

MADHAV MARBLES AND GRANITES LIMITED

CIN: L14101RJ1989PLC004903

Regd. Office: First Floor, "Mumal Towers", 16, Saheli Marg, Udaipur (Raj.) 313 001

Phone: 91-0294-2981666, E-mail:investor.relations@madhavmarbles.com

Website: www.madhavmarbles.com

06/09/2021

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001
Scrip Code: 515093

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra East
Mumbai-400051
Scrip Code: MADHAV

Sub: Annual Report for FY 2020-2021

Dear Sir

Pursuant to Regulation 30 read with Para A of Part A of Schedule III and Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith, the Annual Report of the Company for the Financial Year 2020- 2021, containing inter alia, the Notice of the 32nd Annual General Meeting ("AGM") of the Company scheduled to be held on Thursday, September 30, 2021 at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Annual Report of the Company for the Financial Year 2020-2021 comprising of, inter alia, Audited Standalone and Consolidated Financial Statements, Reports of the Board of Directors and the Statutory Auditors for the Financial Year ended March 31, 2021, Notice of the AGM is also available on the website of the Company, viz., www.madhavmarbles.com

The remote e-voting period commences on Monday, September 27, 2021 (at 9.00 a.m. IST) and ends on Wednesday, September 29, 2021 at 5.00 p.m. IST. During this period, the Shareholders of the Company, holding-shares either in physical form or in dematerialized form, as on the cut-off date for the purpose of E -voting, i.e., Thursday, September 23, 2021, may cast their votes by remote e-voting.

This is for your information and dissemination.

Sincerely

For **Madhav Marbles and Granites Limited**


Priyanka Manavkar
Company Secretary



MADHAV

leaders in quality

Natural Stone Surfaces

Invest: Innovate: Lead

Annual Report

2020-2021

www.madhavmarbles.com

celebrating **32**
years of
trust



Late Shri Sudhir Doshi

Whole Time Director

*Following your principles of perseverance,
integrity and commitment*

In reverence & remembrance
Management & Staff

Madhav Marbles and Granites Limited

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Corporate Information

Board of Directors

Independent Directors

- **Mr. Ravi Kumar Krishnamurthi, Board's Chairman**
- **Mr. Roshan Lal Nagar**
- **Mr. Prakash Kumar Verdia**
- **Ms. Swati Yadav**

Executive Directors

- **Mr. Madhav Doshi**
- **Mrs. Riddhima Doshi**
Additional and Whole Time Director
w.e.f. February 01, 2021

Key Executives

- **Mr. S. Panneerselvam, CFO**
- **Ms. Priyanka Manawat, CS**

Bankers

HDFC Bank
State Bank of India

Registrar and Share Transfer Agents

Ankit Consultancy Private Limited
60, Electronic Complex
Pardeshipura
Indore-452010

Auditors

Statutory Auditors

M/s L.S. Kothari & Co.
Chartered Accountants, Jaipur

Secretarial Auditor

Ronak Jhuthawat & Co.
Company Secretaries, Udaipur

Registered Office:

First Floor, "Mumal Towers"
16, Saheli Marg, Udaipur-313001
CIN: L14101RJ1989PLC004903
Tel: 0294-2981666

Website: www.madhavmarbles.com

Email: investor.relations@madhavmarbles.com, madhavnorth@madhavmarbles.com

Message from CEO

Dear Shareholders

We all will one day look back on 2020 as one of the most difficult and extraordinary years of our times. The Covid-19 pandemic has caused pain and suffering for so many and we have seen reminders of the social and environmental challenges demanding our quick and collective response.

With deep regret we report the sad demise of Shri Sudhir Doshi, Whole Time Director on November 30, 2020. He played a pivotal role and his guidance, vision and expertise helped the company steer through various stages in the business.

We as "MADHAV" family place on record their highest gratitude and appreciation for his leadership and encouragement to all of us during his tenure.

On business front, despite being in difficult and volatile circumstances in first quarter of FY 20-21, from second quarter onwards; normalcy started resuming and we were reasonably able to mitigate the pandemic impact with our resilience, strict safety measures, fulfilling pending orders, proper financial planning, a dedicated workforce and an experienced Board and management.

Our sales ended at Rs 618.89 million in FY2021 as compared to Rs 602.85 million in FY2020. Profit before Tax stood at Rs 45.16 million in FY2021 as against Rs 31.84 million in FY2020.

In the month of June, 2021, we also successfully commenced commercial production at our Engineered Stone Plant at Oman and gradually we are increasing production volumes and color and design options to meet the customer taste and demand.

The business environment is still uncertain with challenging and changing market and industry dynamics. Our top priority during the current fiscal will be continuity of operations, cost optimization, meeting customer expectations and also keeping safety of labours and employees as utmost important and need of the hour.

We are grateful for your trust, support, and confidence placed in Madhav Marbles and Granites Limited

Madhav Doshi
CEO & Managing Director

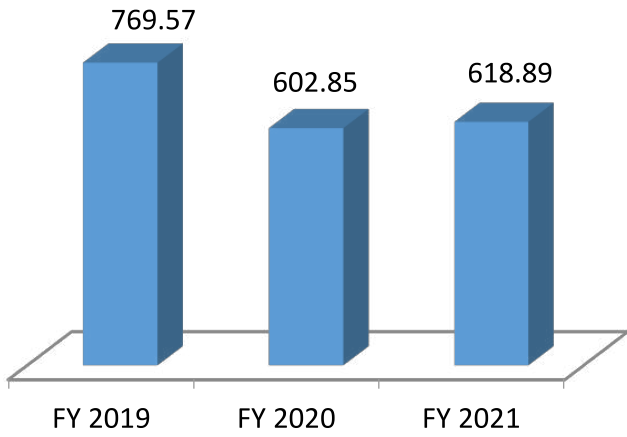
Financial Highlights

(₹ in million)

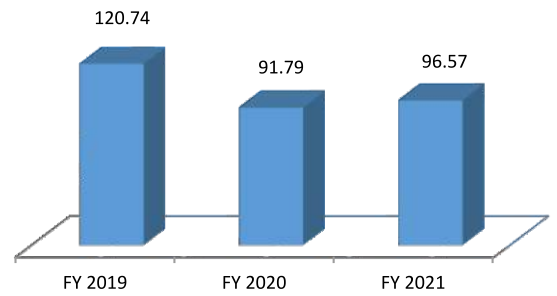
	2020-2021	2019-2020	2018-2019
Statement of Profit and Loss			
Revenue from Operations	618.89	602.85	769.57
Other Income	45.10	67.25	48.88
EBIDTA	96.57	91.79	120.74
Pre-Tax Profit	45.16	31.84	60.15
Post Tax Profit	43.20	21.82	46.12
Balance Sheet			
Property Plant and Equipment	324.732	368.471	413.38
Investments	13.05	19.76	25.47
Equity Share Capital	89.47	89.47	89.47
Net Worth	1349.37	1304.82	1285.57
Key Ratios			
Earning Per Share (EPS)	4.83	2.44	5.15
Book Value Per Share	150.82	145.84	143.69
Return On Capital Employed (%)	3.56	3.09	5.25
Return On Net Worth (%)	3.20	1.67	3.59
Debt Equity Ratio	0.06	0.05	0.14

Financial and Operational Highlights

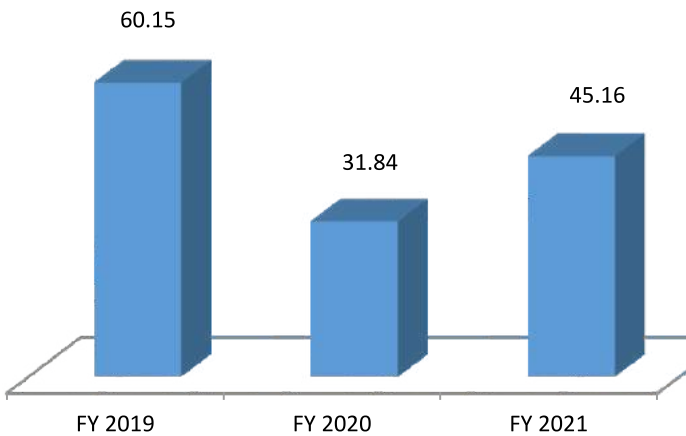
Revenue from Operations (In million)



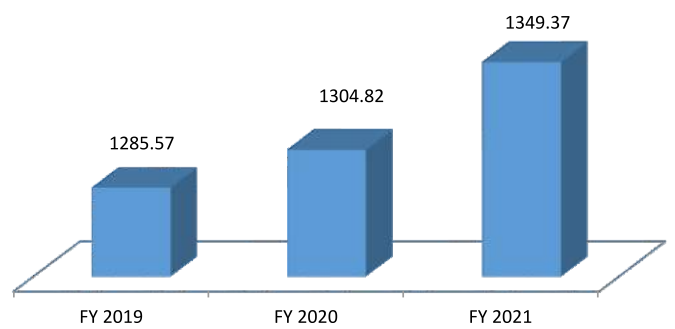
EBIDTA (In million)



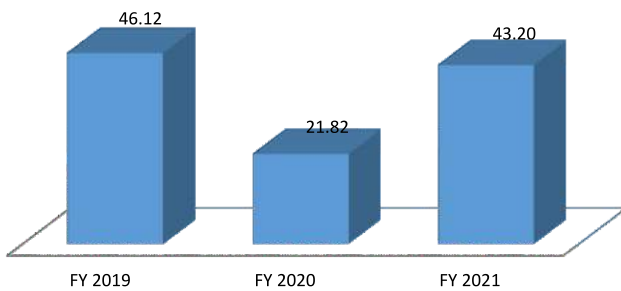
Pre Tax Profits (In million)



Net Worth (In million)

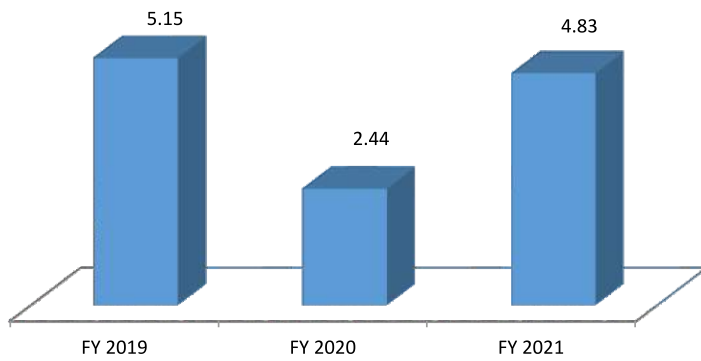


Post Tax Profits (In million)

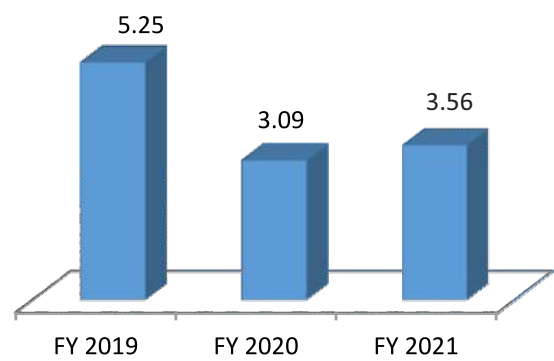


Driving Valuations

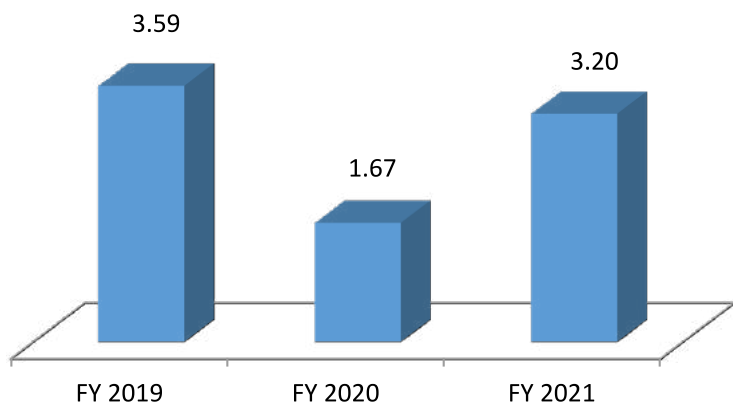
Earning Per Share (EPS)



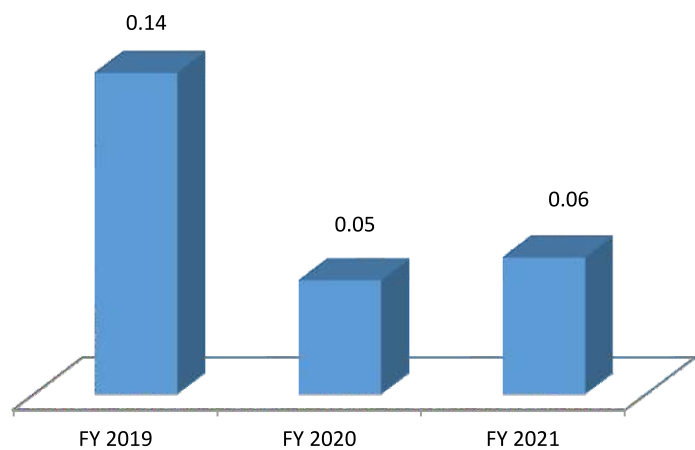
ROCE %



RONW %



Debt Equity Ratio



NOTICE of the Annual General Meeting

NOTICE is hereby given that the 32nd Annual General Meeting of Madhav Marbles and Granites Limited will be held on Thursday, September 30, 2021 at 11:00 a.m. IST through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at First Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001.

Ordinary Business:

1. To receive, consider and adopt:
 - a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of Board of Directors and Auditors thereon.
 - b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the financial year ended March 31, 2021
3. To appoint a Director in place of Mr. Madhav Doshi (DIN: 07815416), who retires by rotation, and being eligible, offers himself for re-appointment.

Special Business:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution: Regularization of appointment of Mrs. Riddhima Doshi (DIN: 07815378) as Director**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, Mrs. Riddhima Doshi (DIN: 07815378), who was appointed as an Additional Director of the Company with effect from February 01, 2021 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation

RESOLVED FURTHER THAT the Board and/or Company Secretary be and are hereby authorized severally to do and perform all such acts, deeds, matters and things, as may be necessary, proper, expedient or incidental, to give effect to the above resolution."

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution: Appointment of Mrs. Riddhima Doshi (DIN: 07815378) as Whole Time Director of the Company**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee of the Company, the consent of members be and is hereby accorded for the appointment of Mrs. Riddhima Doshi (DIN: 07815378) as Whole Time Director of the Company for a period of three (3) years with effect from February 01, 2021 to January 31, 2024, liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Mrs. Riddhima Doshi and in accordance with the Act or such other applicable provisions or any amendment thereto

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto”.

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution: Re-appointment of Mr. Madhav Doshi (DIN: 07815416) as CEO and Managing Director of the Company**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee of the Company, the consent of members be and is hereby accorded for the re-appointment of Mr. Madhav Doshi (DIN: 07815416) as CEO and Managing Director of the Company for a period of three (3) years with effect from May 01, 2021 to April 30, 2024, liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said re-appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Mr. Madhav Doshi and in accordance with the Act or such other applicable provisions or any amendment thereto

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto”.

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution: Approval of Related Party Transactions**

“**RESOLVED THAT** pursuant to the provisions of the Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, in this regard including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, approval of the Members be and is hereby accorded, to the related party transaction(s), between the Company and Madhav Ashok Ventures Private Limited, Subsidiary Company and Madhav Surfaces LLC (FZC), Oman, JV of the Subsidiary Company, both being related party during the financial year 2021-22, entered or to be entered at arm's length and in the ordinary course of business of the Company with due approval of the Audit Committee of the Board of Directors of the Company, as may be required, as detailed in the explanatory Statement annexed to this notice

RESOLVED FURTHER THAT the Company Secretary of the Company be and is hereby authorised severally to settle any difficulty that may arise and do all such acts, deeds and things as may be required in this connection.”

By order of the Board
For **Madhav Marbles and Granites Ltd.**

Priyanka Manawat
Company Secretary

Udaipur, September 04, 2021

Notes:

- i. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and the additional information pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 in respect of Director proposed for appointment/re-appointment at the Meeting are annexed hereto.
- ii. The Company has fixed Thursday, September 23, 2021 as the 'Record Date' for determining entitlement of members to final dividend for the financial year ended March 31, 2021, if approved at the AGM. The Register of Members and Share Transfer Books will remain closed from Friday, September 24, 2021 to Thursday, September 30, 2021 (both days inclusive) for the purpose of payment of the dividend for the financial year ended March 31, 2021 and the AGM.
- iii. Dividend on Equity Shares (subject to deduction of tax at source) will be made payable to those shareholders whose names stand on the Company's Register of Members as on Book closure dates. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership furnished by the depositories for this purpose. Dividend on equity shares, if declared at the AGM will be paid/despatched after 4th October, 2021.
- iv. Pursuant to the requirement of the Income-tax Act, 1961, the Company will be required to withhold taxes as may be required, at the prescribed rates on the dividend paid to its shareholder. The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company
- v. Members are hereby informed that dividends which remain unclaimed/unencashed over a period of 7 years have to be transferred by the Company to the Investor Education & Protection Fund (IEPF) established by the Central Government.
- vi. Unclaimed/un-encashed dividend declared by the Company for the year ended March 31, 2014 would be transferred to the said fund in the month of October, 2021. Shareholders are advised to send all the unencashed dividend warrants to the Registered Office of the Company for revalidation and encash them immediately. Unclaimed/Unencashed dividend up to the years ended March 31, 2013 have already been transferred to the IEPF.
- vii. Further, pursuant to the provision of Section 124(6) of the Companies Act 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to the demat account of the Investor Education and Protection Fund authority ('IEPF Authority') The Members/claimants whose shares, unclaimed dividend, etc. have been transferred to the IEPF Authority may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on iepf.gov.in) as per the procedure prescribed in the IEPF Rules.
- viii. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31.03.2021 on the website of the Company (www.madhavmarbles.com) as also on the Ministry of Corporate Affairs website (www.mca.gov.in)
- ix. Members are requested to notify change in their address, if any, immediately to the Company's Registrar, Ankit Consultancy P. Ltd., 60, Electronic Complex, Pardeshipura, Indore-452010
- x. All the documents referred in the accompanying notice will be available for inspection through electronic mode on all working days till the date of this Annual General Meeting.

Voting through electronic means

- i. The Company is pleased to provide members, facility to exercise their right to vote on resolutions proposed to be considered at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("e-voting") will be provided by Central Depository Services Limited (CDSL).
- ii. In view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular no. 02/2021 dated January 13, 2021. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

- iii. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- iv. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- v. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- vi. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM.
- vii. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.madhavmarbles.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

Instructions to Shareholders for remote e-voting and e-voting during AGM and joining meeting through VC/OAVM are as under:

- i. The voting period begins on Monday, 27.09.2021 at 9.00 am (IST) and ends on Wednesday, 29.09.2021 at 5.00 pm (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23.09.2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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.

- iv. 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 and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) 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 or joining virtual meeting & voting during the meeting. 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. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsd.com 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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 or joining virtual meeting & voting during the meeting.

