred tax (Assets)Liability		0.00	0.00
(4) Income Tax Expenses Earlier Years		0.00	0.00
IX Profit/(Loss) for the period of continuing operation(VII-VIII)		-551903.00	185531.82
X Profit/(Loss) from the discontinuing operation		0.00	0.00
XI Tax expenses/(credit) of discontinuing operation		0.00	0.00
XII Profit/(Loss) from the discontinuing operation (after tax)		0.00	0.00
XIII Profit for the period		-551903.00	185531.82
Other Comprehensive Income			
A i) Items that will not be reclassified to profit or loss			
a) Re-measurements of the defined benefit plans		0.00	0.00
b) Equity instruments through Other comprehensive income		0.00	0.00
ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
<b>Total (A)</b>		0.00	0.00
(a) The effective portion of gains and loss on hedging instruments		0.00	0.00
(b) Changes in Foreign Currency Monetary Item translation difference account(FCMITDA)		0.00	0.00
<b>Total (B)</b>		0.00	0.00
Total Other comprehensive income / (loss) (A+B)		0.00	0.00
<b>XIII Total comprehensive income / (loss)</b>		<b>-551903.00</b>	<b>185531.82</b>
Earning per equity share:			
(1) Basic		-0.07	0.02
(2) Diluted		-0.07	0.02

Significant Accounting Policies and Notes to the financial statements

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Signed in terms of our report of even date annexed

For VAG & Company

Firm's Registration No. 003014C

Chartered Accountants

Sd/-  
CA Arpit Jain  
Partner  
M.No 409781  
Place : Kota  
Dated : 30.05.2022

For and on behalf of Board of Directors  
Chambal Breweries and Distilleries Limited

Sd/-  
Parasram Jhammani  
(Mg.Director)

Sd/-  
Vinod Jhammani  
( CFO )

Sd/-  
Raj Kumar Jain  
(Director)

Sd/-  
CS Lalit Modi  
(Company Secretary)

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
**AS AT 31st March, 2022**

(In Rs.) **Note-1**

Particulars	Computer	Refrigerator	Furniture and fixtures	Office equipment	Tangibles Total
<b>Cost/Deemed cost</b>					
<b>As At 31.03.2021</b>	1303000.00	1208000.00	1250000.00	1299000.00	5060000.00
Addition					
Deduction					
<b>As At 31.03.2022</b>	1303000.00	1208000.00	1250000.00	1299000.00	5060000.00
Addition					
Deduction					
<b>As at 31.03.2022</b>	1303000.00	1208000.00	1250000.00	1299000.00	5060000.00
<b>Accumulated Depreciation and Impairment</b>					
<b>As At 31.03.2021</b>	1302999.00	1147600.00	1249999.00	1239495.00	4940093.00
depreciation expenses					
Deduction					
<b>As at 31.03.2022</b>	1302999.00	1147600.00	1249999.00	1239495.00	4940093.00
depreciation expenses		0			
Deduction					
<b>As at 31.03.2022</b>	1302999.00	1147600.00	1249999.00	1239495.00	4940093.00
<b>Carrying Value</b>					
<b>As at 31.03.2022</b>	1.00	60400.00	1.00	59505.00	119907.00
<b>As at 31.03.2021</b>	1.00	60400.00	1.00	59505.00	119907.00
<b>As at 31.03.2020</b>	1.00	60400.00	1.00	59505.00	119907.00
useful Life of the Assets (Years)	5	10.00	10.00	5.00	
Method of depreciation	WDV	WDV	WDV	WDV	

As per schedule II of companies act 2013, the useful life of all the assets has been over. Hence depreciation ceased to be charged. WDV/Carrying value shown as on 31/03/2022 is residual value(5% of cost) assumed as per compaies act 2013.