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
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

- v. Login method for e-Voting and joining virtual meetings 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.
 - 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 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:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • 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.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • 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.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. 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.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN relevant for Madhav Marbles and Granites Limited.
- x. 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.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. 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.
- xvi. Facility for Non – Individual Shareholders and Custodians –For Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
 - 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 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 at the email address viz; csronakjhuthawat@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders attending the AGM through VC/OAVM & e-voting during meeting are as under:

- i. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- iii. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- iv. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- v. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- vi. Shareholders who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request in advance at investor.relations@madhavmarbles.com on or before September 25, 2021 mentioning their name, demat account number/folio number, email id, mobile number. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- vii. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- viii. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Process for those Shareholders whose Email I.D. is not registered with the Company/Depositories:

- i. 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 : rtaindore@gmail.com
- ii. For Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP).
- iii. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- iv. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43. 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 Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.
- v. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date 23.09.2021 only shall be entitled to avail the facility of e-voting. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “e-voting” for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.
- vi. The Company has appointed Shri Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretary in practice as Scrutinizer to scrutinize the voting (at AGM venue) and remote e-Voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the purpose of ascertaining the requisite majority.
- vii. The Scrutinizer shall after the conclusion of voting at the general meeting, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- viii. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.madhavmarbles.com) and on Service Provider's website (www.evotingindia.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

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

The following Explanatory Statement sets out the material facts relating to the business under item Nos. 4, 5, 6 & 7 of the accompanying notice dated September 04, 2021

Item No. 4

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company have appointed Mrs. Riddhima Doshi as an Additional Director in the category of Executive Director w.e.f February 01, 2021, liable to retire by rotation, subject to consent of the Members of the Company at the ensuing AGM.

As an Additional Director, Mrs. Riddhima Doshi, holds office till the date of the AGM and is eligible for being appointed as an Executive Director. The Company has received necessary declaration(s) from Mrs. Doshi confirming that she meets the criteria as prescribed under the Companies Act, 2013 (the Act) and is not disqualified from being appointed as a Director under provisions of Section 164 of the said Act.

The directors believe that Mrs. Riddhima Doshi, induction on the Board will support in broadening the overall expertise of the Board. She also has a background in Banking, Taxation and Corporate Management

Except Mr. Madhav Doshi, Mrs. Riddhima Doshi and their relatives to the extent of their Shareholding interest, in the Company, none of the other Directors/Key Managerial Personnel and their respective relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out in Item no. 4.

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

Item No. 5

Mrs. Riddhima Doshi is associated with the Company since 2010 and on the recommendation of the Nomination & Remuneration Committee was appointed as Whole Time Director by the Board of Directors of the Company at their meeting held on February 12, 2021 subject to consent of the Members of the Company at the ensuing AGM.

Being at key position in the Company, she is actively involved in Banking and Finance decisions, Corporate Management and policy making. Her association as a Key Managerial Personnel will further strengthen Board's composition and her contribution and efforts will lead the Company towards a successful path.

The Board, while appointing Mrs. Riddhima Doshi as the Whole Time Director of the Company, considered her background, experience and contributions to the Company.

This should be treated as an abstract/memorandum of the terms and conditions of appointment and memorandum of interest of the respective appointee as required under section 190 of the Act

The material terms of re-appointment and remuneration as contained in the agreement are given below:-

- Salary: Rs.300000/- per month with yearly increment to be decided by the Board of directors based on the recommendation/approval of the Nomination and Remuneration Committee
- Bonus: Bonus will be paid as per the rules of the Company.
- Perquisites: In addition to salary and bonus, the following perquisites shall be paid, which are as follows:
 - Club Fees: Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.
 - Medical/Personal Accident Insurance: Premium not to exceed Rs.20000/- per annum
 - Reimbursement of Medical Expenses: Equivalent of One month salary a year
 - Company's Contribution towards Provident Fund Superannuation Fund: Company's Contribution towards Provident Fund and Superannuation Fund will be as per the rules of the Company
 - Gratuity: Gratuity payable will not exceed half a month's salary for each completed year of service.

The Whole Time Director shall be entitled to be paid/reimbursed by the Company all travelling, board and lodging during business trips, entertainment and other out-of-pocket business promotion expenses, costs, charges and expenses as may be incurred by her for the purpose of or on behalf of the Company or as may be approved by the Nomination and Remuneration Committee and/or the Board.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during her tenure, the Company has no profits or its profits are inadequate, the Company will pay aforesaid remuneration as minimum remuneration.

As per Section 197 of the Companies Act, 2013, the remuneration payable to any one managing director or whole-time director or manager shall not exceed five per cent of the net profits of the Company and if there is more than one such director, remuneration shall not exceed ten per cent of the net profits to all such directors and manager taken together.

Further as per 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("the Listing Regulations") vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- i. the annual remuneration payable to such executive director exceeds Rs. 5 crores or 2.5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or
- ii. where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the Company.

During the proposed tenure of Mrs. Riddhima Doshi, the annual remuneration payable to her and the aggregate annual remuneration, may exceed the limits as contemplated in Regulation 17(6)(e) of the Listing Regulations and Section 197 of the Companies Act. This necessitates seeking the approval of the members of the Company by way of special resolution during the tenure of her appointment i.e. upto January 31, 2024 in order to comply with Listing Regulations and Companies Act, 2013.

In terms of the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, ("Act"), as amended or re-enacted from time to time, read with Schedule V to the Act and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015 the approval of the members of the Company is being sought for appointment and approve the remuneration of Mrs. Riddhima Doshi as Whole Time Director of the Company, accordingly your directors commend to pass the resolution as set out in Item No. 5 as Special resolution

Except Mr. Madhav Doshi, Mrs. Riddhima Doshi and their relatives to the extent of their Shareholding interest, in the Company, none of the other Directors/Key Managerial Personnel and their respective relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out in Item no. 5.

Item No. 6

Mr. Madhav Doshi was appointed as the CEO and Managing Director of the Company for a period of three years effective May 01, 2018 and the said appointment was approved by the Shareholders at their Annual General Meeting held on August 11, 2018.

Based on the recommendation of the Nomination and Remuneration Committee, the Board on May 29, 2021, re-appointed Mr. Madhav Doshi as the CEO and Managing Director of the Company, liable to retire by rotation, for a further period of three years effective May 01, 2021 through April 30, 2024, subject to approval of the Shareholders. The Board, while re-appointing Mr. Madhav Doshi as the CEO and Managing Director of the Company, considered his background, experience and contributions to the Company.

Mr. Madhav Doshi is actively involved in business operations since 2009 and possesses a deep knowledge of Granite and Stone Industry and Business Development. Under his leadership, the Company is progressing well and has also diversified into Quartz business. He also manages the overall planning and general business strategies.

Mr. Doshi is a member of Young President Organization (YPO) and is actively associated with it.

This should be treated as an abstract/memorandum of the terms and conditions of appointment and memorandum of interest of the respective appointee as required under section 190 of the Act

The material terms of re-appointment and remuneration as contained in the agreement are given below:-

1. Tenure of re-appointment: Three (3) years commencing from May 01, 2021
2. The period of office of Mr. Madhav Doshi shall be liable to determination by retirement of directors by rotation.
3. Remuneration
 - Salary: Rs.3,70,000/- per month with yearly increment to be decided by the Board of directors based on the recommendation/approval of the Nomination and Remuneration Committee
 - Variable Pay: Performance linked bonus as may be decided by the Board of Directors from time to time subject to a maximum of 3 % of the net profits of the company for each financial year computed in the manner prescribed under section 198 of the Companies Act, 2013 or any statutory modification thereto.
 - Perquisites: In addition to salary and variable pay, the following perquisites shall be paid, which are as follows:
 - Residential accommodation or House Rent Allowance @ 30% of the Basic Salary
 - Expenses pertaining to gas, electricity, water and other utilities will be borne/reimbursed by the Company.
 - Company shall provide such furniture and furnishings as may be required.
 - Reimbursement of actual medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges for himself and family.
 - Reimbursement of all the expenses i.e. travel fare, lodging, boarding, conveyance and other expenses incurred for self and family members during the leave travel holidays period whenever undertaken whether in India or abroad.
 - Club/Organization Fees: Membership and Annual fees of Young President Organization (YPO) is allowed as Perquisite.
 - Personal Accident / Medical Insurance: Premium not to exceed Rs. 20000 per annum
 - Use of Company maintained cars with driver for business and personal use (Not to be considered as Perquisites)
 - Reimbursement of Mobile/Telephone Expenses (Not to be considered as Perquisites)
 - Company's Contribution towards Provident Fund: Contribution to Provident Fund and Superannuation Fund or Annuity Fund will not be included in the ceiling of perquisites to the extent these either singly or put together are not taxable under the Income Tax Act, 1961
 - Gratuity: Gratuity payable shall not exceed half a months' salary for each completed year of service
 - Encashment of Leave: Not Permissible
 - Reimbursement of all expenses incurred in connection with the business of the Company
 - Any other one time/periodic retirement allowance/benefits as may be decided by the Board at the time of retirement

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during his tenure, the Company has no profits or its profits are inadequate, the Company will pay aforesaid remuneration as minimum remuneration.

As per Section 197 of the Companies Act, 2013, the remuneration payable to any one managing director or whole-time director or manager shall not exceed five per cent of the net profits of the Company and if there is more than one such director, remuneration shall not exceed ten per cent of the net profits to all such directors and manager taken together.

Further as per 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“the Listing Regulations”) vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- i. the annual remuneration payable to such executive director exceeds Rs. 5 crores or 2.5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or
- ii. where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the Company.

The members of the Company in their AGM held on September 30, 2019 had approved payment of remuneration to Mr. Doshi as per Regulation 17(6)(e) for remaining of his tenure which has expired on April 30, 2021. Further, during the proposed tenure of Mr. Madhav Doshi, the annual remuneration payable to him and the aggregate annual remuneration, may exceed the limits as contemplated in Regulation 17(6)(e) of the Listing Regulations and Section 197 of the Companies Act. This necessitates seeking the approval of the members of the Company by way of special resolution during the tenure of his re-appointment i.e. upto April 30, 2024 in order to comply with Listing Regulations and Companies Act, 2013.

In terms of the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”), as amended or re-enacted from time to time, read with Schedule V to the Act and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015 the approval of the members of the Company is being sought for re-appointment and approve the remuneration of Mr. Madhav Doshi as CEO and Managing Director of the Company, accordingly your directors commend to pass the resolution as set out in Item No. 6 as Special resolution

The Board recommends the resolution set forth in Item No. 6 for the approval of the Members.

Statement containing the information as required under section II of Part II of Schedule V of the Companies Act, 2013:

I. General Information

i. Nature of industry

The company is inter-alia engaged in the business of manufacture of Granite Tiles and Slabs and trading of Marbles and Granite. The Company has manufacturing unit located at Salem, Tamil Nadu.

ii. Date or expected date of commencement of commercial production

The Company is an existing Company and has already commenced its business.

iii. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.

Not applicable.

iv. Financial performance (Standalone) based on given indicators

Particulars	Amount in Million	
	FY 2020-2021	FY 2019-2020
Net Sales and Other Income	663.99	670.09
Operating Profits	96.57	91.77
Profit before Tax	45.16	31.84
Profit after Tax	43.20	21.82

v. Foreign investments or collaborations, if any

Company's Subsidiary Madhav Ashok Ventures Private Limited has made Investment in Joint Venture namely Madhav Surfaces LLC, Oman.

II. Information about the Appointee

i. Background details

As given in explanatory statement to Item No. 4, 5 and 6

ii. Past remuneration:

Remuneration paid to Mr. Madhav Doshi for the period from April 01, 2020 to March 31, 2021 is Rs.95.53 Lakhs.

Remuneration paid to Mrs. Riddhima Doshi for the period from April 01, 2020 to March 31, 2021 is Rs. 34.61 Lakhs.

iii. Recognition or awards:

Nil

iv. Job profile and suitability

Mr. Madhav Doshi as the CEO and Managing Director has been managing the overall business and operations. The Company has made good progress under his stewardship. In view of his vast experience, his reappointment as the Chairman and Managing Director would be in the best interests of the Company.

Mrs. Riddhima Doshi in her past role as President was involved in day to day decision making in particular related to Finance and Taxation. She also played a key role in discussion, workings, negotiations and setting up of Engineered Stone Plant at Oman through Subsidiary Company Madhav Ashok Ventures Private Limited.

The Executive Directors shall have all powers and duties as the Board may determine from time to time.

v. Remuneration proposed

Details of proposed remuneration have been disclosed in aforesaid points.

vi. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Taking into consideration the size of the company, profile of Mr. Madhav Doshi and Mrs. Riddhima Doshi, responsibility shouldered by them and the industry standard, the remuneration paid is commensurate with the remuneration packages paid to Managerial Personnel in similar other companies

vii. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Mr. Madhav Doshi belongs to Promoter Group of the company. He individually holds 9 % equity share capital of the Company. He is also having interest to the extent of the remuneration which he may draw from the Company being the CEO and Managing Director and dividend as may be declared by the Company. His relatives have also rented out office premises to the Company on terms approved by the Board.

Mrs. Riddhima Doshi belongs to Promoter Group of the company. She individually holds 0.46% equity share capital of the Company. She is also having interest to the extent of the remuneration which she may draw from the Company being the Whole Time Director and dividend as may be declared by the Company.

Mr. Madhav Doshi and Mrs. Riddhima Doshi are related to each other.

III. Other Information

- **Reasons for loss or inadequate profits:** The Company has reported positive performance for the FY 2020-21. But still being a 100 % Export Oriented Unit, any major economic or political change in overseas geographies will have an impact on topline numbers of the Company. Other factors such as general economic slow-down, heightened volatility in currency exchange rate, Non-availability of good quality rough granite blocks and sharp increase in their prices, shipment costs might impact turnover and profitability in subsequent years.

- **Steps taken or proposed to be taken for improvement**

The management is adopting the following measures to improve the profitability

- ◆ Widening of customer base and better market penetration
- ◆ Technology up-gradation by way of investing in state of the art machinery to meet stringent quality requirements of customers
- ◆ Focus on significant improvements in operating costs.
- ◆ Cost control in all areas.
- ◆ Diversification into Engineered Stone Business which is in huge demand

- **Expected increase in productivity and profits in measurable terms**

The Company expects that productivity and profitability will improve with all the efforts and steps taken as stated above and performance would be comparable with the industry average.

IV. Disclosure :

Remuneration package of the managerial person: Fully described in the explanatory statement as stated above.

Disclosures in the Board of Directors' report under the heading 'Corporate Governance' included in Annual Report FY 2020-21: The requisite details of remuneration etc. of Directors are included in the Corporate Governance Report. forming part of the Annual Report of FY 2020-21 of the Company

Item No. 7

The Company incorporated Madhav Ashok Ventures Private Limited (MAVPL) as a Subsidiary Company which entered into a JV namely Madhav Surfaces LLC (FZC) (MSL) for setting up engineered Stone plant at Oman. Both MAVPL and MSL are related parties of the Company.

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The material related party transactions requires approval of the Shareholders by passing a Resolution and in respect of voting on such resolution(s), the said related party shall abstain from voting.

The transactions with related parties will mainly be in the nature of Current Account Expenses, Office Space Invoice, Rent, Diesel Expenses Claim, rendering of any services and settlement of urgent Liability/payment on behalf of related parties. It is estimated that during the financial year 2021-2022, the total value of such transactions will aggregate upto INR 40 Lakhs.

The purpose of entering into the transactions is to optimize operational costs, provide training to key people who will join the JV Company at Oman, and settlement of any urgent liability to avoid penal costs

The transactions are in the interest of the Company and aimed at enhancing the operational efficiencies.

Although the transactions entered/proposed to be entered with related parties will not exceed the limit of 10% of the Company's consolidated annual turnover for the financial year ended March 31, 2021, still the Company consider it desirable to obtain approval of the shareholders for the related party transactions entered/to be entered with related parties pursuant to Regulation 23 of the Listing Regulations.

The proposed transactions will be with due approval of the Audit Committee of Directors of the Company.

The Board recommends aforesaid resolution for the approval of the members.

Except Mr. Madhav Doshi and Mrs. Riddhima Doshi, none of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid resolution

Annexure A

(For Item Nos. 4, 5 and 6 of the Notice)

Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting in pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 issued on General Meetings by The Institute of the Company Secretaries of India:

	Mr. Madhav Doshi	Mrs. Riddhima Doshi
DIN	07815416	07815378
Date of Birth	18/07/1986	07/02/1986
Date of first appointment in the current designation	01/05/2018	01/02/2021
Qualification	B.E. (Computer Science)	M.B.A
Expertise	Business Management including functional expertise in Sales, Marketing & Corporate management	Banking, Finance and Taxation
Number of Board Meetings attended during the year	6 out of 7	1 out of 1
Board Memberships of other Companies as on March 31, 2021	Rajdarshan Industries Ltd. Rupal Holdings P Ltd. Mumal Marketing P Ltd Emerald Construction Co. P. Ltd. Lakecity Buildcon P. Ltd. Rajdarshan Hotels P. Ltd. Madhav Natural Stone Surfaces P. Ltd. Madhav Ashok Ventures P. Ltd.	Adheeraj Trade Links P. Ltd. Rupal Holdings P Ltd. Madhav Natural Stone Surfaces P. Ltd. Madhav Ashok Ventures P. Ltd.
Chairmanship(s)/Membership(s) of Committees of other Companies as on March 31, 2021	One	-
Shareholding in Company	805441 Shares	41104 Shares
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Mr. Madhav Doshi and Mrs. Riddhima Doshi are related to each other.	
Terms and Conditions of appointment or re-appointment	Director liable to retire by rotation	
Last drawn remuneration:	Details mentioned in Corporate Governance Report	

Board's Report

**To
The Members**

The Board of Directors are pleased to present the 32nd Annual Report of the Company along with the audited financial statements (standalone and consolidated) for the financial year 2020-21.

(Rs. in million)

Particulars	Standalone		Consolidated	
	FY 2019-2020	FY 2018-2019	FY 2019-2020	FY 2018-2019
Revenue from Operations	618.89	602.85	620.19	603.05
Profit before Tax	45.16	31.84	8.71	29.51
Profit after Tax	43.20	21.82	6.21	20.03
Share of Net Profit of associates	-	-	(10.56)	-
Other Comprehensive Income(net of tax)	0.00	0.00	0.00	0.00
Total Comprehensive Income	43.20	21.82	(4.35)	20.03
Attributable to:				
Shareholders of the company	43.20	21.82	9.18	20.74
Non-Controlling Interest	-	-	(13.53)	(0.72)
Earning Per Share (EPS)	4.83	2.44	(0.49)	2.24

Overview of Company's Financial Performance:

On standalone basis

Your Company's standalone total revenues were Rs. 663.99 million as against Rs. 670.09 million in the previous year. Profit before tax stood at Rs.45.16 million in FY 21 against Rs. 31.84 million in FY 20; profit after tax for FY 21 was Rs. 43.20 million compared to Rs. 21.82 million in the previous year.

Consolidated revenues

Your Company's consolidated total revenues were Rs. 654.16 million in FY 21 in comparison with Rs. 670.29 lakhs in FY 20. The Company's profit before Tax stood at Rs. 8.71 million as against Rs.29.51million in FY 20

Economic and Business scenario

The adverse economic impact of the COVID 19 pandemic across sectors characterized the performance of business and industry last year. The need for protection became predominant as the global economy encountered one of its biggest challenges. As countries entered into lockdowns, global commerce declined and the global economy de-grew for the first time in years. Your Company had monitored the situation closely and operations were being ramped up in a phased manner taking into account the directives of the government.

During the year under review, the Company has done quite well in not only limiting its downside but also in posting relatively better results when compared to previous year.

Scarcity of Raw Material continues to be a biggest challenge with continual closure of quarries for almost six year in a row. Presently, the Industry also facing Shipment challenges on account of Container/vessel unavailability and very high container costs if available. We expect that the situation will normalize soon.

Subsidiary Companies

Madhav Natural Stone Surfaces Private Limited

The Company had incorporated Subsidiary Company Madhav Natural Stone Surfaces Private Limited in October 2018 for setting up of Engineered Stone Project at Udaipur, Rajasthan. But later in May, 2019, a U.S. producer submitted a petition in the U.S. Department of Commerce (USDOC) and the U.S. International Trade Commission (USITC) to investigate alleged dumping by and subsidies to Indian quartz surface producers and to levy countervailing duty (CVD) and anti-dumping (AD) against imports from India. Due to pending investigations, the project at Udaipur was kept on status quo.

Final Decision by USDOC was announced on April 27, 2020 in which the AD and CVD has been reduced drastically but the CVD and AD rates are subject to further adjustment through administrative reviews to be completed by the USDOC. First administrative review for each of CVD and ADD was expected to commence in July 2021.

The Board of Subsidiary is exploring option of taking mining lease of quartz and setting up a processing unit of Quartz powder which is used as raw material for manufacturing of engineered stone. The discussion is in very initial stages and if the business option is found economical and profitable then further actions will be taken.

Madhav Ashok Ventures Private Limited

As informed to the members in 31st Annual Report, Company's Subsidiary Madhav Ashok Ventures had entered into JV with Al Khanjar Commercial Agencies, LLC, Oman for setting up an Engineered Stone manufacturing unit thereat.

The JV Company was registered as Madhav Surfaces LLC (FZC) and Madhav Ashok Ventures Private Limited (Subsidiary) is fifty percent stakeholder in it.

The trial run of Plant and Machinery was successfully completed and commercial Production had commenced from June 04, 2021. The Company will now be able to cater demand of Engineered Stone at US, European and Middle East Markets

A statement containing salient features of the financial statements of our subsidiaries in the prescribed Form AOC-1 is presented in a separate section forming part of the financial statements.

Transfer to Reserves

Your Company does not propose to transfer amounts to the general reserve out of the amount available for appropriation.

Dividend

The board has recommended a payment of dividend of Re. 0.50 per share of the face value of Rs. 10.00 each for the financial year 2020-21. The dividend amount, as above, once declared at the thirty second annual general meeting, will be paid to those members, whose names appear in the Register of Members/List of Beneficial Owners as on Record Date.

Share Capital

The paid up share capital of the company as on March 31, 2021 is Rs. 89.47 lakhs divided into 89470000 equity shares of Rs. 10/- each. There has been no change in the paid up capital of the Company during the year under review.

Directors' Responsibility Statement:

Pursuant to section 134(3)[©] read with section 134(5) of the Act with respect to directors' responsibility statement, the directors hereby confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departure has been made in following the same;
- (b) appropriate accounting policies have been selected and applied consistently and judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of Act have been taken for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

- (d) the annual accounts have been prepared on a going concern basis;
- (e) internal financial controls to be followed by the Company had been laid down and such internal financial controls are adequate and are operating effectively; and
- (f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Condolence

We, the Members of the Board, wish to place on record our profound grief and deep sense of sorrow at the sad and untimely demise of Shri Sudhir Doshi, Whole Time Director on November 30, 2020. We also record our appreciation on the exemplary services, guidance and support rendered by him at every step towards growth and development of the Company.

Directors and Key Managerial Personnel

Retirement by rotation and subsequent re-appointment

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Mr. Madhav Doshi, Executive Director of the Company is liable to retire by rotation at the ensuing AGM and being eligible have offered themselves for re-appointment.

Appointment of Additional Director designated as Whole Time Director

Pursuant to Section 149, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations and upon recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on February 12, 2021 had appointed Mrs. Riddhima Doshi (DIN: 07815378) as an Additional Director designated as Whole Time Director of the Company, subject to the approval of the shareholders in the Annual General Meeting, for a period of three (3) years w.e.f. February 01, 2021.

Mrs. Doshi has given consent for her appointment and has also submitted necessary disclosures with respect to his appointment.

Re-appointment of CEO and Managing Director

The Board, on recommendation of the Nomination and Remuneration Committee and after evaluating performance and considering the Company's growth under his leadership and guidance, approved re-appointment of Mr. Madhav Doshi (DIN: 0715416) as CEO and Managing Director for a further term of three (3) years commencing from May 01, 2021

Declaration by Directors

The Company has received the following declarations from all the Independent Directors confirming that:

1. They meet the criteria of independence as prescribed under the provisions of the Act, read with the Schedule and Rules issued thereunder, and the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company; and
2. They have registered themselves with the Independent Director's Database maintained by the IICA.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Key Managerial Personnel

Pursuant to the provisions of section 2(51) and 203 of the Act, the key managerial personnel of the Company are:

Mr. Madhav Doshi, CEO and Managing Director

Mrs. Riddhima Doshi, Additional Director designated as Whole Time Director

Mr. S. Panneerselvam, Chief Financial Officer

Ms. Priyanka Manawat, Company Secretary

Number of Meetings of the Board

The details of the meetings of the Board of Directors and its committees, convened during the financial year 2020-21 are given in the Corporate Governance Report, which forms part of this Annual Report.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, the Board has carried out an annual performance evaluation of its own performance, of the directors individually as well as the evaluation of its various Committees. The process of evaluation has been explained in the Corporate Governance Report.

Corporate Social Responsibility

Corporate Social Responsibility (CSR) is the continuing commitment by the Company to behave ethically and contribute to economic and social development. The CSR initiatives of the Company were under the thrust area of Infrastructure Development at Schools, health & hygiene, education and water management

The Annual Report on the CSR activities undertaken by the Company during the Financial Year under review, in the prescribed format, is annexed to this Report as Annexure II.

Management Discussion and Analysis Report

A report on Management Discussion and Analysis is provided as a separate section in the Annual Report.

Statutory Auditor:

M/s. L.S. Kothari & Co., Chartered Accountants, Jaipur (Firm Registration No. 001450C) Statutory Auditors of the Company hold office till the conclusion of thirty third AGM of the Company. The Auditor's report to the shareholders on the standalone and consolidated financial statement for the year ended March 31, 2021 does not contain any qualification, observation or adverse comment.

The statutory auditors' have not reported any incident of fraud to the audit committee of the Company during the financial year 2020-21. The notes to the Accounts referred to in the auditors' report are self-explanatory and therefore do not call for any further explanation and comments

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company engaged the services of Mr. Ronak Jhuthawat, Proprietor Ronak Jhuthawat & Co. Company Secretaries, Udaipur (Firm Reg. No.) to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2021.

The Secretarial Audit report for the financial year ended March 31, 2021 in Form No.MR-3 is attached as Annexure IV to this Report. The Secretarial Audit report does not contain any qualification, reservation or adverse remark.

Pursuant to Regulation 24(A) of SEBI Listing Regulations, the Company has obtained annual secretarial compliance report from Mr. Ronak Jhuthawat, Proprietor Ronak Jhuthawat & Co. Company Secretaries, Udaipur (Firm Reg. No.) and the same was submitted to Stock Exchanges within the stipulated time.

Report on Corporate Governance

Report on corporate governance for the financial year 2020- 21 along with the certificate from the statutory auditors' of the Company confirming the compliance with regulations of corporate governance under the Listing Regulations forms part of this report.

Annual Return

In accordance with the requirements under section 92(3) and section 134(3)(a) of the Act and the applicable rules, the annual return as on March 31, 2021 is available on the website of the Company <https://www.madhavmarbles.com/wp-content/uploads/2021/09/Extract-of-Annual-Return-March-31-2021.pdf>

Whistle Blower Policy/ Vigil Mechanism

The vigil mechanism as envisaged in the Act, the rules prescribed thereunder and the Listing Regulations, is implemented through the Company's Whistle Blower Policy to enable the directors and employees of the Company to report genuine concerns, to provide for adequate safeguards against victimisation who use such mechanism and make provision for direct access to the chairman of the audit committee. Details of vigil mechanism/whistle blower are included in the report on corporate governance.

During the financial year 2020-21, no cases under this mechanism were reported.

Particulars of Contracts, Arrangements or Transactions with Related Parties

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the financial year were in the ordinary course of business and on arm's length basis.

All the Related Party Transactions are presented to the Audit Committee and the Board. Prior omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee and Board of Directors on a quarterly basis specifying the nature and value of the transactions.

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 are given in the prescribed form AOC-2 which forms part of Corporate Governance Report.

Particulars of Loans, Guarantees or Investments

The particulars of loans, guarantees and investments under Section 186 of the Act, read with the Companies (Meetings of Board and its Powers) Rules, 2014, for the financial year 2020-21 are given in the Notes to the standalone financial statements

Particulars of Employees

None of the employees of the company was in receipt of remuneration in excess of limits prescribed under Rule 5(2) read with Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Disclosure required under Section 197(12) of Companies Act 2013 read with the Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in Annexure –III, to this Report.

Deposits

The Company has not accepted any deposit from the public during the financial year ended March 31, 2021 within the meaning of section 73 and 74 of the Companies Act, 2013 read with the relevant rules.

Risk Management

Your Company continuously monitors business and operational risk through business processes, and reviewing areas such as production, finance, legal and other issues. The Company's assets are adequately insured against the risk from fire and earthquake.

There is no identification of risks which may threaten the existence of the Company

Internal financial control systems and its adequacy

The board has adopted accounting policies which are in accordance with section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015. The policies to ensure uniform accounting treatment are prescribed to the subsidiary companies as well.

Company's internal control system is commensurate with its scale of operations designed to effectively control the operations. The internal control systems are designed to ensure that the financial and other records are reliable for the preparation of financial statements and for maintaining assets.

Independent Internal Auditors conduct audit covering a wide range of operational matters and ensure compliance with specified standards. by Internal Audit. The findings of Internal Audit are reviewed by the top management and by the Audit Committee and the Board of Directors.

Other Disclosures

- None of the Directors of the Company have resigned during the year under review;
- The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.
- There was no revision in the financial statements.
- There has been no change in the nature of business of the Company as on the date of this report
- The Managing Director & CEO of the Company has not received any remuneration or commission from any of the subsidiary companies. Further the Company doesn't have any Holding Company;
- There have been no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this report.
- There were no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.
- The Company as required under the provisions of the "the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013" has framed a Policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace and matters connected therewith or incidental thereto. The Company has not received any complaint under the said policy during the year.
- No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable; and
- The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

Acknowledgment

Your Board of Directors would like to convey their sincere appreciation for the support and contributions made by all the employees at all levels of the Company for their hard work, solidarity, cooperation and dedication during the year.

Your Directors sincerely convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support.

For and on behalf of the Board

Ravi Kumar Krishnamurthi
Chairman
DIN: 00464622

Udaipur, September 04, 2021

Annexure I to the Directors' Report

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

A. Conservation of Energy

The Company has always been conscious of the need for conservation of energy. The plant installed is of latest technology and is energy efficient. Steps are taken on continuous basis to examine and implement fresh proposals for conservation of energy and minimize its use by regularly monitoring consumption and improved maintenance of the existing systems.

The Company meets maximum of its power requirement by non-conventional source i.e. Windmill.

During the current financial year, the Company has not incurred any capital expenditure on the energy conservation equipment.

B. Technology Absorption

Technology is the backbone of both manufacturing processes and innovation strategy. They are constantly updated not just to reduce production cost but also make out manufacturing process smoother and more flexible. The Company continues to focus and always lookout for implementing new processing techniques that offer economies of scale with less consumption, time saving and better sustainability.

The Company has not imported any technology during the year under review. Hence, the particulars with respect to efforts made towards technology absorption and benefits derived etc. are not applicable to the Company.

The Company during the year under review also has not carried out any activity which can be construed as Research & Development.

C. Foreign Exchange Earning & Outgo:

(Rs. in millions)		
Particulars	2020-2021	2019-2020
Earnings	596.86	587.08
Outgo	30.88	18.42

For and on behalf of the Board

Ravi Kumar Krishnamurthi
Chairman
DIN: 00464622

Udaipur, September 04, 2021

Annexure II to the Directors' Report

Annual Report on Corporate Social Responsibility (CSR) activities

1. Brief outline on CSR Policy of the Company

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013, which is available on the website of the company under Investor section.

The Company undertakes its CSR activities in line with CSR Policy with major thrust areas being development of communities around the vicinity of its plants and offices, promoting education, infrastructure development at schools, girl education, water conservation and promoting road safety.

2. Composition of CSR Committee:

The Corporate Social Responsibility ("CSR") Committee of the Directors inter alia gives strategic direction to the CSR initiatives, formulates and reviews annual CSR plans and programmes, formulates annual budget for the CSR programmes and monitors the progress on various CSR activities

Name	Category
Mr. Prakash Kumar Verdia, Chairman	Independent Director
Mr. Roshan Lal Nagar, Member	Independent Director
Mrs. Riddhima Doshi, Member*	Executive Director
*Appointed as Member w.e.f March 24, 2021	

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://madhavmarbles.com/wp-content/uploads/2020/11/CSR-Policy.pdf>

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable – Not applicable.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.

S. No.	Financial Year	Amount available for set-off from preceding financial years (Rs in lakhs)	Amount required to be set-off for the financial year, if any (in Rs)
1.	2017-2018	-	-
2.	2018-2019	-	-
3.	2019-2020	-	-

6. Average net profit of the Company as per section 135(5): – NA

7. a. Two per cent of average net profit of the company as per section 135(5) – NIL

b. Surplus arising out of the CSR projects or programmes or activities of the previous financial years – NIL

c. Amount required to be set off for the financial year, if any - Nil

d. Total CSR obligation for the financial year (7a + 7b- 7c). – NIL

Explanation: The net profits of the Company for the financial year 2019-20 were less than five crore so the Company was not required to spend towards CSR in the financial year 2020-2021. The amount which was spent in the financial year 2020-21 relates to CSR expenditure for FY 2018-19 (INR 9.51 Lakhs) which remain unspent in FY 2019-20 and carried forward to FY 2020-21.

8. (a) CSR amount spent or unspent for the financial year:

Total amount spent for the Financial Year (Rs. In Lakhs)	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
9.22	0.29	01-07-2021	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the Project		Project duration.	Amount allocated for the project (in ₹).	Amount spent in the current financial year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation Through Implementing Agency
				State	District						

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the Project		Amount Spent for the Project (Rs. In Lakhs)	Mode of Implementation - Direct (Yes/No).	Mode of Implementation Through Implementing Agency
				State	District			
1	Promoting Women Safety	Women Safety	Yes	Tamil Nadu	Thoppur	0.17	Yes	NA
2	Restoration of Well and Cleanliness	Water	Yes	Tamil Nadu	Thoppur	1.08	Yes	NA
3	Shed Construction	Education and Rural Development	Yes	Tamil Nadu	Thoppur	3.45	Yes	NA
4	Supply of Tables and Benches	Education	Yes	Tamil Nadu	Thoppur	4.52	Yes	NA

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Nil

(f) Total amount spent for the financial year: INR 9.22 Lakhs

(g) Excess amount for set off, if any: Nil

S. No	Particular	Amount (Rs. In Lakhs)
i.	Two percent of average net profit of the company as per section 135(5)	-
ii.	Total amount spent for the Financial Year	-
iii.	Excess amount spent for the financial year [(ii)-(i)]	-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9 (a) Details of Unspent CSR amount for the preceding three financial years:

S. No.	Preceding Financial Year	Amount transferred to unspent CSR account under section 135(6)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any.			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount	Transfer	
1	2017-18	NIL	-	-	-	-	-
2	2018-19	NIL	-	-	-	-	-
3	2019-20	NIL	-	-	-	-	-

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

S. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the Project (in Rs.)	Amount spent on the Project in the reporting Financial Year (in rs.)	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing
-	-	-	-	-	-	-	-	-

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (Assets Wise details) – Not applicable

- Date of creation or acquisition of the capital asset(s)
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) – Only a minimal amount of INR 29000 remained unspent out of prescribed CSR Expenditure which will spent in the current fiscal.

Udaipur, September 04, 2021

For and on behalf of CSR Committee

Prakash Kumar Verdia
Chairman
DIN: 02429305

Roshan Lal Nagar
Member
DIN: 02416642

Annexure III to the Directors' Report

Statement pursuant to Section 197(12) of the Companies Act 2013 and rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

(I) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2020-21, are as under:

S. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for financial year 2020-21 (Rs. in Lakhs)	% Increase in Remuneration in the Financial Year 2020-21	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. Madhav Doshi, CEO and Managing Director	90.65	64.52	27.89
2	Mrs. Riddhima Doshi Additional & Whole Time Director	31.30	(5.18)	9.63
3	Mr. Ravi Kumar Krsihnamurthi Independent Director	-	-	-
4	Mr. Prakash Kumar Verdia, Independent Director	-	-	-
5	Mr. Roshan Lal Nagar, Independent Director	-	-	-
6	Ms. Swati Yadav, Independent Director	-	-	-
7	Mr. S. Panneerselvam, Chief Financial Officer	9.07	4.92	2.79
8	Ms. Priyanka Manawat, Company Secretary	9.64	6.73	2.97

Note:

1. Independent Directors were paid sitting fees for attending the Board Meetings
 2. Mrs. Riddhima Doshi's appointment as Whole Time Director is placed before the members at this AGM for approval.
 3. The % Increase in remuneration of Mr. Madhav Doshi is on account of YPO initial membership fees being considered as Perquisite and added as part of remuneration for FY 2020-21. TDS at applicable rates was deducted accordingly.
- II. The median remuneration of employees of the Company during the financial year was Rs. 3.25 Lakhs.
- III. In the financial year, there was an increase of 6.56 % in the median remuneration of employees.
- IV. There were 187 permanent employees on the rolls of Company as on March 31, 2021.
- V. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Place: Udaipur

Dated: September 04, 2021

For and on behalf of the Board

Ravi Kumar Krishanmurthi
Chairman
DIN: 00464622

Annexure IV to the Directors' Report

Form No MR-3
Secretarial Audit Report
(For the Financial Year ended on 31.03.2021)
[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
MADHAV MARBLES AND GRANITES LIMITED
FIRST FLOOR, "MUMAL TOWERS", 16, SAHELI MARG
UDAIPUR RJ 313001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **MADHAV MARBLES AND GRANITES LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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 **01st April, 2020 to 31st March, 2021**, 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, 2021 according to the provisions of-

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956(SCRA) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 1992 ('SEBI Act');
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable during the Audit period;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable 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;- Not Applicable during the Audit period;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009– Not Applicable during the Audit period;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018–Not Applicable during the Audit period;
6. The Company is into business of Mining activities. Accordingly, the following Major Industry specific Acts and Rules are applicable to the Company, in the view of the Management:
1. All Labour welfare legislations applicable in the state of Rajasthan.
 2. All pollution control acts, regulations and rules applicable in the state of Rajasthan.
 3. Industrial (Development & Regulation) Act, 1951.
 4. The Mines and Mineral (Regulation & Development) Act, 1957.