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
**AS AT 31st March, 2022**

**Note-2**

<b>Investments (non current)</b>		
Particular	As at 31.03.2022	As at 31.03.2021
	In Rs.	In Rs.
<b>Investment in equity investments</b>		
Ordinary Share (Fully paid up)	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
<b>Investment in Government securities (unquoted)</b>		
	0.00	0.00
	0.00	0.00
<b>Investment in Subsidiaries( Unquoted)( At cost or deemed cost)</b>		
	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
	0.00	0.00
<b>Grand Total</b>	<b>0.00</b>	<b>0.00</b>
<b>Unquoted</b>		
Aggregated carrying value	0.00	0.00
Investment at cost/deemed cost	0.00	0.00
Investment at Amortized Cost	0.00	0.00
Investment at Fair Value through Other Comprehensive Income	0.00	0.00

<b>Loans (unsecured)</b>		
Particulars	As at	As at
	31.03.2022	31.03.2021
Unsecured, Considered good unless otherwise stated		
(i) To Subsidiaries	0.00	0.00
(ii) To Joint Ventures/Associates	0.00	0.00
(iii) Others	0.00	0.00
	<b>0.00</b>	<b>0.00</b>

<b>Other financial Assets</b>		
Particulars	As at	As at
	31.03.2022	31.03.2021
Security Deposits	700000.00	700000.00
	<b>700000.00</b>	<b>700000.00</b>

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
 AS AT 31st March, 2022

<b>Other non Current Assets</b>		<b>Note-5</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
Capital Advance to Related Party	19658000.00	19658000.00
There is further capital commitment towards above purchase of land as explained by the management of the company)		
Others Loans and Advances (Unsecured in nature)	17625426.20	18586039.00
Other(including amount deposited with Govt. authority	0.00	0.00
	<b>37283426.20</b>	<b>38244039.00</b>

<b>Inventory (at lower of cost and net relisable value)</b>		<b>Note-6</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
	0.00	0.00

<b>Trade Receivable</b>		<b>Note -7</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
(Unsecured considered good except to the extent stated)		
Outstanding for a period exceeding 6 months from the date they are due for payment		
Considered Good		
Considered Doubtfull	0.00	0.00
<b>Other debtors</b>		
Considered Good		
	<b>0.00</b>	<b>0.00</b>

<b>Cash and Cash equivalents</b>		<b>Note -8</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
<b>Balances with Banks</b>		
On Current Account	339571.34	796410.34
On Term Deposit accounts with maturity less then 3 months at inception		0.00
Cash in Hand	2008101.40	1128521.40
	2347672.74	1924931.74

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
**AS AT 31st March, 2022**

<b>Bank Balances Other than cash and cash equivalents</b>		<b>Note -9</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
<b>In term deposit account</b>		
With maturity more than 3 months but less than 12 months at inception	0.00	0.00
With maturity more than 12 months at inception	0.00	0.00
	0.00	0.00
Amount disclosed under other Financial Assets (Non Current)	0.00	0.00
	<b>0.00</b>	<b>0.00</b>

<b>Loans</b>		<b>Note -10</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
(Unsecured, Considered good unless otherwise stated)		
<b>Loans and Advances</b>		
(i) To Subsidiary	0.00	0.00
(ii) Others	0.00	0.00
	<b>0.00</b>	<b>0.00</b>

<b>Other Current assets</b>		<b>Note -11</b>
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
Advances recoverable in cash or or in kind or for value to be received	0.00	0.00
TDS on Interest A Y 21-22/20-21	133472.80	119452.00
Tax Payment (net of provision of current tax)	0.00	0.00
	<b>133472.80</b>	<b>119452.00</b>

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
**AS AT 31st March 2022**

Note - 12

Particulars	Figures as at	Figures as at
	31-03-2022	31-03-2021
	(Rs.)	(Rs.)
<b>SHARE CAPITAL :</b>		
<b>AUTHORISED</b>		
1,00,00,000 Equity Share Of Rs.10/- each	100000000.00	100000000.00
<b>ISSUED,SUBSCRIBED AND PAID UP</b>		
74,88,758 Equity Share Of Rs.10/- each	74887580.00	74887580.00
Total	74887580.00	74887580.00

**Notes:**

- The Company has a single class of equity shares having a par value of Rs 10/-. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, if any is subject to the approval of the shareholders. 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 shareholding.
- Details of Share holders holding more than 5 % equity shares as at 31.03.2022

Share Holder	No. of Share 31.03.2022	Ownership Interest %	No. of Share 31.03.2021	Ownership Interest %
1. Parasram Jhamnani	563639	7.53%	563639	7.53%

As per the records of the company including its register of share holder/members and other declaration received from share holders regarding beneficial interest, the above share holding represents both legal and beneficial ownership of shares.