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

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with provisions of the Act, Rules, applicable 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 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/Committee Meetings. Agenda were sent in advance except in case where meetings were convened at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decision at Board and Committee Meetings were carried out through requisite majority as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board.
- National Stock Exchange Limited (NSE) and Bombay Stock Exchange (BSE) have imposed monetary penalty for non-compliance with Regulation 18 & 20 of SEBI (LODR) Regulations, 2015, and the company has made suitable reply to NSE & BSE, further requested to waive penalty in terms of SEBI (LODR) Regulations, 2015. The matter still pending with the respective authority.
- National Stock Exchange Limited (NSE) and Bombay Stock Exchange (BSE) have imposed monetary penalty for non-compliance with Regulation 29 of SEBI (LODR) Regulations, 2015, and the company has made suitable reply to NSE & BSE, further requested to waive penalty in terms of SEBI (LODR) Regulations, 2015. The matter still pending with the respective authority.

I further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Practicing Company Secretary and taken on record by the Board of Directors at their meeting(s), I am of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

I further report that during the review period no major action having a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Udaipur
Date: 12.08.2021

For **Ronak Jhuthawat & Co**
(Company Secretaries)

Ronak Jhuthawat
Proprietor
FCS: 9738 CP: 12094
Peer Review No. S2013RJ222900
UDIN- F009738C000773886

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
MADHAV MARBLES AND GRANITES LIMITED
FIRST FLOOR, “MUMAL TOWERS”, 16, SAHELI MARG
UDAIPUR RJ 313001 IN

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have 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 compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Udaipur
Date: 12.08.2021

For **Ronak Jhuthawat & Co**
(Company Secretaries)

Ronak Jhuthawat
Proprietor
FCS: 9738 CP: 12094
Peer Review No. S2013RJ222900
UDIN- F009738C000773886

Management Discussion and Analysis Report

Economic Overview

Although recent vaccine approvals have raised hopes of a turnaround in the pandemic later this year, renewed waves and new variants of the virus pose concerns for the outlook. Amid exceptional uncertainty, the global economy is projected to grow 6.0% in 2021 and 4.4% in 2022 reflecting additional fiscal support in a few large economies, anticipated vaccine-powered recovery in the second half of 2021 and continued adaptation of economic activity to subdued mobility.

The Economic Survey 2021 expects India to grow at 10-12% in the Financial Year 2021-22, followed by a reversion to the trendline growth of 6.5% in the Financial Year 2022-23. Effective vaccination programme, strong impetus for revival of sectors such as health and well-being, infrastructure and production linked Incentives Scheme have strengthened growth prospects but the recent surge in infections has imparted greater uncertainty to the outlook and needs to be closely watched, especially as localized and regional lockdowns could dampen the recent improvement in demand conditions and delay the return of normalcy.

Strong emphasis should be in place for managing businesses in a dynamic manner. Industries needs to resiliently and swiftly move or reallocate its focus and resources to minimize the impact of disruption and be ready for altering operational priorities to suit the changing market conditions.

Industry Overview

Credited for adding unmatched style and elegance to the architecture, the glossy, smooth Indian granite has become the most sought-after and extensively used stone material in building construction, indoor decoration, countertops, tile floors and massive structural works throughout the world.

Major consumers of processed granite are from USA, Europe and Asia Pacific region and the supply is met through imports from Brazil, China, India, Italy, Spain and Canada.

Events of 2020 tested the resilience of all business models, people and financial strength and Granite business is no exception. Apart from existing raw material availability challenge, activities were disrupted also due to restricted Inter State movement, gaps in supply chain of consumables, unavailability of Labour and alike.

Company Overview

Inception in the year 1989, Madhav Marbles and Granites Limited, leading processor and exporter of premium quality natural stones is a 100% EOU with plant situated at Thoppur, Tamilnadu. The company pledges its commitment to excellence and has maintained its own standards. With around thirty two years of experience, product quality and dedication towards customer relationship, the Company has established very good brand image in the international market particularly in US and European Countries. The products are also being exported to Canada, Australia, South Africa, Russia and the Far East.

Companies power generation segment owns three Wind Turbine Generators (WTGs) having capacity of 4.00 MW, in the state of Tamil Nadu and the electricity generated from out of these three machines are being utilized for captive consumption. Excess units are banked with TNEB.

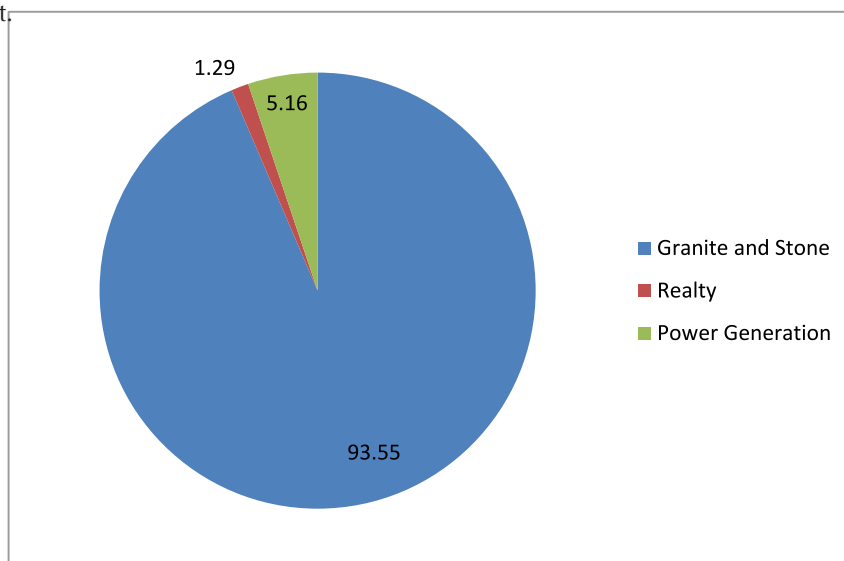
Trading Business of Marble, Granite and Sandstone etc. is being carried out at Udaipur, Rajasthan

Standalone Financial Review (In Million)

- Revenue from operations for the FY 2020-2021 was INR 618.89 million, a marginal increase of 2.66% over last years' revenue of INR 602.85 million.
- Profit after Tax stood at INR 43.20 million in FY 2020-2021 as against INR 21.82 million in the corresponding previous year.
- EPS is 4.83 for the year under review against 2.44 in the corresponding previous year.

Segmental Review

Companies' financials comprises of three business segments: Granite and Stone Division, Realty and Power Generation Unit.



Granite and Stone Division

Tile Business: Turnover from Tile business was at INR 193.58 million as against INR 200.68 million in previous fiscal, a decline of 3.54%. The production during the year was at 140623.36 sq. meters as compared to 154100.27 sq. meters in previous year.

Slab Business: The turnover from Slab division declined by 8.44% in the year under review with turnover being at INR 299.39 million as against INR 326.98 million in 2019-2020. The production during the year was at 102362.61 sq. meters as compared to 109862.53 sq. meters in previous year.

Trading Business: Turnover from trading business stood at INR 123.95 million during the year under review as against turnover of INR 73.37 million in the previous financial year.

Windmill

The production during the year was 5365418 units as against 4396585 units in the previous year. The entire current years' production was utilized for meeting power requirements of Granite and Stone Division.

Realty

The management does not intend to take up any new real estate project in near future.

Risks and Concerns

- Renewed waves of Covid-19 pandemic
- Increasing Trade Protectionism
- Competition from other nations on price front.
- Rough Blocks availability
- Container availability and increased shipments costs
- Transportation Costs on Import of Blocks
- Non-availability of Labour

Opportunities and Outlook

Outlook for future is optimistic. The company expects fast recovery and revival in demand taking into account factors such as demand for commercial and non-residential projects, increased government budget for infrastructure developments, work from home lifestyles encouraging renovations, credit availability and consumer confidence and overall market strength.

Production at Engineered Stone plant at Oman is also going on at a good pace and continuous efforts are going on to meet the taste and demand of the consumers at US and Europe by adding new colors and designs in the product portfolio.

We expect that rising consumer interest in Engineered Stone will help in gaining good margins and also strengthen Company's financial position and presence in International Markets

Internal Controls and their adequacy

The Company has a well-established framework of internal controls in all areas of its operations, including suitable monitoring procedures and competent personnel. In addition to statutory audit, the financial controls of the Company are reviewed by the Internal Auditors, who report their findings to the Audit Committee of the Board. The Audit Committee is headed by an Independent Director and this ensures independence of functions and transparency of the process of supervision. The Committee meets on a regular basis to review the progress of the internal audit initiatives, significant audit observations and planning and implementation of the follow-up action required.

The Company conducts its business with integrity and high standards of ethical behavior and in compliance with the all applicable laws and regulations that govern its business.

Human Resource

The Company considers its Human Resource as its most important asset and makes sustained efforts for the development of its manpower and also encourages them to continuously upgrade and improve their skills and qualifications.

The industrial relations at segments during 2020-21 remained cordial.

Statutory Compliance

The Executive Directors makes declaration at each Board Meeting on quarterly basis, regarding compliance with applicable provisions of various statutes and regulations.

Cautionary Statement

Statement on the Management Discussions and Analysis and current year's outlook are Management's perception & understanding drawn from the regional and global macro-economic cues at the time of drawing this report. Actual results may be materially different from those expressed in the statements. Important factors which could influence the Company's operations include demand & supply conditions, availability of input and relative prices in the domestic & global markets, Change in Government policies, tax laws, economic development within the country & foreign countries in which the Company has business presence.

Report on Corporate Governance

Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations), compliance with the requirements of Corporate Governance is set out below:

Company's Philosophy

The concept of corporate governance primarily depends on complete transparency, integrity and accountability of the management, with an increasingly greater focus on investor protection and public interest.

We as a Company consider strong corporate governance as the key pillar in building and maintaining trust and adding value to all our stakeholders i.e. investors, employees, shareholders, customers, suppliers, environment and the community at large.

We also believe that key decisions taken must serve the underlying goals of enhancing shareholders' value over a sustained period of time, and achieving the definite and measurable performance targets.

The Board of Directors

The Board of your Company has a good and diverse mix of Executive and Non-Executive Directors with majority of the Board Members comprising Independent Directors and the same is also in line with the applicable provisions of Companies Act, 2013 ('the Act') and Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

As on date of this Report, the Board consists of six Directors comprising four Independent Directors and two Executive Directors. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business.

The number of Directorships, Committee memberships/ chairmanships of all Directors is within the respective limits prescribed under the Act and SEBI Listing Regulations. Necessary disclosures regarding Board and Committee positions in other public companies as on March 31, 2021 have been made by all the Directors of the Company.

All Independent Directors have confirmed that they meet the "independence" criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149 of the Act. In addition, they maintain their limits of directorships as required under SEBI Listing Regulations

Mrs. Riddhima Doshi, Additional Director designated as Whole Time Director is spouse of Mr. Madhav Doshi, CEO and Managing Director of the Company. Save and except this, none of the directors of the Company are related to each other.

Skills / Expertise / Competencies

The Board comprises qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The following skills / expertise / competencies have been identified for the effective functioning of the Company and are presently available with the Board:

- Leadership / Operational experience
- General Management / Strategic Planning
- Industry Experience, Research & Development and Innovation
- Global Business
- Financial, Regulatory / Legal & Risk Management
- Corporate Governance

Board Meetings:

During the year under review, the Board met seven times on June 23, 2020, June 30, 2020, July 28, 2020, September 14, 2020, November 11, 2020, December 04, 2020 and February 12, 2021.

The Board meetings are pre-scheduled and held at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries, apart from other statutory matters as required deliberating and approving by the Board.

The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board. During the year, the Board also transacted some of the business under its terms of reference by passing resolution by circulation.

The Board also periodically reviews and takes note of the compliance confirmations in respect of laws and regulations applicable to the Company.

The names and categories of the directors on the Board, their attendance at Board meetings held during the year and the number of directorships and committee chairmanships/ memberships held by them in other public companies as on March 31, 2021 are given herein below.

Other directorships do not include directorships of private limited companies, Section 8 companies and companies incorporated outside India. Chairmanships/ memberships of Board committees shall include only Audit Committee and Stakeholders' Relationship Committee as per Regulation 26(1)(b) of the SEBI Listing Regulations

Director	No. of Board Meeting attended during the year	Attendance at last Annual General Meeting	Number of Shares held in the Company	Directorships in other Companies	Name of the Listed entities where person is Director and category of Directorship	Membership and Chairmanship of the Committees of the Board of other Companies	
						Chairperson	Member
Mr. Ravi Kumar Krishnamurthi DIN:00464622	5	Present	Nil	3	Emkay Global Financial Services Limited-Independent Director	-	2
Mr. Madhav Doshi DIN:07815416	6	Present	805441	1	Rajdarshan Industries Limited- Non-executive Director	-	1
Mrs. Riddhima Doshi# DIN:07815378	1	Present	41104	-	-	-	-
Mr. Prakash Kumar Verdia DIN: 02429305	6	Present	500	1	Rajdarshan Industries Limited-Independent Director	2	1
Mr. Roshan Lal Nagar DIN: 02416642	6	Present	Nil	1	Rajdarshan Industries Limited-Independent Director	1	1
Ms. Swati Yadav DIN: 06572438	7	Present	Nil	-	-	-	-

Appointed as Additional and Whole Time Director w.e.f February 01, 2021

Directors' Familiarization Programme

The Familiarization Programme is focused on facilitating Independent Directors to clearly understand their roles and responsibilities for the purpose of contributing significantly towards the growth of the Company.

Further, on an ongoing basis as a part of Agenda of Board and Committee Meetings, information is made available to the Independent Directors on various matters inter-alia covering the Company's and its subsidiaries, business environment, operations, industry and regulatory updates, strategy, finance, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters.

Meeting of Independent Directors

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on December 26, 2020 to review the performance of Non- Independent Directors (including the Chairman) and the Board as a whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

Committees of the Board

The Board Committees play a pivotal role in the governance structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulation which concern the Company and need a closer review. The Committees meet at regular intervals and function within their respective terms of reference. The minutes of the meetings of all Committees are placed before the Board for review and noting.

The Company currently has four Board Level Committees:

- 1) Audit Committee,
- 2) Nomination and Remuneration Committee,
- 3) Stakeholders` Relationship Committee, and
- 4) Corporate Social Responsibility Committee.

Details of the role and composition of these Committees, including the number of meetings held during the financial year and attendance at meetings, are provided below:

1. Audit Committee

The Board has constituted a well - experienced Audit Committee. The terms of reference of the Audit Committee cover the matters specified for audit committees under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well as provisions of the Companies Act, 2013 which broadly includes:

1. Review of financial reporting processes
2. Review of Internal control and governance processes
3. Review of quarterly, half yearly and annual financial statements
4. Interaction with Statutory and Internal Auditors
5. Review and approval of related party transactions including granting of omnibus approval for the transactions
6. Review of investment related reports of the Company, utilisation of loans and/or advances from/investment by holding Company in the subsidiary etc.

Composition

Mr. Roshan Lal Nagar, an Independent Non-Executive Director, is the Chairman of the Audit Committee. Mr. Prakash Kumar Verdia, Independent Non-Executive Director and Mrs. Riddhima Doshi, Executive Director are members of Audit Committee. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance Record

During the year under review, the Audit Committee met seven times on June 30, 2020, July 28, 2020, September 14, 2020, November 11, 2020, December 04, 2020, February 12, 2021 and March 25, 2021. The Meetings of the Audit Committee are also attended by the President, Internal Auditors and the Statutory Auditors as invitees. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on December 26, 2020.

The table below provides details of attendance at the Audit Committee Meetings:

Name	Category	Designation	Number of Meetings	
			Held	Attended
Mr. Roshan Lal Nagar	Independent, Non-Executive	Chairman	7	7
Mr. Prakash Kumar Verdia	Independent, Non-Executive	Member	7	7
Mr. Sudhir Doshi*	Executive	Member	4	3
Mrs. Riddhima Doshi#	Executive	Member	1	1

*Ceased to be member of the Committee. Sad demise on November 30, 2020

#appointed as Member of the Committee w.e.f March 24, 2021

2. Nomination and Remuneration Committee

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations, 2015.

Broad Terms of Reference of the Committee inter-alia include:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other senior employees;
- Formulation of criteria for evaluation of Independent Directors, Committees of Board and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- Recommending whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- Recommending to the board, remuneration payable to senior management.

Composition:

Mr. Prakash Kumar Verdia, Independent Non-Executive Director, is the Chairman of the Committee. The other members of the Nomination and Remuneration committee include Mr. Ravi Kumar Krishnamurthi and Mr. Roshan Lal Nagar, Independent Directors. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance Record:

The Committee met Five times during the year. The Dates on which the said meetings were held are as follows:

June 23, 2020, June 30, 2020, September 14, 2020, November 02, 2020 and February 11, 2021.

The requisite quorum was present at the Meetings. The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company.

The attendance at the said meetings is as under:

Name	Category	Designation	Number of Meetings	
			Held	Attended
Mr. Prakash Kumar Verdia	Independent, Non-Executive	Chairman	5	5
Mr. Ravi Kumar Krishnamurthi	Independent, Non-Executive	Member	5	3
Mr. Roshan Lal Nagar	Independent, Non-Executive	Member	5	5

Remuneration to Directors

A. Non-Executive Independent Directors

The Non-Executive Independent Directors are paid remuneration by way of Sitting Fees for each meeting of the Board attended by them. None of the Non-executives Independent Directors has any material financial interest in the Company apart from the remuneration by way of fees received by them.

B. Executive Directors

The appointment and remuneration of Executive Directors i.e. CEO and Managing Director and Whole Time Director is governed by the recommendation of the Nomination and Remuneration Committee, resolutions passed by the Board of Directors and Members of the Company and Agreement executed between them and the Company. The remuneration package of Executive Directors comprises of salary, perquisites and allowances, and contributions to Provident and other Retirement Benefit Funds as approved by the shareholders at the General Meetings. Annual increments are linked to performance and are decided by the Nomination and Remuneration Committee and recommended to the Board for approval thereof.

Presently, the Company does not have a stock options scheme for its Directors.

Detail of Remuneration paid to the Directors during 2020-2021 (Rs. in Lakhs)

(a) Non-Executive Independent Directors:

Name of the Director	Sitting Fees
Mr. Ravi Kumar Krishnamurthi	1.50
Mr. Prakash Kumar Verdia	0.75
Mr. Roshan Lal Nagar	0.75
Ms. Swati Yadav	0.75

(b) Executive Directors

Particulars	Name of the Directors		
	Mr. Madhav Doshi, CEO & Managing Director	Late Mr. Sudhir Doshi, Whole Time Director	Mrs. Riddhima Doshi Additional and Whole Time Director
Term of Appointment	For a period of 3 years from May 01, 2021 to April 30, 2024. Resolution seeking re-appointment approval forms part of AGM Notice	-	For a period of 3 years from February 01, 2021 to January 31, 2024. Resolution seeking appointment approval forms part of AGM Notice
Salary	55.31	18.00	28.80
Commission	-	-	-
Perquisites	35.34	0.58	0.10
Ex-Gratia	-	2.40	2.40
Company's Contribution to PF	4.88	2.01	3.31
Sitting Fees	-	-	-
Notice Period & Severance Fees	Three months' notice or three months' salary in lieu thereof	-	Three months' notice or three months' salary in lieu thereof
Remuneration drawn from Subsidiary Company	-	NA	-

*Provision of INR 1161838 was created against Commission payable to CEO and Managing Director. The same was approved by the Board at its meeting held on February 12, 2021 and will be paid in FY 2021-2022

Performance Evaluation

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of directors including Independent Directors.

3. Stakeholders Relationship Committee

The Company has constituted a Stakeholders' Relationship Committee ("SRC") pursuant to the provisions of Regulation 20 of the SEBI Listing Regulations and Section 178 of the Act.

The scope, terms of reference of the committee are as under:

- Monitoring speedy redressal of requests/grievances received from the Investors relating to Transfer/Transmissions/Duplicate Shares, non-receipt of Shares, Annual Reports, Dividend, updating of Address and Bank details etc.
- To approve issue of Duplicate Shares
- To decide on waiver of documents / requirements prescribed in cases of:
 - a) Transmission of shares
 - b) Issue of duplicate share certificates
 - c) Recording of updation of signatures by shareholders
- Reviewing the manner and time-lines of dealing with complaint letter received from Securities and Exchange Board of India (SEBI), Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies etc. and action taken by your Company for redressing the same;
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Such other matter as may be specified by the Board from time to time.

Meetings:

Six Stakeholders Relationship Committee meetings were held during the year. The dates on which the said meetings were held are as follows:

June 23, 2020, July 28, 2020, November 02, 2020, December 04, 2020, February 01, 2021 and March 25, 2021

Composition and Attendance Record:

Name	Category	Designation	Number of Meetings	
			Held	Attended
Mr. Prakash Kumar Verdia	Independent, Non-Executive	Chairman	6	6
Mr. Roshan Lal Nagar	Independent, Non-Executive	Member	6	6
Mr. Sudhir Doshi*	Executive	Member	3	3
Mrs. Riddhima Doshi#	Executive	Member	1	1

*Ceased to be member of the Committee. Sad demise on November 30, 2020

#appointed as Member of the Committee w.e.f March 24, 2021

Ms. Priyanka Manawat, Company Secretary acts as Secretary to the Committee and is also Compliance Officer of the Company

Investor Grievances Redressal Status

During the financial year 2020-21, the complaints and queries received from the shareholders were mainly pertaining to non-receipt of Dividend, non-receipt of Shares, issue of duplicate share certificates etc.

All the complaints were resolved to the satisfaction of the investors.

The status of Investors' Complaints as on March 31, 2021, is as follows:

No. of complaints as on April 1, 2020	Nil
No. of complaints received during the Financial Year 2020-2021	10
No. of complaints resolved upto March 31, 2021	10
No. of complaints pending as on March 31, 2021	Nil

To redress investor grievances, the Company has a dedicated E-mail ID: investor.relations@madhavmarbles.com to which investors may send their queries/complaints.

4. Corporate Social Responsibility Committee

The Board of Directors has constituted Corporate Social Responsibility Committee of Directors pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014. The CSR Committee formulate and recommends to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act. The Committee recommends the amount of expenditure to be incurred on the activities mentioned in the CSR Policy and monitors the implementation of the CSR Policy.

The CSR Committee met three times during the year. The dates on which the said meetings were held are as follows:

June 06, 2020, October 31, 2020 and March 25, 2021. The necessary quorum was present for all the meetings.

Name	Category	Designation	Number of Meetings	
			Held	Attended
Mr. Prakash Kumar Verdia	Independent, Non-Executive	Chairman	3	3
Mr. Roshan Lal Nagar	Independent, Non-Executive	Member	3	3
Mr. Sudhir Doshi*	Executive	Member	2	2
Mrs. Riddhima Doshi#	Executive	Member	1	1

*Ceased to be member of the Committee. Sad demise on November 30, 2020

#Appointed as Member of the Committee w.e.f March 24, 2021

General Body Meetings

Details of last three AGM and the summary of Special Resolutions(s) passed therein, if any are as under:

AGM	FY	Day & Date	Time	Venue
31st	2019-2020	Saturday, Dec. 26, 2020	11:00 a.m.	Conducted through Video Conferencing/Other Audio Visual Means. Deemed location is the Registered Office of the Company
30th	2018-2019	Monday, Sept. 30, 2019	4:30 p.m.	Hotel Rajdarshan, 18, Pannadhai Marg, Udaipur
29th	2017-2018	Saturday, Aug. 11, 2018	10:00 a.m.	Hotel Rajdarshan, 18, Pannadhai Marg, Udaipur

Details of Extra-Ordinary General Meeting held during last three years are as under:

Day	Date	Time	Venue
Friday	March 29, 2019	10:30 a.m.	Hotel Rajdarshan, 18, Pannadhai Marg, Udaipur
Thursday	May 30, 2019	10:30 a.m.	Hotel Rajdarshan, 18, Pannadhai Marg, Udaipur

Summary of Special resolution(s) passed in the last three AGMs/EGMs

AGM's

Date	Matter
December 26, 2020	NA
September 30, 2019	<ul style="list-style-type: none"> ● Re-appointment of Mr. Ravi Kumar Krishnamurthi (DIN: 00464622) as an Independent Director ● Re-appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director of the Company ● To approve continuation of payment of remuneration to Executive Directors who are Promoters/members of the promoter group in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018 ● To seek approval of Shareholders, pursuant to applicable provisions of the Companies Act, 2013 and/or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for authorizing the Board to enter into related party transaction by giving loans to; and/or making investments in; and/or providing security / guarantee to secure obligations of, present and/or future Subsidiary and/or Associate of the Company upto an aggregate financial limit of Rs. 100 Crores
August 11, 2018	<ul style="list-style-type: none"> ● Appointment of Mr. Madhav Doshi (DIN: 07815416) as Chief Executive Officer (CEO) and Managing Director of the Company

EGM

Date	Matter
May 30, 2019	<ul style="list-style-type: none"> ● Consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons/ Bodies Corporate ● Consent of members to give loan to, and acquire by way of subscription, purchase or otherwise the securities of and provide guarantee and/or security in connection with loan taken/to be taken by Madhav Natural Stone Surfaces Private Limited (MNSSPL), a subsidiary of the Company

Date	Matter
March 29, 2019	<ul style="list-style-type: none"> To seek approval for entering into Related Party Transaction of providing loans and I or give guarantees and I or providing securities in connection with loans raised by Madhav Natural Stone Surfaces Private Limited, Subsidiary Company Re-appointment of Mr. Prakash Kumar Verdia (DIN: 02429305) as an Independent Director Re-appointment of Mr. Roshan Lal Nagar (DIN: 02416642) as an Independent Director

(c) Postal Ballot

No Postal Ballot was conducted during the year under review. At present there is no proposal to pass any resolution through postal ballot.

Extra Ordinary General Meeting

During the year under review, no Extra Ordinary General Meeting was held.

Means of Communication

- The Un-audited quarterly/ half yearly financial results are announced within forty-five days of the close of the quarter and the audited financial results for the year end are announced within sixty days from the closure of the financial year as per the requirements of the Listing Regulations.
- The approved financial results are forthwith sent to the Stock Exchanges and are published in national English newspaper and in local Hindi newspaper, within forty-eight hours of approval thereof. Presently, the same are not sent to the shareholders separately.
- The Company's financial results are also displayed on the Company's website- www.madhavmarbles.com. Investors Relation section on the Company's website also gives information on Unclaimed dividends, Corporate Governance Report, Shareholding pattern and other relevant information of interest to the investors.
- The Management Discussion and Analysis forms part of the Annual Report
- Compliances pursuant to the Listing Regulations and all other corporate communication to the Stock Exchanges are filed electronically through BSE's BSE Listing Centre and NSE's NEAPS portal.
- The Company has designated email id exclusively for its shareholders viz., investor.relations@madhavmarbles.com for the purpose of registering complaints by investors and the same is displayed on the Company's website.

General Shareholder Information:

(a) Annual General Meeting to be held:

Day: Thursday

Date: September 30, 2021

Time: 11:00 a.m.

Venue: Annual General Meeting through Video Conference/Other Audio Visual Means [Deemed Venue for Meeting: Registered Office of the Company at First Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001]

(b) Dates of Book Closure:

September 24, 2021 to September 30, 2021 (Both days inclusive)

(c) Record Date:

September 23, 2021

(d) Financial Calendar:

The Company follows April-March as the Financial Year.

For the financial year ending March 31, 2022, results will be announced tentatively (subject to change) by:

First quarter	: Declared on August 14, 2021
Half yearly	: Second week of November, 2021
Third quarter	: Second week of February, 2022
Fourth quarter and Annual	: Third week of May, 2022
Annual General Meeting	: In September 2022

(e) Listing details

Name of Stock Exchange and Stock Code

BSE Limited (BSE) -515093

National Stock Exchange of India Limited (NSE)- MADHAV

ISIN for depositories

Address

BSE Limited , Phiroze Jeejeebhoy Towers,
Dalal Street,Mumbai – 400001

“Exchange Plaza”,C-1, BlockG,
Bandra KurlaComplex,
Bandra (East),Mumbai –400051

INE925C01016

Payment of Listing Fees: Annual listing fees for the financial year 2021-22 have been paid by the Company to BSE and NSE.

Payment of Depository Fees: Annual Custody/Issuer fees is being paid by the Company within the due date based on invoices received from the Depositories.

(f) Stock Market Price Data

Month	BSE Limited			National Stock Exchange of India Limited		
	High	Low	Volume	High	Low	Volume
Apr- 2020	22.30	17.60	7032	22.30	17.10	72655
May- 2020	21.30	17.70	7542	22.30	17.35	73477
Jun- 2020	26.40	19.25	44040	26.90	18.85	124742
Jul- 2020	25.00	20.75	47872	25.70	20.40	155955
Aug- 2020	29.50	20.20	20334	26.80	20.00	153092
Sep- 2020	31.70	23.10	60517	31.80	23.05	387715
Oct- 2020	26.60	23.25	33934	26.90	22.70	75790
Nov- 2020	30.90	24.05	179580	31.50	23.85	150276
Dec- 2020	47.00	28.70	284477	46.35	27.70	1781456
Jan- 2021	60.00	42.45	243079	58.40	41.40	2759401
Feb- 2021	66.20	50.55	246818	66.10	50.10	2943788
Mar- 2021	63.45	46.60	176877	63.30	46.40	975756

(g) In case the securities of the Company are suspended from Trading, the reasons thereof : Not applicable.

(h) Registrar and Share Transfer Agents (RTA)

Ankit Consultancy P. Ltd.
60, Electronic Complex, Pardeshipura
Indore-452010
Mail: rtaindore@gmail.com, investor@ankitonline.com

All the work related to share registry, both in physical and electronic form, is handled by the Company's Registrar and Transfer Agent.

(i) Share Transfer System

All share transfer and other communications regarding share certificates, change of address, dividends, etc. should be addressed to the RTA.

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company.

(j) Consolidation of Folios and Avoidance of Multiple Mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their holdings under one folio. Members may write to the RTA indicating the folio numbers to be consolidated along with the original shares certificates.

(k) Reconciliation of Share Capital Audit Report

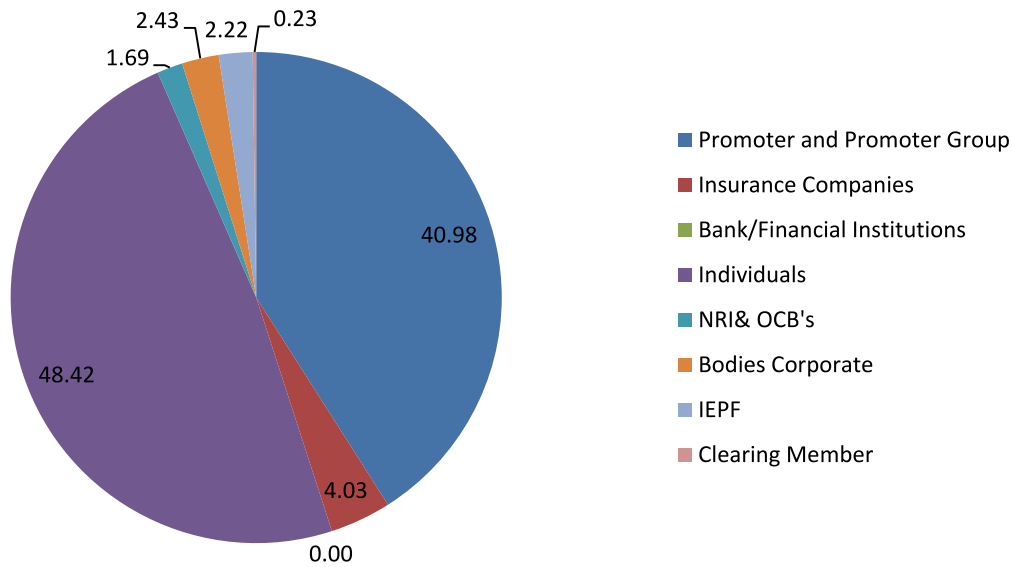
As stipulated by SEBI, a qualified Practicing Company Secretary carries out Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed.

(l) Distribution of Shareholding as on March 31, 2021

Holding	Shareholders		Shares	
	Number	%	Number	%
1-100	5021	58.11	339871	3.80
101-200	1182	13.69	214455	2.40
201-300	492	5.69	135351	1.51
301-400	256	2.96	97401	1.09
401-500	609	7.05	300308	3.36
501-1000	497	5.75	417959	4.67
1001 and above	583	6.75	7441655	83.17
Total	8640	100.00	8947000	100.00

(m) Categories of Shareholders as on March 31, 2021

Category	No. of Folios	No. of Shares	%
Promoter and Promoter Group	22	3666195	40.98
Insurance Companies	1	360425	4.03
Bank/Financial Institutions	-	-	-
Individuals	8297	4332179	48.42
NRI & OCB's	237	151472	1.69
Bodies Corporate	54	217580	2.43
IEPF	1	198929	2.22
Clearing Member	28	20220	0.23
Total	8640	8947000	100.00



(n) Dematerialisation of shares and liquidity

As on March 31, 2021, 8716890 equity shares representing 97.43% of the Company's total equity shares are dematerialised and are held by the shareholders in electronic mode.

Shareholders may note that as per the notification dated June 8, 2018 issued by SEBI read with its circulars dated September 7, 2020 and December 2, 2020, transfer of shares is permitted only in dematerialised mode.

Shareholders are requested to dematerialise their shares held, if any, by them in physical mode in order to avoid inconvenience for transfer of shares in future. Shareholders who wish to understand the procedure for dematerialisation of shares may contact the RTA or visit the following link of the depositories:

National Securities Depository Limited ("NSDL") website: <https://nsdl.co.in/faqs/faq.php>

Central Depository Services (India) Limited ("CDSL") website:

<https://www.cdslindia.com/Investors/open-demat.html>

(o) Dividend

Final Dividend of Rs.0.50 per equity share fully paid up for the financial year 2020-21 has been recommended by the Board of Directors to shareholders for their approval. If approved the dividend shall be paid from October 04, 2021 onwards.

The Company provides the facility for remittance of dividend to members through NECS. In cases where the banking account details are not available, the Company will issue the dividend warrants/demand drafts mentioning the existing bank details available with the Company. Members who have not opted for remittance of dividend through electronic mode and wish to avail the same are required to provide their bank details, including IFSC (Indian Financial System Code) and MICR (Magnetic Ink Character Recognition), to their respective Depository Participants (DPs) for shares held in electronic form or to the Company's RTA for shares held in physical form, as the case may be, in order to ensure safe and speedy credit of their dividend into their Bank account.

(p) Unclaimed Dividend

Pursuant to the provisions of section 124 of the Companies Act, 2013 (the "Act") read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the "IEPF Rules"), the amount of dividend which remains unclaimed or unpaid for a period of seven (7) years from the date of transfer of such amount to the Unpaid Dividend Account opened in pursuance of sub-section (1) of the said section is required to be transferred to the Investor Education and Protection Fund (the "IEPF") established under section 125(1) of the Act.

Accordingly, the unclaimed final dividend in respect of the financial year 2013-14 is due for transfer to the IEPF in October, 2021. Shareholders, who have not yet claimed their final dividend for the financial year 2013-14 or for any subsequent financial years, are requested to claim the same from the Company.

The Company has uploaded the information in respect of the unclaimed dividends for the financial years from 2013-14 to 2018-19 under “Investor Relations” section on the website of the Company.

(q) Equity Shares in respect of which dividend is unclaimed

Pursuant to the IEPF Rules, all shares in respect of which dividend has not been claimed for seven (7) consecutive years shall be transferred by the Company in the name of IEPF by way of credit to the demat account established by the IEPF Authority. The equity shares in respect of which the dividend has not been claimed for seven (7) consecutive years from the financial year 2013-14, are due to be transferred by the Company in the name of IEPF Authority in October 2021

Any shareholder whose unclaimed dividend/shares are thus transferred to IEPF/IEPF Authority may claim his/her/its dividend/shares including all benefits, if any, accruing on such dividend/shares from IEPF/IEPF Authority by following the process given under rule 7 of the IEPF Rules.

(r) Plant Locations

Granite and Stone Division
Village Thoppur, Dist. Dharmapuri
Tamil Nadu, INDIA

Wind Mills

SF No. 405/1(PART) & 412 (PART)
Village: Balabathiraramapuram
Dist. Tirunelveli, Tamil Nadu, INDIA
Survey No. 149/151
Velampatti Road, Pungamuthur Village
Otanchatram Taluk, Dindigul Distt. Tamil Nadu, INDIA

(s) Address for Correspondence

With the Company:	With Registrar and Share Transfer Agents
Ms. Priyanka Manawat, Company Secretary & Compliance Officer First Floor, “Mumal Towers” 16, Saheli Marg Udaipur – 313001 (Raj.) Phone: 0294 2981666 E-mail: investor.relations@madhavmarbles.com	M/s Ankit Consultancy Pvt. Limited, Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) – 452 010 Phone: (0731) 2551745-46 E-mail: ankit_4321@yahoo.com rtaindore@gmail.com

Subsidiary Companies

The synopsis of the minutes of the Board meetings of the subsidiary companies are placed at the Board meeting of the Company on quarterly basis. The Audit Committee reviews the financial statements including investments by the unlisted subsidiaries of the Company. The Management of the unlisted subsidiary periodically brings to the notice of the Board of Directors of the Company, a statement of all significant transactions and arrangements entered into by unlisted subsidiary, if any.