**Shareholding of promoters**

Shares held by promoters at the end of the year				% Change during the year*
S.no	Promoter Name	No of shares	% of total shares	
1	PARAS RAM JHAMNANI	563639	7.53	Nil
2	BHARAT	329500	4.40	Nil
3	JYOTI JHAMNANI	10700	0.14	Nil
4	VINOD JHAMNANI	300000	4.01	Nil

**Other Equity**

Note-13

Particulars	As at	As at
	31.03.2022	31.03.2021
<b>1 Retained earnings</b>		
Opening balance of profit and loss account	-79075297.26	-79260829.08
Profit/loss for the year	-551903.00	185531.82
Closing balance of Profit and loss account	-79627200.26	-79075297.26
<b>2 other comprehensive income</b>		
Re measurements of the net defined benefit plans		
Equity instruments through other comprehensive income		
<b>3 Other reserve</b>		
Share premium	45183440	45183440
<b>TOTAL</b>	<b>-34443760.26</b>	<b>-33891857.26</b>

**Statutory reserve**

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
 AS AT 31ST March 2022

<b>Borrowings</b>		<b>Note-14</b>	
Particulars	<u>31.03.2022</u> <u>Non Current</u> (Rs.)	<u>31.03.2021</u> <u>Non Current</u> (Rs.)	<u>31.03.2022</u> <u>Current Matu.</u> (Rs.)
<b>a) TERM LOAN :</b>			
	0.00	0	0.00
<b>Sub-Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>From Other Parties</b>			
From Non Banking Finance Companies	0.00	0.00	0.00
<b>Unsecured</b>			
Inter Corporate Deposit	0.00	0.00	0.00
	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

<b>Other Financial Liabilities</b>		<b>Note-15</b>	
Particulars	<u>31.03.2022</u> <u>Non Current</u>	<u>31.03.2021</u> <u>Non Current</u>	<u>31.3.2022</u> <u>Current Matu.</u>
<b>Others</b>			
Advance and Security deposit from Supplier	0.00	0.00	0.00
Others	0.00		0.00
	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

<b>Provisions</b>		<b>Note-16</b>
Particulars		<b>As at</b> <b>31.03.2022</b>
<b>Long Term Provision</b>		
Contigent Prov against standard Assets		<b>0.00</b>

**Income Taxes**

Indian companies are subject to Indian income tax on a standalone basis. Each entity is assessed to tax on taxable profits determined for each fiscal year beginning on April 1 and ending on March 31. For each fiscal year, the respective entities' profit or loss is subject to the higher of the regular income tax payable or the minimum alternative tax ("MAT").

Statutory income taxes are assessed based on book profits prepared under generally accepted accounting principles in India adjusted in accordance with the provisions of the (Indian) Income tax Act, 1961. Such adjustments generally relate to depreciation of fixed assets, disallowances of certain provisions and accruals, deduction for tax holidays, the set-off of tax losses and depreciation carried forward and retirement benefit costs. Statutory income tax is charged at 25% plus a surcharge and education cess. MAT is assessed on book profits adjusted for certain items as compared to the adjustments followed for assessing regular income tax under normal provisions.



**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET**  
 AS AT 31st March 2022

**Current Tax Liabilities (Net)**

Particular	Note-17	
	As at 31.03.2022	As at 31.03.2021
Deffered Tax Liability		
<b>Total</b>	0.00	0.00
Deffered Tax Assets		
Non current Loans and Advances to subsidiary	0.00	0.00
Non current Loans and Advances to Joint Venture		
Asset on foreign operation		
<b>Total</b>	0.00	0.00
Net deffered tax (Assets)/liability	0.00	0.00
Deffered tax asset balance as on 31st march 2019	0.00	0.00
Net deffered tax liability created/(reversed)	0.00	0.00

**Borrowings (current)**

Particular	Note 18	
	As at 31.03.2022	As at 31.03.2021
(a) Indian Rupee	0.00	0.00
<b>Total</b>	0.00	0.00

**Trade Payables**

Particular	Note 19	
	As at 31.03.2022	As at 31.03.2021
(a) Micro, small and Medium enterprises Development Act, 2006	0.00	0.00
(b) Others (Trade Payable and others)	0.00	0.00
© Creditors for expenses & other	0.00	0.00
<b>Total</b>	0.00	0.00

**Other Financial Liabilities (Current)**

Particular	Note 20	
	As at 31.03.2022	As at 31.03.2021
	0.00	0.00

**Provisions**

Particular	Note 21	
	As at 31.03.2022	As at 31.03.2021
Audit fee payable	80000.00	50000.00
Salary and expenses payable	34002.00	51753.00
Expenses payable	26657.00	10854.00
<b>Total</b>	140659.00	112607.00

**Other Current liabilities**

Particular	Note 22	
	As at 31.03.2022	As at 31.03.2021
Statutory Levies	0	0
<b>Total</b>	0.00	0.00

**CHAMBAL BREWERIES AND DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE STATEMENT OF PROFIT**  
**AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2022**

<u>Revenue From Operations</u>		Note- 23
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
<u>Sale of Products</u>	0.00	0.00
<u>Sale of Services</u>	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
<u>Particulars of Sales of Products</u>		
Total	<b>0.00</b>	<b>0.00</b>

<u>OTHER INCOME</u>		Note- 24
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
Interest income earned on financial assets	1592708.00	1610508.00
Total	<b>1592708.00</b>	<b>1610508.00</b>

<u>Cost of Material Consumed</u>		Note - 25
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
Opening Stock	0.00	0.00
Add : Purchases including accessories,boughtout item / semi finished (including Goods in Transit	0.00	0.00
	0.00	0.00
Less: Sale of Raw Material	0.00	0.00
	0.00	0.00
Less : Closing Stock	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
Imported	0.00	0.00
Indigenous	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
<u>Particulars of the Material Purchased</u>	0.00	0.00
	<b>0.00</b>	<b>0.00</b>

<u>Changes in inventories of finished goods, work-in-progress and Stock-in-Trade</u>		Note - 26
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
<b><u>OPENING INVENTORIES</u></b>		
Finished Goods	0.00	0.00
Work in Progress	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
<b><u>CLOSING INVENTORIES</u></b>		
Finished Goods	0.00	0.00
Work in Progress	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
INCREASE (DECREASE) IN INVENTORIES	<b>0.00</b>	<b>0.00</b>

**CHAMBAL BREWERIES AND DISTILLERIES LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE STATEMENT OF PROFIT**  
**AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2022**

<u>Employee Benefit expenses</u>		Note - 27
Particulars	2021-2022 (Rs.)	2020-21 (Rs.)
Salaries,Wages,Bonus and Allowances etc.	477000.00	492000.00
	<b>477000.00</b>	<b>492000.00</b>

<u>Finance Costs</u>		Note - 28
Particulars	2021-2022 (Rs.)	2020-21 (Rs.)
	0.00	0.00

<u>Depreciation and amortization expense</u>		Note - 29
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
	0.00	0.00
	0.00	0.00

<u>Other Expenses Manufacturing, and Operating Expenses</u>		Note - 30
Particulars	2021-22 (Rs.)	2020-21 (Rs.)
Listing and depository fee	414292.00	593129.00
Office and general expenses	878420.00	92861.18
Printing stationary	47790.00	47790
Other Miscellaneous Expenses	101409.00	
Legal and professional expenses	195700.00	0.00
Income tax		169196.00
Auditor Remuneration	30000.00	30000.00
	<b>1667611.00</b>	<b>932976.18</b>

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
**SCHEDULE FORMING PART OF AUDITED BALANCE SHEET AS AT MARCH 31, 2022**  
**AND AUDITED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE**

**Note 1 on financial statement - Significant Accounting Policies****1) Accounting convention :**

The Financial statements have been prepared in accordance with the applicable Indian accounting standards specified by the institute of chartered accountants of india and Ministry of company affairs.

The Financial statements have also been prepared in accordance with the relevant provisions of Companies Act, 2013 as amended on 24.03.2021 i.e as per amended schedule 3 to the companies act 2013 read with companies (accounts) rules 2014 and companies (audit and auditors ) rules 2014.

**2) Recognition of Income & Expenditure :**

All Income and expenditure items having a material bearing on the financial statements are recognised on accrual basis. Legal and Allied expenses are provided on accrual / payment basis.

**3) Fixed Assets and Depreciation :**

Fixed assets are stated at cost of acquisition less accumulated depreciation. Direct Cost are capitalised until the asset are ready to be put to use. These cost includes freight, installation cost, Duties and taxes and other allocated expenses including finance cost relating to specific borrowing incurred during the construction period.

4) The balance are regrouped, rearranged wherever necessary for improved disclosure in the Financial statements.