Policies, Affirmations and Disclosures

1. Compliances with Governance Framework

The Company is in compliance with all mandatory requirements under the Listing Regulations. It has obtained a certificate affirming the compliances from the Company's Statutory Auditors and the same is attached to the this Report

2. Related Party Transactions

The required statements / disclosures, with respect to the related party transactions, are placed before the Audit Committee and to the Board of Directors, on quarterly basis in terms of Regulation 23(3) of the Listing Regulations. Prior omnibus approval is obtained for Related Party Transactions which are of repetitive in nature.

The Company's major related party transactions are generally with its subsidiaries and associates. These transactions are entered into based on consideration of various business exigencies, such as synergy in operations, liquidity and capital resource of subsidiary and associates and all such transactions are on an arm's length basis.

All transactions entered into with related parties as defined under the Companies Act, 2013 and the Listing Regulations during the financial year were in the ordinary course of business and on an arm's length basis. None of the transactions with any of the related parties were in conflict with the interest of the Company

The disclosure of transactions with the related parties set out in Notes to the Standalone Financial Statements, forming part of the Annual Report.

The Board of Directors has formulated a Policy on dealing with Related Party Transactions and it is posted on the website of the Company at <https://madhavmarbles.com/wp-content/uploads/2020/11/Policy-on-Related-Part-Transactions.pdf>

3. Details of remuneration paid to the employees of the Company, who are relatives of directors:

The total remuneration paid during 2020-2021 to Mrs. Riddhima Doshi, Spouse of CEO and Managing Director is Rs. 34.61 Lakhs. Effective February 01, 2021, Mrs. Riddhima Doshi was appointed as Additional Director designated as Whole Time Director subject to approval from the members of the Company

4. Penalty or Strictures

No penalties or strictures have been imposed on the Company by stock exchanges or SEBI or any other statutory authority in any matter related to capital markets during the last three (3) financial years

5. Vigil Mechanism

The Company has established a vigil mechanism/whistle blower policy for directors and employees to report concerns about unethical behaviour, actual or suspected fraud etc. and the same has been disclosed on the website of the Company. No personnel has been denied access to the Audit Committee. The said policy has also been put up on the website of the Company.

6. Certification about Directors

The Company has obtained a certificate from M/s. Ronak Jhuthawat & Co. Practicing Company Secretaries that none of the directors on the board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authorities. A copy of the said certificate is attached to the report.

7. Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

As required under the Listing Regulations, the CEO and the CFO of the Company have certified the accuracy of financial statements for the financial year 2020-21 and adequacy of internal control systems for financial reporting for the said year. The said certificate was placed before the Board at the meeting held on June 29, 2021 in which the accounts for the year ended March 31, 2021 were considered and approved by the Board.

8. Where the board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant Financial Year

During the year under review, all recommendations made by the Committee(s) of the Board which were mandatorily required have been accepted by the Board

9. Total Fees paid to the Statutory auditors

The particulars about the total amount of the fees paid to the Statutory Auditors of the Company and its subsidiaries, during the financial year 2020-21, is stated in notes No. 31 to consolidated financial statements, which forms part of the annual report.

10. Accounting Standards followed by the Company

The financial statements of the Company have been prepared in accordance with Ind AS, as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements

11. Details of utilization of funds raised through preferential allotment or qualified institutions Placement as specified under Regulation 32 (7A) of the Listing Regulations

The Company has not raised funds through preferential allotment or Qualified Institutional Placement.

12. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

There are no outstanding GDRs / ADRs / Warrants / Convertible Instruments of the Company and hence, the same is not applicable to the Company.

13. Disclosure of commodity price risks or foreign exchange risk and hedging activities:

The Company manages foreign exchange risk with appropriate hedging activities consistent with the policies of the Company. Your Company uses forward exchange contracts to hedge against its foreign currency exposures. There are no materially uncovered exchange rate risks in the context of the Company's imports and exports.

The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out.

14. Adoption of discretionary requirements under SE BI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has disclosed and complied with all the mandatory requirements under LODR Regulations. The details of these compliances have been given in the relevant sections of this report. Among discretionary requirements, as specified in Part E of Schedule II of LODR Regulations, the Company has adopted the following:

The Board - The Board of the Company is led by Non- Executive Independent Chairperson

Shareholders' Rights – Quarterly/half yearly audited financial results are disseminated to the Stock Exchanges and uploaded on the website of the Company.

Reporting of Internal Auditor - In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who reports to the Audit Committee and Board. Internal audit report is submitted to the Audit Committee and Board which reviews the audit reports and suggests necessary action

Audit Qualifications – The Statutory Auditors of the Company have issued Audit Reports with unmodified opinion on the standalone and consolidated financial statements for the year ended March 31, 2021.

Separate posts of Chairman and CEO -The positions of the Chairman of the Board and the Managing Director & Chief Executive Officer of the Company are held by separate individuals.

15. Code of Conduct

The Company has adopted a Code of Conduct for all employees and for members of the Board and Senior Management Personnel. The Company through its Code of Conduct provides guiding principles of conduct to promote ethical conduct of business. All members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board and Senior Management for the financial year 2020-21. A declaration to this effect is given herein below:

Declaration

I hereby confirm that the Company has received from all the members of the Board and Senior Management, for the financial year ended March 31, 2021, a confirmation that they are in compliance with the Company's Code of Conduct.

For Madhav Marbles and Granites Limited

Udaipur, 04.09.2021

Madhav Doshi
CEO and Managing Director
DIN: 07815416

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of the material contracts or arrangements or transactions at arm's length basis:

1	Name(s) of the Related Party	Madhav Natural Stone Surfaces Private Limited				
2	Nature of Relationship	Subsidiary of the Company				
3	Nature of contracts/ arrangements/ transactions	Capital Subscription	Loans and Advances	Rent Received	Expenses incurred on behalf of Subsidiary	Interest on Unsecured Loan
4	Duration of Transactions	April 01, 2020 to March 31, 2021				
5	Salient terms of the contracts or arrangements or transactions including the value, if any:	Investment in Share Capital through Subscription of Equity Shares : NIL	Inter Corporate Loans and advances given of Rs. 10.11 Lakhs Repayment of Loan by Subsidiary amounting to INR 289.98 Lakhs	Rent amounting to Rs.1.13 Lakhs received against sharing of office space	Expenditure incurred on behalf of Subsidiary amounting to Rs. 4.91 Lakhs	Interest on Unsecured Loan accounted amounting to INR 38.48 Lakhs
6	Date(s) of approval by the Board, if any:	Sept. 17, 2018 & April 30, 2019	May 04, 2019	Nov. 05, 2018 & Sept. 07, 2019	Sept. 26, 2018	May 04, 2019
7	Amount paid as advances, if any:		Nil			

1	Name(s) of the Related Party	Madhav Ashok Ventures Private Limited				
2	Nature of Relationship	Subsidiary of the Company				
3	Nature of contracts/ arrangements/ transactions	Capital Subscription	Loans and Advances	Rent Received	Reimbursement of Expenses	Interest on Unsecured Loan
4	Duration of Transactions	April 01, 2020 to March 31, 2021				
5	Salient terms of the contracts or arrangements or transactions including the value, if any:	Investment in Share Capital through Subscription of Equity Shares: NIL	Inter Corporate Loans and advances given of Rs. 245.10 Lakhs Repayment of Loan by Subsidiary is INR 197.25 Lakhs	Rent amounting to Rs.1.13 Lakhs received against sharing of office space	Expenditure incurred on behalf of Subsidiary amounting to Rs. 33.80 Lakhs	Interest on Unsecured Loan accounted amounting to INR 71.80 Lakhs
6	Date(s) of approval by the Board, if any:	Sept. 07, 2019	Aug. 10, 2019	Sept. 07, 2019	Sept. 07, 2019	Aug. 10, 2019
7	Amount paid as advances, if any:		Nil			

Certificate of Non-Disqualification of Directors

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

To,
The Members of
Madhav Marbles and Granites Limited
First Floor, "Mumal Towers"
16, Saheli Marg,
Udaipur-313001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/S MADHAV MARBLES AND GRANITES LIMITED** having **CIN-L14101RJ1989PLC004903** and having registered office at **First Floor, Mumal Towers 16, Saheli Marg Udaipur-Raj 313001** (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority for the period ended as on March 31, 2021.

S.No.	Name of Director	DIN	Date of appointment in Company
1	RAVIKUMAR KRISHNAMURTHI	00464622	30/11/1993
2	ROSHAN LAL NAGAR	02416642	31/10/2008
3	PRAKASH KUMAR VERDIA	02429305	31/10/2008
4	SWATI YADAV	06572438	01/03/2015
5	RIDDHIMA DOSHI	07815378	01/02/2021
6	MADHAV DOSHI	07815416	01/05/2018

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

For **Ronak Jhuthawat & Co**
(Company Secretaries)

Place: Udaipur
Date: 27.08.2021

Ronak Jhuthawat
Proprietor
FCS: 9738 CP: 12094
Peer review- S2013RJ222900
UDIN- F009738C000841241

Certificate on Corporate Governance

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

To,
The Members
Madhav Marbles and Granites Limited
First Floor, "Mumal Towers"
16, Saheli Marg,
Udaipur-313001

We have examined documents, books, papers, minutes, forms and returns filed and other relevant records maintained by **Madhav Marbles and Granites Limited (CIN: L14101RJ1989PLC004903)** having its Registered Office at **First Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001**, for the purpose of certifying compliance of the conditions of Corporate Governance under Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V to the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the financial year ended March 31, 2021. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

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

In our opinion and on the basis of our examination of the records produced, explanations and information furnished, we certify that the Company has complied regarding the conditions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the financial year ended March 31, 2021 except as stated below:

- *National Stock Exchange Limited (NSE) and Bombay Stock Exchange (BSE) have imposed monetary penalty for non-compliance with Regulation 18 & 20 of SEBI (LODR) Regulations, 2015, and the company has made suitable reply to NSE & BSE, further requested to waive penalty in terms of SEBI (LODR) Regulations, 2015. The matter still pending with the respective authority.*
- *National Stock Exchange Limited (NSE) and Bombay Stock Exchange (BSE) have imposed monetary penalty for non-compliance with Regulation 29 of SEBI (LODR) Regulations, 2015, and the company has made suitable reply to NSE & BSE, further requested to waive penalty in terms of SEBI (LODR) Regulations, 2015. The matter still pending with the respective authority.*

This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management

For L.S. Kothari & Co.
Chartered Accountants
Firm Registration No. 001450C

Camp: Udaipur, September 04, 2021

Lalit Kothari
Partner
Membership No.: 081407

Independent Auditors' Report

To,
The Members of
Madhav Marbles and Granites Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Madhav Marbles & Granites Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to financial statements including summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matters

Key Audit Matters	How the matter was addressed in our audit
REVENUE RECOGNITION	
<p>Recognition of the company's revenue is complex due to several types of Export sales contracts, including generation and captive consumption of power.</p> <ul style="list-style-type: none"> • We focused on this area as recognition of revenue involves significant judgement and estimates made by Management including, whether contracts contain multiple performance obligations which should be accounted for separately and the most appropriate method for recognition of revenue for identified performance obligations. This comprises allocation of consideration to the individual performance obligations, assessing whether performance obligations under export sales contracts are satisfied at a point in time or over time. Further, it comprises the point in time when transfer of control has occurred regarding generation and sale of electricity which are accounted for over time. • The Company has followed Ind AS-115 for recognizing revenue in the financial statements for the financial year 2020-21. • We reviewed the Company's implementation of Ind AS 115, including changes to procedures, accounting guidelines, disclosures and systems to support correct revenue recognition. We reviewed and discussed the group accounting policy, & disclosures with Management, including the key accounting estimates and judgements made by Management. 	<ul style="list-style-type: none"> • We tested the relevant internal controls used to ensure the completeness, accuracy and timing of revenue recognised, including controls over the generation and captive consumption of power at year-end. • We read some sample of Export Sale contracts, also the contract between Madhav Marbles & Granites Limited and Tamil Nadu Electricity Board to assess whether the method for recognition of revenue was relevant and consistent with Ind AS-115, and had been applied consistently. Where a contract contained multiple elements, we considered Management's judgements as to whether they comprised performance obligations that should be accounted for separately, and, in such cases, challenged the judgements made in the allocation of the consideration to each performance obligation. • We evaluated the significant judgements and estimates made by Management in applying company's accounting policy to a sample of specific contracts and separable performance obligations of contracts, and we obtained evidence to support them, including details of contractual agreements, shipping bills, purchase orders, etc. For the contracts selected, we inspected original signed contracts and reconciled the revenue recognised to the underlying accounting records. We obtained a sample of Management's calculations for the recognition of revenue related to generation and captive consumption of power during the year as well as at the year-end.
DUES OF INCOME TAX AND INDIRECT TAX	
<p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p> <p>Refer to Note. no. (vii) of the ANNEXURE B of the Audit report on the Standalone Financial Statements.</p>	<p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> • We had obtained understanding of key uncertain tax positions by obtaining details of completed tax assessments and demands for the year ended March 31, 2021 from the management. • We along with our internal tax experts and appropriate senior management <ul style="list-style-type: none"> ➢ Discussed and evaluated the Management's underlying key assumptions in estimating the tax provision. ➢ assessed management's estimate of the possible outcome of the disputed cases; and formed an opinion that we do not require any legal opinion from the expert in that field. ➢ considered the effect of new information in respect of uncertain tax positions as at March, 31, 2021 to evaluate whether any change was required to management's position on these uncertainties.

INVESTMENT

<p>Investment in Mutual Funds:</p> <p>The Company had invested in various Quoted Mutual funds which was a financial asset for the company. Also, the company has followed Ind As-109) and the investment in mutual funds had been recognized and remeasurement gain/loss has been recognizes in profit & loss account.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> • Scrutiny of documents related to investment in mutual funds • Obtained an understanding of management's process of recording of investments, profit/loss on sale of such investments, expenses etc. and evaluated it on the basis statements received from the intermediary • Assessed the reasonableness & correct recording of the transactions based on statements available with the Company.
<p>Investment in Subsidiary:</p> <p>The Company is holding 600000 shares of its subsidiary company MADHAV NATURAL STONE SURFACES PRIVATE LIMITED, being 81.98% of the total shares issued by the said company.</p> <p>Also, the Company is holding 705100 shares of MADHAV ASHOK VENTURES PRIVATE LIMITED, being 60% of the total shares issued by the said company.</p> <p>The company has followed Ind AS-27 and the said investment has been recognized at Amortizing cost as on March, 31 2021 as the shares of the subsidiary companies are unquoted.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of management's process & methodology of investment in shares. We also tested whether any Loss allowance is required to be made and formed an opinion that there is no such requirement. • Assessed the appropriateness of the methodology and valuation model used by the management. • Assessed the reasonableness of the assumptions made by the management regarding the value of underlying shares.

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

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

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

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

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (the "Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

Materiality

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

Communication with those charged with governance

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Standalone financial statements disclose the impact of pending litigations on the Standalone financial position of the company; Refer note no. 30 to the standalone financial statement.
 - ii) The Company did not have any long-term contracts including derivative contracts hence; the question of any material foreseeable losses does not arise;

- iii) There has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **L. S. KOTHARI & CO**
Chartered Accountants
ICAI Firm Registration No.001450C

Lalit Kothari
Partner
Membership No.: 70928
UDIN : 21081407AAAADQ7079

Camp: Udaipur, June 29, 2021

Annexure “A” to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Madhav Marbles & Granites Limited of even date)

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

We have audited the internal financial controls over financial reporting of **MADHAV MARBLES & GRANITES LIMITED** (“the Company”) as of March 31, 2021 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 Board of Directors of the Company 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 respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that :

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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 **L. S. KOTHARI & CO**
Chartered Accountants
ICAI Firm Registration No.001450C

Lalit Kothari
Partner
Membership No.: 081407
UDIN : 21081407AAAADQ7079

Camp: Udaipur, June 29, 2021

Annexure 'B' To The Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Madhav Marbles & Granites Limited of even date)

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As explained to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the frequency of verification is reasonable. The discrepancies between the physical stocks and the book stocks were not material in relation to the operation of the Company and the same have been properly dealt with in the books of account.
- iii. According to the information and explanations given to us, the Company has granted unsecured loan to one body corporate, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
 - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - (b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.
 - (c) There is no overdue amount remaining outstanding as at the year-end.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2021 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. We have broadly reviewed the books of account maintained by the Company in respect of products where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

(c) Details of dues of Income Tax, Sales Tax, of dispute are Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2021 on account given below:

Name of the statute	Nature of the disputed dues	Amount Rs. (Lacs)	Period to which the amount relates	Forum where disputes are pending
Income Tax Act, 1961	Disallowance of claim of deduction u/s 80IA & other expenditure	91.99	A.Y. 2017-18	CIT (A)
Income Tax Act, 1961	Disallowance of claim of deduction u/s 80IA & other expenditure	54.42	A.Y. 2018-19	CIT (A)
Central Excise Duty	Disallowing Exemption/concession towards DTA sale under Notification No.23/2003 dated 31.3.2003	89.81	1st April 2008-30th November 2015	Central Excise & Service Tax Appellate Tribunal , Commissioner (Appeals)
Income Tax Act, 1961	Disallowance of claim of deduction u/s 80IA & other expenditure	31.54	A.Y. 2016-17	CIT(A)
Departmental Appeal				
Income Tax Act, 1961	Disallowance of claim of deduction u/s 80IA and personal expenses.	28.37	A.Y. 2013-14	ITAT
Income Tax Act, 1961	Relief granted by Commissioner of Income Tax (Appeals) for deduction u/s 80IA, 36(1)(iii) and contribution towards PF/ESI	35.67	A.Y. 2012-13	ITAT
Income Tax Act, 1961	Relief granted by Commissioner of Income Tax (Appeals) for deduction u/s 80IA, 36(1)(iii) and contribution towards PF/ESI	52.12	A.Y. 2011-12	ITAT
Income Tax Act, 1961	Relief granted by Commissioner of Income Tax (Appeals) for deduction u/s 80IA ,10B and allowance of expenses	36.14	A.Y. 2010-11	ITAT
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 36(1)(vii).	57.75	A.Y. 2004-05	Rajasthan High Court
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 36(1)(vii), 10B and 40(a)(ia).	27.32	A.Y. 2005-06	Rajasthan High Court
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 32 and 40(a)(ia).	07.44	A.Y. 2006-07	Rajasthan High Court
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 40(a)(ia) and allowance of expenses.	03.17	A.Y. 2007-08	Rajasthan High Court
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 40(a)(ia).	92.81	A.Y. 2008-09	Rajasthan High Court
Income Tax Act, 1961	Relief granted by ITAT for deduction u/s 40(a)(ia).	03.69	A.Y. 2009-10	Rajasthan High Court

- (viii) According to the records of the Company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or due to debenture holders as at balance sheet date.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **L. S. KOTHARI & CO**
Chartered Accountants
ICAI Firm Registration No.001450C

Lalit Kothari
Partner
Membership No.: 081407
UDIN : 21081407AAAADQ7079

Camp: Udaipur, June 29, 2021

Madhav Marbles and Granites Limited

Balance Sheet as at March 31, 2021

(₹ in thousands)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2A	324,732.88	368,471.56
(b) Capital work-in-progress	2B	5,088.79	3,681.67
(c) Investment Property	-	-	-
(d) Goodwill	-	-	-
(e) Intangible assets	-	-	-
(f) Intangible assets under development	2C	33.00	-
(g) Financial Assets			
(i) Investments	3	13,051.00	19,755.62
(ii) Trade receivables	4(i)	31,732.10	43,442.58
(iii) Loans	5(i)	150,719.81	156,986.91
(iv) Other financial assets	6	112,143.58	6,408.07
(h) Deferred tax assets (net)	19	-	-
(i) Other non-current assets	7(i)	68,863.41	68,485.20
(2) Current assets			
(a) Inventories	8	241,100.61	251,644.02
(b) Financial Assets			
(i) Investments	-	-	-
(ii) Trade receivables	4(ii)	195,949.35	213,497.75
(iii) Cash and cash equivalents	9	33,836.90	6,426.77
(iv) Other Bank balances	10	68,910.34	72,462.54
(v) Loans	5(ii)	150,359.26	163,351.80
(c) Current Tax Assets (Net)	11	10,856.89	12,849.56
(d) Other current assets	7(ii)	147,135.51	142,170.22
Total Assets		1,554,513.43	1,529,634.27

Madhav Marbles and Granites Limited

(₹ in thousands)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
(2) EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	12	89,470.00	89,470.00
(b) Other Equity	13	1,259,900.20	1,215,345.25
LIABILITIES			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14(i)	33,654.32	33,701.98
(ii) Trade payables	15(i)	627.25	883.85
(iii) Other financial liabilities		-	-
(b) Provisions	17(i)	142.19	3,096.04
(c) Deferred tax liabilities (Net)	19	31,402.94	41,501.94
(d) Other non-current liabilities	18(i)	-	-
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14(ii)	41,909.45	32,089.12
(ii) Trade payables	15(ii)	54,282.32	58,088.43
(iii) Other financial liabilities	16	2,009.59	2,391.24
(b) Other current liabilities	18(ii)	41,115.17	52,738.18
(c) Provisions	17(ii)	-	328.24
Total Equity and Liabilities		1,554,513.43	1,529,634.27

Notes forming part of the financial statements

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In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Lalit Kothari
Partner
Membership No. 081407

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

Camp: Udaipur, 29th June 2021

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Statement of Profit and Loss for the year ended March 31, 2021

(₹ in thousands)

	Particulars	Note No.	For the year ended 31/03/2021	For the year ended 31/03/2020
I	Revenue From Operations	20.	618,893.99	602,848.01
II	Other Income and Other gains/(losses)	21.	45,099.59	67,246.03
III	Total Income (I + II)		663,993.58	670,094.04
IV	EXPENSES			
	Cost of materials consumed	22.	225,548.48	233,428.57
	Purchases of Stock-in-Trade	23.	84,233.28	52,144.26
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	24.	(9,054.46)	(2,243.93)
	Cost of Sales (Realty)	25.	2,304.23	-
	Employee benefits expense	26.	100,495.59	98,127.60
	Finance costs	27.	5,228.37	11,008.81
	Depreciation and amortization expense	2A	46,181.30	48,947.32
	Other expenses	28.	163,895.90	196,845.14
	Total expenses (IV)		618,832.69	638,257.77
V	Profit/(loss) before exceptional items and tax (III- IV)		45,160.89	31,836.27
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		45,160.89	31,836.27
VIII	Income Tax expense:			
	(1) Current tax	29(i)	12,060.14	13,511.21
	(2) Deferred tax	29(ii)	(10,099.01)	(3,493.93)
IX	Profit after tax (VII-VIII)		43,199.76	21,819.00

Madhav Marbles and Granites Limited

(₹ in thousands)

	Particulars	Note No.	For the year ended 31/03/2021	For the year ended 31/03/2020
X	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XI	Total Comprehensive Income for the period (IX + X)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		43,199.76	21,819.00
XII	Earnings per equity share			
	(1) Basic		4.83	2.44
	(2) Diluted		4.83	2.44
	Notes forming part of the financial statements	1-52		

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, 29th June 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Statement of Changes in Equity for the year ended March 31, 2021

A. Equity Share Capital

(₹ in thousands)

Balance at the beginning of the reporting period i.e.	Changes in equity during the year 2019-20	Balance at the end of the reporting period i.e. March 31, 2020	Changes in equity during the year 2020-21	Balance at the end of the reporting period March 31, 2021
89470.00	-	89470.00	-	89470.00

B. Other Equity

(₹ in thousands)

Particulars	Reserves and Surplus		Total
	General Reserve	Retained Earnings	
Balance as at April 01, 2019	989755.30	206347.38	1196102.67
Changes in accounting policy or prior period errors	0.00	120.10	120.10
Restated balance at the beginning of the reporting period	989755.30	206467.48	1196222.78
Total Comprehensive Income for the year	0.00	21819.00	21819.00
Dividends	0.00	(2236.75)	(2236.75)
Dividend Distribution tax	0.00	(459.77)	(459.77)
Transfer From retained earnings	0.00	0.00	0.00
Any other change	0.00	0.00	0.00
Balance as at March 31, 2020	989755.30	225589.96	1215345.26
Changes in accounting policy or prior period errors	0.00	1355.19	1355.19
Restated balance at the beginning of the reporting period	989755.30	226945.15	1216700.45
Total Comprehensive Income for the year	0.00	43199.75	43199.75
Dividends	0.00	0.00	0.00
Dividend Distribution tax	0.00	0.00	0.00
Transfer to general reserve	0.00	0.00	0.00
Any other change	0.00	0.00	0.00
Balance as at March 31, 2021	989755.30	270144.90	1259900.20

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

For and on behalf of the Board of Directors

Lalit Kothari
Partner
Membership No. 081407

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

Camp: Udaipur, June 29, 2021

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Cash flow statement for the year ended March 31, 2021

(₹ in thousands)

PARTICULARS	As at 31/03/2021	As at 31/03/2020
A. CASH FLOW FROM OPERATING ACTIVITIES		
Total Comprehensive Income Before Tax and after exceptional items adjusted for:	45,160.89	31,836.25
Net Loss on investment carried at fair value through profit and loss	-	4,454.18
Prior period expenses/income not given effect in P&L	1,310.52	120.10
Depreciation and Ammortization	46,181.30	48,947.32
(Profit) / Loss on sale/ written off of Fixed Assets	-	498.67
Interest Expense	5,228.37	11,008.81
Bad Debts written off	12,549.66	3,651.59
Provision for Gratuity	2,324.17	1,843.98
Interest Income	(32,349.29)	(29,260.34)
Provision No Longer Required Written Back	-	(14,441.25)
Foreign Exchange loss/(gain) (Net)	(7,370.52)	(21,320.00)
Operating Profit Before Working Capital Changes	73,035.09	37,339.33
Adjustments for (Increase)/ Decrease in Operating Assets:		
Inventories	10,543.42	20,272.37
Trade and other receivables *	(68,221.77)	115,284.16
Trade and other payables *	(21,673.62)	(16,996.47)
Cash Generated from Operation	(6,316.88)	155,899.40
Direct Taxes Paid / Tax Deducted at Source	(9,171.55)	(15,343.17)
Net Cash Flow From Operating Activities (A)	(15,488.43)	140,556.24
B. CASH FLOW FROM INVESTING ACTIVITIES		
Loan given to Joint Venture	-	(4,943.77)
Purchase of Fixed Assets & Capital W.I.P.	(3,882.72)	4.69
Change in other bank balance and cash not available for immediate use	3,158.39	(70,131.56)
Proceed from Sale of Fixed Assets	-	11,254.08
Proceeds/(Purchase) of investment	6,704.62	(10,000.00)
Investment in Joint Venture	-	-
Interest Received	32,373.97	32,176.87
Net Cash Used in Investing Activities (B)	38,354.26	(41,639.70)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Issue of share capital	-	-
Long Term Borrowings / Repayments	(47.66)	(17,056.61)
Repayment to / Proceeds from Banks	9,820.32	(76,146.77)
Interest Expense	(5,228.37)	(11,008.81)
Dividend Payout	-	(2,236.75)
Tax on Dividend	-	(459.77)
Net Cash Flow from/ (Used in) Financing Activities (C)	4,544.30	(106,908.71)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A + B + C)	27,410.12	(7,992.17)
CASH AND CASH EQUIVALENTS - OPENING BALANCE	6,426.74	14,418.91
CASH AND CASH EQUIVALENTS - CLOSING BALANCE	33,836.90	6,426.77
(Refer Note No. 9)		
* Includes current and non-current		

Notes :

- 1 Cash Flow Statement has been prepared under the indirect method as set out in the Indian Accounting Standard (IND AS-7) "Cash Flow Statements" as specified in the Companies (Indian Accounting Standard) (Amendment) Rules, 2017.
- 2 Purchase of Fixed Assets includes movement of capital work-in-progress during the year.
- 3 Previous year figures have been regrouped / reclassified wherever applicable.

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, June 29, 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

NOTES forming part of the Standalone financial statements for the year ended March 31, 2021

NOTE 1 COMPANY OVERVIEW

Madhav Marbles & Granites Limited (the Company) is a public limited Company and listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Company is engaged in manufacturing, processing and trading of granite slabs / tiles, marble slabs / tiles, windmill power generation and realty business. The Granite division and windmill power generation units are situated in Tamil Nadu and Marble / Realty business is carried at Udaipur.

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The accounts have been prepared in accordance with the provisions of Companies Act 2013 and Indian Accounting Standards (Ind AS) and Disclosures thereon comply with requirements of Ind AS, stipulations contained in Schedule- III (revised) as applicable under Section 133 of the Companies Act, 2013 read with, Companies (Indian Accounting Standards) Rules 2015 as amended from time to time, MSMED Act, 2006, other pronouncement of ICAI, provisions of the Companies Act and Rules and guidelines issued by SEBI as applicable.

“The Ministry of Corporate Affairs (MCA) has notified the Companies (Accounting Standards) Amendment Rules, 2016 vide its notification dated 30 March 2016. The said notification read with Rule 3(2) of the Companies Accounting Standards) Rules, 2006 is applicable to accounting period commencing on or after the date of notification i.e. 1 April 2016”

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current – non-current classification of assets and liabilities.

2.2 System of accounting

- 1) The Company follows the mercantile system of accounting and recognises income and expenditure on an accrual basis except in case of significant uncertainties.
- 2) Financial Statements are prepared under the Historical cost convention. These costs are not adjusted to reflect the impact of changing value in the purchasing power of money.
- 3) Estimates and Assumptions used in the preparation of the financial statements and disclosures are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

2.3 Use of Estimates

The Ind AS enjoins management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which the results are known/materialize.

2.4 Property, Plants and Equipments, Depreciation/Amortization

A. Property, Plants and Equipments

- i) The Property, Plants and Equipments are held for use in production, supply of goods or services or for administrative purposes. They are stated at their original cost net of tax/duty, credits availed, if any, including incidental expenditure related to acquisition and installation less accumulated depreciation. Cost represents all expenses directly attributable to bringing the asset to its working condition capable of operating in the manner intended and includes borrowing cost capitalized in accordance with the Company's Accounting Policy.

- ii) The Property, Plants and Equipments not ready for the intended use on the date of balance sheet including expenditure incurred pending for allocation is shown as “capital work-in-progress”.

B. Depreciation

Depreciation is provided on straight line method other than on freehold land and properties under construction less their residual values over their useful lives specified in Schedule II to the Companies Act 2013. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis. There is no deviation in useful life as specified in Schedule II to the Companies Act 2013.

Depreciation on fixed assets has been calculated on pro-rata basis with reference to the month in which the assets are put to use.

C. Intangible Assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as “Intangible assets under development”.

2.5 Financial instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

Financial liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Group are recognised at the proceeds received net of direct issue cost.

2.6 Borrowing Cost

Borrowing costs that are attributable to the acquisition / construction of qualifying assets are capitalized as part of cost of such asset till such time as the asset is ready for its intended use or sale. Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred.

2.7 Inventories

- 1) Finished goods, Raw material, stores and spares, packing material, rejects and waste are valued at cost or net realizable value whichever is lower. Provision is made in respect of non-standard and non-moving items.
- 2) Cost of Work-in-Progress is ascertained at material cost and an appropriate share of production overheads.
- 3) Cost of Finished goods is ascertained at material cost and an appropriate share of production overheads and excise duty where paid/payable.
- 4) Cost of rejects and waste is determined considering cost of material, labour, and related overheads including depreciation.
- 5) Realty stock is valued at lower of Cost or Net Realizable Value.

2.8 Cash and Bank Balances

Cash and bank balances also include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which are unrestricted for withdrawal and usage. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

2.9 Revenue Recognition

a) Sales

- i) Sales of goods are recognized on dispatch and in accordance with the terms and conditions of the sale. Sale includes indirect taxes. Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer. Export sales are recognized on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sale and initially recorded at the relevant exchange rates prevailing on the date of the transaction.
- ii) Sale from Realty is recognized when all significant risks and rewards of ownership in the land and / or building are transferred to the customer and a reasonable expectation of collection of the sale consideration from the customer exists. The estimates of saleable area and cost are revised periodically by the management. The effect of such changes to estimates is recognized in the period such changes are determined.

b) Other Income

The Company recognizes income on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

2.10 Impairment of Assets

At the end of each accounting year the carrying amount of property, plant and equipment intangible assets and financial assets is reviewed for impairment. Impairment, if any, is recognized where the carrying amount exceeds the recoverable amounts being the higher of net realizable price and value in use. An impairment loss is charged to Statement of Profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

2.11 Taxes on Income

Income tax expense for the year comprises of current tax and deferred tax. Current tax provision has been determined on the basis of relief, deductions etc. available under the Income Tax Act 1961 and Deferred tax is provided using balance sheet approach on temporary differences at the reporting date as difference between the tax base and the carrying amount of assets and liabilities. Deferred tax is recognized subject to the probability that taxable profit will be available against which the temporary differences can be reversed.

2.12 Foreign Currency Transactions

- 1) Foreign currency transactions are recorded at the exchange rate prevailing on the date of the transaction.
- 2) Monetary items denominated in foreign currencies (such as cash, receivables, payables etc.) outstanding at the year end, are translated at exchange rates applicable on year end date.
- 3) Non-monetary items denominated in foreign currency, (such as plant and equipment) are valued at the exchange rate prevailing on the date of transaction and carried at cost.
- 4) Any gains or losses arising due to exchange differences arising on translation or settlement are accounted for in the Statement of Profit and Loss.

2.13 Provision, Contingent Liabilities and Contingent Assets

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

Contingent liabilities are disclosed when there is a present obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.14 Employee Benefits

(a) Short term Employee benefits:

All employee benefits falling due wholly within two months of rendering the services are classified as short-term employee benefits. The benefits like salaries, wages, and short term compensated absences etc. and the expected cost of bonus; ex-gratia is recognized in the period in which the employee renders the related service.

(b) Post employment benefits:

(i) Defined Contribution Plan

The Company has Defined Contribution plan for post employment benefit namely Provident Fund, which is recognised by the income tax authorities and administered through appropriate authorities.

The Company contributes to a Government administered Provident Fund and has no further obligation beyond making its contribution.

(ii) Defined Benefit Plans

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit method.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss as income or expense.

(c) Leave encashment

Based on the leave rules of the company, employees are not permitted to accumulate leave.

(d) Termination benefits are recognized as an expense as and when incurred.

2.15 Segment Accounting

Segment accounting policies are in line with the accounting policies of the Company. However, the following specific accounting policies have been followed for segment reporting.

- 1) Segment Revenue includes Sales and other income directly identifiable with/ allocable to the segment including inter segment revenue.
- 2) Expenses that are directly identifiable with/ allocable to segment are considered for determining the Segment Result. The expenses, which relate to the Company as a whole and not allocable to segments, are included under "Other Unallocable Expenditure".
- 3) Income, which relates to the Company, as a whole and not allocable to segments is included in "Unallocable Corporate Income".
- 4) Segment assets and Segment liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. Assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively.

2.16 Earnings Per Share

The earnings considered in ascertaining the Company's Earnings per share ('EPS') comprise the Total Comprehensive Income. The number of shares used in computing the Basic EPS is the weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as Basic EPS.

2.17 Discontinued Operations

Assets and Liabilities of discontinued operations are assessed at each Balance Sheet date. Impacts of any impairments and write backs are dealt with in the Statement of Profit and Loss.

Impacts of discontinued operations are distinguished from the ongoing operations of the Company, so that their impact on the Statement of Profit and Loss for the year can be perceived.