**5) Investment**

Not applicable

**6) Gratuity / Retirement Benefits**

Not applicable

**7) Taxation**

i) The Current charge for Income Tax is calculated on assessable profit of the company determine under Income Tax Act, 1961.

ii) The Company accounts for taxes on income to include the effect of timing difference in the tax expenses in the profit & loss account and the deferred tax assets and liabilities in the balancesheet in accordance with the Accounting Standard AS 22

"Accounting for Taxes on Income " issued by The Institute of Chartered Accountants of india, (ICAI). The company has evaluated various elements of tax computation to determine whether any deferred tax asset or liability needs to be recognized.

8) The Balance in parties accounts are subject to confirmation and reconciliation . In the opinion of the management all current and non current assets including loans and advances in the normal course of businee would realize the value at least to the extent stated in the Balance sheet. Although company has no security against the advance amount, therefore unsecured in nature.

Presently company is not able to get returns on the major portion of its advances reflected in current and non current assets, but management of the company assured that the balance is fully recoverable upto the extent reflected in the balance sheet.

## 9) Micro, Small and Medium Enterprises

There are no Micro, small and Medium enterprises in respect of whom the Company dues are outstanding for more than 45 days at the Balance sheet date. The above information regarding Micro, Small and medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

10) The company is not involved in its principle objective and there is no activities carried out during the year.

11) The Company has only one reportable business segment.

**12) CONTINGENT LIABILITIES ( to the extent not provided for )**

	31-03-2022	31-03-2021
a) Guarantee given by Bankers and outstanding	Nil	Nil
b) Estimated amount of contracts remaining to be executed on Capital Accounts and not Provided for (net after advance Payment )	Nil	Nil
c) Counter guarantee given	Nil	Nil

**13) RELATED PARTY DISCLOSURES (As identified by the management and relied upon by Auditors)**

a) Name of related parties and nature of relationship where control exists are as under:-

**I) Associate Companies**

1) Rajasthan Telematics Ltd.

**II) Key Management Personnel**

1) Parasram Jhamnani

2) Raj Kumar Jain

3) Anrita Modi

4) Vinod Jhamnani

5) Anrita Modi

**III) Relatives of Key Management Personnel**

1) Bharat Jhamnani

Transaction during the year with related parties / Key Management Personnels are as Under :-

Nature of Transactions	Associate Companies	Relatives of Key Managerial Personnel	Key Managerial Personnel	Total Rs
Managerial Remuneration			477000	477000
Purchases				
Sales				
Capital advance to Related party i.e Bharat Jhamnani.	NIL	19658000(Same balance as on 31.03.2021 and 31.03.2022)	NIL	NIL
Loan Advanced Received back	NIL	(NIL)	NIL	NIL
Advance for Purchase of Land received back	NIL	NIL	NIL	NIL
Amount Receivable as on Closing date	NIL	NIL	NIL	NIL
Investment in Equity Shares	NIL			NIL

14) The figures in financial statements are not rounded off keeping in view of very small and less volume of figures.

15) The ratios

	2022	2021
Expenditure in Foreign currency	Nil	Nil
Earnings on Foreign currency	Nil	Nil

Signed in terms of our report of even date annexed

For VAG & Company  
Firm's Registration No. 003014C  
Chartered Accountants

Sd/-  
CA Arpit Jain  
Partner  
M.No 409781

Place : Kota  
Dated : 30.05.2022

For and on behalf of Board of Directors  
Chambal Breweries and Distilleries Limited

Sd/-  
Parasram Jhamnani  
(Mg. Director)

Sd/-  
Vinod Jhamnani  
( CFO )

Sd/-  
Raj Kumar Jain  
(Director)

Sd/-  
CS Lalit Modi  
(Company Secretary)

**CHAMBAL BREWERIES & DISTILLERIES LIMITED**  
 CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022

PARTICULARS	As At 31-03-2022 (Rs. In Lacs)	As At 31-03-2021 (Rs. In Lacs)
<b><u>Cash Flow from Operating Activities</u></b>		
'Net Profit before Tax	-551903.00	1,85,531.82
<b>Adjustment for :</b>		
'Depreciation		
'Loss on sales of Fixed Assets		
Profit/Loss on sales of Investments		
'Dividend Income/ Interest Income	(15,92,708.00)	(16,10,508.00)
'Interest Expenses		
'Operating Profit before Working Capital changes	(2144611)	(1424976)
<b>Adjustment for :</b>		
short term loan and advances		
Trade receivables/other current assets	-14020.80	89,007
Current liabilities/ expenses payable	28052.00	(10,988)
'Cash generated from Operation	(2130580)	(1346957)
Less :		
'Taxes Paid		
Net Cash from Operating Activities	(2130580)	(1346957)
<b><u>Cash Flow from Investing Activities</u></b>		
'Purchase of Fixed Assets / Capital Expenditure		
'Sale of fixed Assets		
'Purchase/ Sale of Investments		
Loans and advances	9,60,612.80	9,72,753.00
Interest Received	15,92,708.00	16,10,508.00
'Net Cash from Investing Activities		
<b><u>Cash Flow from Financing Activities</u></b>		
'Repayment of Long Term Loan		
'Short Term borrowings		
'Dividend Paid		
'Interest Expenses		
'Net Cash from Financing Activities		
<b>Net decrease in cash &amp; cash Equivalents (A+B+C)</b>	422741	1236304
Opening Balance of Cash & Cash Equivalents	1924932	688628
Closing Balance of Cash & Cash Equivalents	2347673	1924932
VAG & COMPANY FRN - 003014C Chartered Accountants	Sd/- Parasram Jhamnani (Mg. Director)	Sd/- Vinod Jhamnani ( CFO )
Sd/- CA ARPIT JAIN Membership No. 409781 Place : KOTA Dated : 30.05.2022	Sd/- Raj Kumar Jain (Director)	Sd/- CS Lalit Modi (Company Secretary)

**CHAMBAL BREWERIES AND DISTILLERIES LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**

**A. Equity share capital**

1) Current Reporting period (As at 31.03.2022)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
74887580.00	0	74887580.00	0	74887580.00

2) Previous Reporting period (As at 31.03.2021)

Balance at the beginning of the Previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the Previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
74887580.00	0	74887580.00	0	74887580.00

**B. OTHER EQUITY**

1) Current Reporting period (As at 31.03.2022)

	RESERVE AND SURPLUS		
	Retained Earnings	Securities Premium	Other Reserves if any
Balance at the beginning of the current reporting period	-79075297.26	45183440	
Add: Profit/(Loss) During theyear	-551903.00		
Balance at the end of the current reporting period	-79627200.26	45183440	

2) Previous Reporting period (As at 31.03.2021)

	RESERVE AND SURPLUS		
	Retained Earnings	Securities Premium	Other Reserves if any
Balance at the beginning of the previous reporting period	-79260829.08	45183440	
Add: Profit/(Loss) During theyear	185531.82		
Balance at the end of the previous reporting period	-79075297.26	45183440	

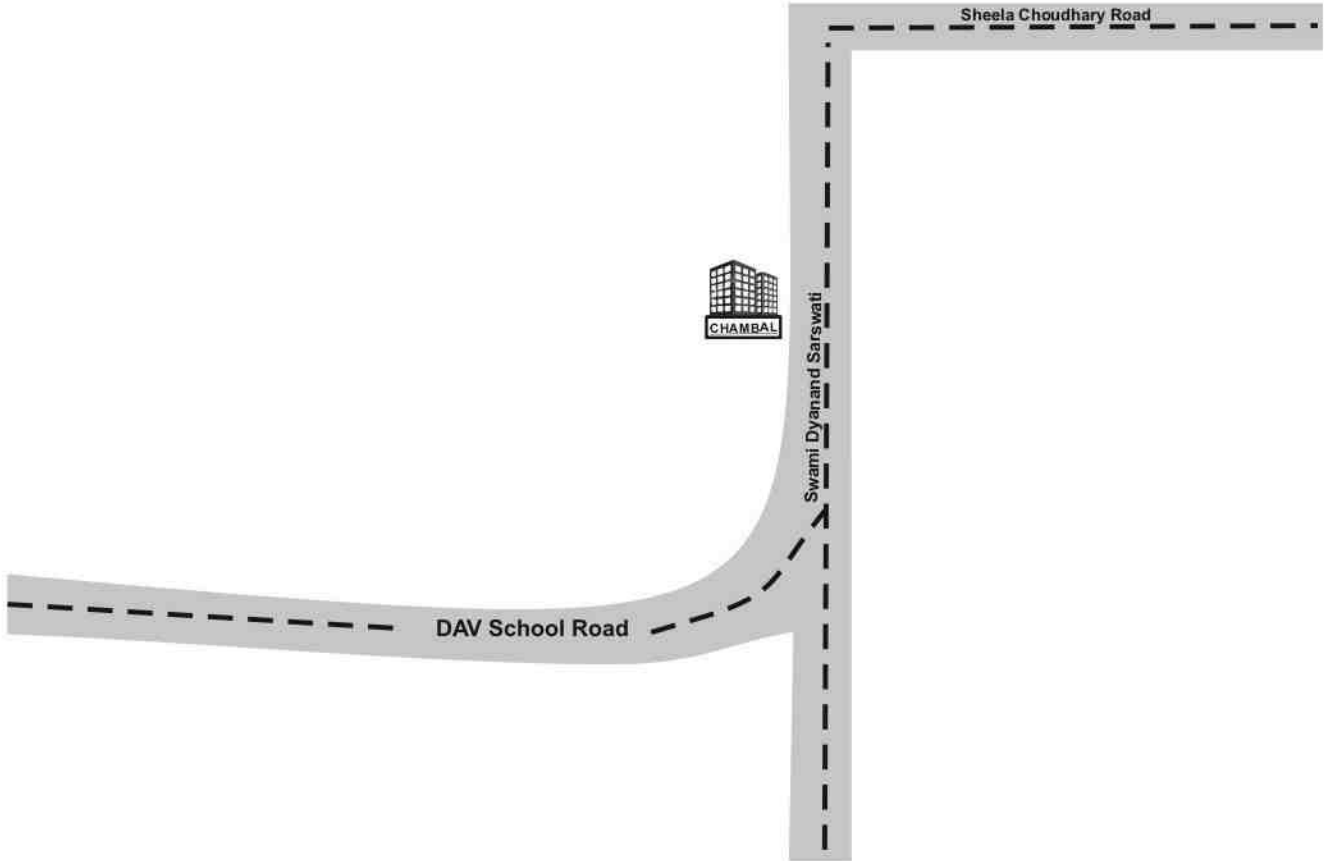
Signed in terms of our report of even date annexed

For VAG & Company  
Firm's Registration No. 003014C  
Chartered Accountants

Sd/-  
CA Arpit Jain  
Partner  
M.No 409781  
Place : Kota  
Dated : 30.05.2022

For and on behalf of Board of Directors  
Chambal Breweries and Distilleries Limited

Sd/- Parasram Jhamnani (Mg.Director)	Sd/- Vinod Jhamnani ( CFO )
Sd/- Raj Kumar Jain (Director)	Sd/- CS Lalit Modi (Company Secretary)



## Root Map of AGM

Notes

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**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 company: Chambal Breweries And Distilleries Limited

CIN: L99999RJ1985PLC046460

Registered office: House No. 30, 2nd Floor, DAV School Kei Pass, Talwandi, Kota, 324005

**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: .....

Address: .....

E-mail ID: .....

Signature .....or failing him/her

2. Name: .....

Address: .....

E-mail ID: .....

Signature .....or failing him/her

3. Name: .....

Address: .....

E-mail ID: .....

Signature .....or failing him/her

As my /our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 37th Annual General Meeting of the Company, to be held on Monday, the 19th Day of September, 2022 at 12.30 P.M. at Registered office of the Company situated at House No. 30, 2nd Floor, DAV School Kei Pass, Talwandi, Kota, 324005 and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso. No.	Description	For*	against*
1	To adopt the <b>Audited Financial Statements</b> of the Company for the year ended on March 31, 2022 , together with the reports of the Auditors and the Board of Directors thereon		
2	To appoint a Director in place of <b>Ms. Amrita Modi (DIN: 07761166)</b> , who retires by rotation and being eligible, offers herself for re - appointment		
3	To Re -appoint <b>Mr. Parasram Jhamnani (DIN: 01266196)</b> as Chairman and Managing Director of the Company		

Signed this..... Day of .....2022.

Signature of shareholder.....

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

Affix  
Rs. 1  
Revenue  
Stamp

**Note :**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 before the commencement of the Meeting.**
- \* This is only optional, please put a "✓" in the appropriate columns against the resolutions indicated in the Box. If you leave the 'for' or 'against' columns blank against any or all the resolutions, your proxy will be entitled to vote in manner as he/ she thinks appropriate.**



**Chambal**

Breweries & Distilleries Limited