Notes forming part of the Standalone financial statements
2.A. Property, Plant and Equipment

(₹ in thousands)

A-1	Land Free hold	Land lease hold	Buildings	Plant and Equipment	Electrical Installation	Factory Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer	Mis. Fixed Assets	Site Development	Wind Mill - I	Wind Mill - II	Total
Cost as at 1st April, 2020	11408.25	-	183,735.96	532,861.90	36,437.32	20,165.16	9,987.02	19,477.74	7,116.85	2,702.09	486.85	2,882.28	153,962.43	55,222.61	1,036,446.46
Additions	-	-	-	-	1,793.81	-	38.91	75.58	534.31	-	-	-	-	-	2,442.61
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Cost as at 31 March, 2021	11408.25	-	183,735.96	532,861.90	38,231.13	20,165.16	10,025.93	19,553.32	7,651.16	2,702.09	486.85	2,882.28	153,962.43	55,222.61	1,038,889.07
Accumulated Depreciation as at 1st April, 2020															
Additions	-	-	69,366.01	425,897.81	30,850.78	11,498.11	5,897.94	14,174.78	6,443.41	2,535.74	292.80	625.02	61,133.99	39,258.49	667,974.88
Disposals	-	-	5,818.31	29,157.39	774.09	1,141.01	664.91	1,760.80	524.74	90.15	38.06	34.08	4,685.50	1,492.27	46,181.31
Accumulated Depreciation as at 31 March, 2021	-	-	75,184.32	455,055.20	31,624.88	12,639.12	6,562.85	15,935.58	6,968.15	2,625.89	330.85	659.10	65,819.49	40,750.76	714,156.19
Net Carrying amount as at 1st April, 2020	11408.25	-	114,369.95	106,964.09	5,586.53	8,667.05	4,089.07	5,302.96	673.44	166.36	194.05	2,257.26	92,828.44	15,964.11	368,471.56
as at 31st March, 2021	11408.25	-	108,551.64	77,806.70	6,606.25	7,526.04	3,463.08	3,617.74	683.01	76.20	156.00	2,223.18	88,142.94	14,471.85	324,732.88

Notes forming part of the Standalone financial statements

(₹ in thousands)

A-2	Land Free hold	Land lease hold	Buildings	Plant and Equipment	Electrical Installation	Factory Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer	Mis. Fixed Assets	Site Development	Wind Mill - I	Wind Mill - II	Total
Cost as at 1st April, 2019	11408.25	-	182,073.90	532,371.63	36,437.32	20,095.87	9,101.29	21,719.76	8,513.55	2,594.38	486.85	2,882.28	153,962.43	55,222.61	1,036,870.11
Additions	-	-	1,662.07	490.27	-	69.29	1,613.72	69.50	263.44	107.71	-	-	-	-	4,276.00
Disposals	-	-	-	-	-	-	727.99	2,311.52	1,660.15	-	-	-	-	-	4,699.66
Cost as at 31st March, 2020	11408.25	-	183,735.97	532,861.90	36,437.32	20,165.16	9,987.02	19,477.74	7,116.84	2,702.09	486.85	2,882.28	153,962.43	55,222.61	1,036,446.44
Accumulated Depreciation as at 1st April, 2019	-	-	63,554.20	396,414.33	30,090.31	10,359.75	5,942.43	14,339.21	7,388.29	2,417.59	251.09	579.58	54,886.66	37,268.80	623,492.24
Additions	-	-	5,811.81	29,483.48	760.47	1,138.36	647.11	2,031.52	632.27	118.14	41.71	45.44	6,247.33	1,989.69	48,947.32
Disposals	-	-	-	-	-	-	691.59	2,195.94	1,577.14	-	-	-	-	-	4,464.68
Accumulated Depreciation as at 31st March, 2020	-	-	69,366.01	425,897.81	30,850.78	11,498.11	5,897.95	14,174.78	6,443.42	2,535.73	292.80	625.02	61,133.99	39,258.49	667,974.88
Net Carrying amount as at 1st April, 2019	11408.25	-	118,519.69	135,957.30	6,347.01	9,736.11	3,158.86	7,380.55	1,125.27	176.79	235.76	2,302.70	99,075.77	17,953.80	413,377.87
as at 31st March, 2020	11408.25	-	114,369.95	106,964.09	5,586.53	8,667.05	4,089.07	5,302.96	673.44	166.36	194.05	2,257.26	92,828.44	15,964.11	368,471.56

Notes forming part of the Standalone financial statements (₹ in thousands)

2.B. Capital work-in-progress

	As at 31/03/2021	As at 31/03/2020
Building Construction	564.24	564.24
Office Equipments	-	101.41
Plant and Machinery	4,283.21	1,363.57
Electrical installation	49.23	1,467.12
Preoperative Expenses	192.11	185.33
Total	5,088.79	3,681.67

2.C. Intangible asset under development comprises of software for the purpose of inventory control

	As at 31/03/2021	As at 31/03/2020
Computer Software	33.00	-
Total	33.00	-

3. Investments

	As at 31/03/2021	As at 31/03/2020
(A) Investments- Non- current		
Investment in Subsidiaries :		
Investment carried at Cost:		
Unquoted:		
705100 (705100) equity shares of Rs.10/- each in Madhav Natural Stone Surfaces Private Limited	7,051.00	7,051.00
600000 (600000) equity shares of Rs.10/- each in Madhav Ashok Ventures Private Limited	6,000.00	6,000.00
Total (A)	13,051.00	13,051.00
(B) Other Investments		
Investment carried at Fair value through Profit & Loss		
Investments in Mutual Fund (Quoted)	-	3,312.61
Nil (102602.05) Units of Birla Sun Life Pure Value Fund Growth		
Nil (64584.77) Units of Sundaram S.M.I.L.E. Fund Regular Plan Growth	-	3,392.01
Total (B)	-	6,704.62
Total (A + B)	13,051.00	19,755.62

Notes forming part of the Standalone financial statements

(₹ in thousands)

4. Trade receivables

	As at 31/03/2021	As at 31/03/2020
(i) Trade receivables- Non- current		
Unsecured		
Considered good	31,732.10	43,442.58
	31,732.10	43,442.58
(ii) Trade receivables- Current		
Unsecured		
Considered good	195,949.35	213,497.75
	195,949.35	213,497.75
Total	227,681.45	256,940.33

5. Loans (Unsecured, Considered Good Unless Otherwise Stated):

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Security deposits	9,327.79	11,445.11
Loans to related parties	-	-
Others	141,392.02	145,541.80
	150,719.81	156,986.91
(ii) Current		
Security deposits	-	-
Loans to related parties		
Subsidiary Companies	149,933.51	162,934.55
Others	425.75	417.25
	150,359.26	163,351.80
Total	301,079.07	320,338.71

6. Other financial assets

	As at 31/03/2021	As at 31/03/2020
Non- current		
Balances with banks		
Fixed deposits having maturity more than 12 months	105,366.38	-
In Margin Money	6,651.45	6,257.64
Interest accrued on fixed deposit/ Interest receivable	125.75	150.43
	112,143.58	6,408.07

Notes forming part of the Standalone financial statements

(₹ in thousands)

7. Other assets

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Advance to suppliers	10,745.12	10,366.91
Project Advances	58,118.29	58,118.29
	68,863.41	68,485.20
(ii) Current		
Advance to suppliers	47,740.61	38,127.30
Prepaid Expenses	3,415.33	3,463.40
Balances with government authorities		
VAT/ CST Receivable	6,702.29	6,702.29
Service Tax credit receivable	10,049.31	10,049.31
Excise Duty Refundable	2,851.78	2,733.82
GST input tax credit	75,483.55	80,236.41
Others	892.64	857.69
	147,135.51	142,170.22
Total	215,998.92	210,655.42

8. Inventories

	As at 31/03/2021	As at 31/03/2020
Raw Material	25,868.70	39,438.65
Work-in-progress	17,939.35	14,563.98
Finished Goods	132,101.50	126,576.45
Stock in Trade		
Real Estate	29,599.17	31,602.80
Goods	471.82	471.82
Stores & Spares	32,786.09	36,278.15
Others	2,333.98	2,712.17
Total	241,100.61	251,644.02

Notes forming part of the Standalone financial statements

(₹ in thousands)

9. Cash and cash equivalents

	As at 31/03/2021	As at 31/03/2020
Cash in hand	168.81	462.25
Balances with banks:		
In Current Accounts	30,457.57	3,057.55
In EEFC account	3,210.52	2,906.97
In Fixed Deposit (Less than 3 months Maturity)	-	-
Total	33,836.90	6,426.77

10. Other bank balances

	As at 31/03/2021	As at 31/03/2020
Term Deposit with original maturity more than 3 months but less than 12 months	66,900.75	70,071.29
Earmarked balances with banks-Unpaid/Unclaimed Dividend	2,009.59	2,391.25
Total	68,910.34	72,462.54

11. Current tax assets

	As at 31/03/2021	As at 31/03/2020
Advance tax	59,027.73	52,388.62
Tax deducted at source	8,927.93	7,260.46
Minimum Alternative Tax credit entitlement	6,258.07	5,362.14
Less: current tax payable	(8,160.00)	(5,314.11)
Less: current tax provision	(55,196.84)	(46,847.55)
Total	10,856.89	12,849.56

Notes forming part of the Standalone financial statements

(₹ in thousands)

12. Equity Share Capital

	As at 31/03/2021	As at 31/03/2020
(a) Authorised :		
172,50,000 (Previous Year 172,50,000) Equity Shares of Rs.10/- each	172500.00	172500.00
75,000 (Previous Year 75,000) Cumulative Convertible Preference Shares of Rs.100/- each	7500.00	7500.00
	180000.00	180000.00
(b) Issued, Subscribed and Paid Up:		
89,47,000 (Previous Year 89,47,000) Equity Shares of Rs.10/- each fully paid up	89470.00	89470.00
	89470.00	89470.00
(c) Reconciliation of number of Shares outstanding at the beginning and end of the year :		
Equity Shares :		
Outstanding at the beginning of the year	8947000	8947000
Issued during the year	-	-
Outstanding at the end of the year	8947000	8947000

(d) Rights, Preferences and restrictions attached to Equity Shares :

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to shareholder approval in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of equity shares held by the shareholders.

(e) Shares in the Company held by each shareholder holding more than 5% Shares:-

Name of Shareholder	As at 31/03/2021		As at 31/03/2020	
	No. of Shares held in the company	% of shares Held	No. of Shares held in the company	% of shares Held
Mumal Marketing (P) Ltd. (formerly known as Mumal Finance (P) Ltd.)	782600	8.75	782600	8.75
Aruna Doshi	752424	8.41	725265	8.11
Madhav Doshi	805441	9.00	771008	8.62
Sangeetha S.	734310	8.21	741370	8.29

Notes forming part of the Standalone financial statements

(₹ in thousands)

13. Other equity

	As at 31/03/2021	As at 31/03/2020
Other equity consists of following		
(a) General reserve		
(i) Opening balance	989755.30	988755.30
(ii) Transfer from surplus in Statement of Profit & Loss	-	-
Total (A)	989755.30	989755.30
(b) Retained earnings		
(i) Opening balance	225,589.95	206,347.38
Total comprehensive income	43,199.76	21,819.00
Changes in accounting policy or prior period errors	1,355.19	120.10
Remeasurement of Defined Benefit Plans	-	-
(ii) Less: Appropriations		
Dividend On Equity Shares	-	(2,236.75)
Dividend Distribution tax	-	(459.77)
Transfer To General Reserve	-	-
Total (B)	270,144.90	225,589.95
Closing balance of other equity (A + B)	1,259,900.20	1,215,345.25

14. Borrowings

	As at 31/03/2021	As at 31/03/2020
(i) Non-Current borrowings		
Term Loans repayable on demand		
From banks	54,904.32	53,873.68
Less: Current Maturities of Long Term debt {refer Note 18 (iii)}	(21,250.00)	(20,171.70)
Others	-	-
Total (A)	33654.32	33,701.98
(ii) Current borrowings		
Loans repayable on demand		
From banks*	41,909.45	7,546.93
Bank Overdrafts	-	18,212.51
Packing Credit facility	-	6,329.68
Total (B)	41,909.45	32,089.12
Total (A) + (B)	75563.77	65791.10

The Term Loan comprises of Foreign Currency term loan from HDFC Bank Ltd. is secured against: (i) Equitable mortgage of the land and building situated at, Thoppur Village, Dharmapuri Taluk, Salem. as collateral security (ii) Hypothecation by way of first and exclusive charges on all present and future current assets inclusive of Stocks & book debts.

The loan is repayable in equated monthly instalments commencing from December 2017 till December 2022 and carrying interest rate @ LIBOR + 2.5%. The Loan is further secured by personal guarantee of Mr.Sudhir Doshi (Whole Time Director).

*The cash credit facility availed from IDBI Bank Ltd. and secured by pledge of fixed deposits.

Notes forming part of the Standalone financial statements

(₹ in thousands)

15. Trade payables

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Due to Micro and Small Enterprises *	-	-
Other than dues to Micro and Small Enterprises	627.25	883.85
Acceptances	-	-
	627.25	883.85
(ii) Current		
Due to Micro and Small Enterprises *	-	-
Other than dues to Micro and Small Enterprises	54,282.32	58,088.43
Acceptances	-	-
	54,282.32	58,088.43
Total	54,909.57	58,972.28

* Considering the Company has been extended credit period up to 45 days by its vendors and payments being released on a timely basis, there is no liability towards interest on delayed payments under "The Micro, Small and Medium Enterprises Development Act, 2006" during the year.

There is also no amount of outstanding interest in this regard, brought forward from previous years. The above information is on basis of intimation received, on request made by the Company, with regards to vendors registration under the said act.

16. Other financial liability

	As at 31/03/2021	As at 31/03/2020
Current		
Unpaid/ unclaimed dividend	2,009.59	2,391.24
Others	-	-
Total	2,009.59	2,391.24

17. Provisions

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Provisions for employee benefits		
- Provision for Gratuity	142.19	3,096.04
	142.19	3,096.04
(ii) Current		
Provisions for employee benefits		
(i) Provision for Gratuity	-	328.24
	-	328.24
Total	142.19	3424.28

Notes forming part of the Standalone financial statements

(₹ in thousands)

18. Other liabilities

	As at 31/03/2021	As at 31/03/2020
(i) Other Non- current liabilities		
(a) Advance from customers	-	-
	<u>-</u>	<u>-</u>
(ii) Other Current liabilities		
(i) Advance from customers	4,841.03	10,076.30
(ii) Employees Benefit expenses payable	3,540.47	2,317.62
(iii) Current Maturities of long term Debt {refer Note 14 (i)}	21,250.00	20,171.70
(iv) Others		
(a) Statutory dues including PF and TDS	7,194.52	7,090.15
(b) others	4,289.15	13,082.39
Total	41,115.17	52,738.18

19. Deferred tax assets/ liabilities

	As at 31/03/2021	As at 31/03/2020
Deferred Tax Liabilities		
On account of timing difference in:		
Depreciation	32,042.52	43,086.27
Others	-	-
Gross deferred Tax Liability	32,042.52	43,086.27
Deferred Tax Asset		
On account of timing difference in:		
Depreciation	-	-
Expenses	543.90	504.50
Others	95.68	1,079.83
Gross deferred Tax Assets	639.58	1,584.33
Net Deferred Tax (Assets)/Liabilities	31,402.94	41,501.94

Notes forming part of the Standalone financial statements

(₹ in thousands)

20. Revenue from operations

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(a) Sale of Products (Refer Note 2.9 and 36)	650,570.21	628,619.20
Less:- Inter divisional transfers	<u>33,660.80</u>	<u>27,593.12</u>
	616,909.41	601,026.08
(b) Other operating revenues		
Export Incentive	14.57	228.69
Scrap sales	<u>1,970.01</u>	<u>1,593.24</u>
Total (b)	1,984.58	1,821.93
Total revenue from operations (a) + (b)	618,893.99	602,848.01

21. Other income & other gains/(losses)

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(a) Other income		
Interest income	32,349.29	29,260.34
Misc Balance Written Back	192.00	157.00
Rental Income	869.61	1,800.35
Bad Debts Recovered	44.66	14,441.25
Miscellaneous Income	<u>129.97</u>	<u>267.10</u>
Total (A)	33,585.53	45,926.04
(b) Other gains\ (losses)		
Net Gain on Foreign Currency Transactions & Translations	7,370.52	21,320.00
Long Term Gain on Sale of Mutual Fund	<u>4,143.54</u>	<u>-</u>
Total (B)	11,514.06	21,320.00
Total (A + B)	45099.59	67246.04

22. Cost of material consumed

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Opening Stock		
Raw material	39,438.76	47,728.15
Packing material	2,712.17	3,104.39
Purchases & expenses	<u>211,600.23</u>	<u>224,746.96</u>
	253,751.16	275,579.50
Less : Closing Stock		
Raw material	25,868.70	39,438.76
Packing Material	<u>2,333.98</u>	<u>2,712.17</u>
	28,202.68	42,150.93
Total raw material and packing material consumed	225,548.48	233,428.57

Notes forming part of the Standalone financial statements

(₹ in thousands)

23. Purchase of stock in trade

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Marble/Stone - Tiles / Slabs/ Block	38,626.19	26,445.01
Granite - Tiles / Slabs / Block	41,798.49	24,034.49
Quartz slabs	3,808.60	1,664.76
Total	84,233.28	52,144.26

24. Changes in inventories of Finished Goods, WIP & Stock-in-trade

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Opening balances		
Finished Goods	126,422.16	124,827.51
Work-in-progress	14,564.23	14,069.49
Goods for Trade	471.82	471.82
Power	154.53	-
Total Opening balances	141,612.74	139,368.82
Closing balances		
Finished Goods	131,915.17	126,422.17
Work-in-progress	17,939.35	14,564.23
Goods for Trade	471.82	471.82
Power	340.86	154.53
Total Closing balances	150,667.2	141,612.75
Total changes in inventories of finished goods, WIP, Stock-in-trade	(9054.46)	(2243.93)

25. Cost of sales (Realty)

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Purchases Land Value	-	-
Add : Cost of conversion, labour, material and other charges	300.60	-
Total Cost	300.60	-
Add : Opening Work in progress :	31,602.80	31,602.80
Less : Closing Work in progress :	29,599.17	31,602.80
Cost of sales	2,304.23	-

26. Employee benefit expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Salary, Wages & Allowances	87,430.28	83,577.94
Welfare expenses	4,778.31	6,282.48
Contribution to Provident and other fund	8,287.00	8,267.18
Total	100,495.59	98,127.60

Notes forming part of the Standalone financial statements

(₹ in thousands)

27. Finance cost

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Interest expenses	3,513.71	8,217.02
Other financial charges	1,714.66	2,791.79
Total	5,228.37	11,008.81

28. Other expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Stores & Spares Consumed	61,813.29	67,559.66
Power & Fuel	16,464.88	31,307.01
Repairs & Maintenance		
- Building	1,405.76	2,088.86
- Plant & Machinery	9,847.04	17,677.95
- Others	180.65	275.97
Other Manufacturing Expenses		
Gas	1,437.55	1,535.68
Waste removal	478.96	581.85
Brazing Charges	663.93	564.31
Slab Netting Expenses	845.05	487.98
Block Setting Expenses	2,034.22	1,787.10
Freight & Cartage	591.04	589.29
Water Charges	230.00	793.60
Printing & Stationary	337.33	714.49
Postage, telegram, telephone	808.06	1,171.40
Conveyance & vehicle running and maintenance	2,725.00	2,374.63
Travelling	871.22	5,886.49
Legal, Professional & Consultancy	2,426.43	2,122.97
General Insurance	730.76	486.92
Selling expenses	34,847.13	36,748.34
Rent Expenses	900.00	900.00
Electricity Expenses	185.69	126.48
Subscription to Association	40.24	40.24
Annual Maintenance Charges	6,176.57	5,874.87
Security expenses	866.80	848.40
Office Maintenance	935.81	732.75
Claims & Rebate	1,243.70	2,103.68
Secretarial Service Charges	120.00	120.00
Bad debts written off	12,549.66	3,651.59
Rates & taxes	1,672.01	1,895.11
Net Loss on Investment carried at fair value through profit and loss		4,454.18
Loss on sell or Assets Written Off	-	498.67
Miscellaneous expenses	467.12	709.67
Total	163,895.90	196,845.14

Notes forming part of the Standalone financial statements

(₹ in thousands)

29. Income tax expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(i) Current tax		
Tax on the profits of current year	8,160.00	5,314.11
Adjustments for tax of prior period	-	-
Add: MAT Credit Utilized	3,900.14	8,197.10
Less: MAT credit entitlement	-	-
	12,060.14	13,511.21
(ii) Deferred tax		
Decrease\Increase) in deferred tax asset	(10,099.01)	766.43
(Decrease)\Increase) in deferred tax liability	-	(4,260.36)
	(10,099.01)	(3,493.93)

30. Contingent liabilities not provided for in respect of

Sr. No.	Particulars	As at 31/03/2021	As at 31/03/2020
1.	"Bank Guarantees/Letter of Credit issued by bank (Net of fixed deposit pledged)"	4075.00	4075.00
2.	Income Tax Liability (including penalty) that may arise in respect of matters which are pending in appeal	61224.00	38345.84
3.	Central Excise Liability (including penalty) that may arise of matters which are pending in appeal	26904.38	25400.00
4.	Bond executed in favour of customs, excise and DGFT authorities (Net of bank guarantee given)	81500.00	81500.00
5.	Corporate and bank guarantees for performance given on behalf of subsidiary companies	270000.00	430,000.00

31. Payment to Auditors

Sr. No.	Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
1.	As Auditor- Statutory Audit	135.00	135.00
2.	For Tax Audit	-	-
3.	For Taxation matters	-	-
4.	Other matters/ certification	15.50	-
5.	Reimbursement of out-of-pocket expenses	-	19.40
	Total	150.50	154.40

32. Earning Per Share

Particular	For the Year Ended 31.03.2021	For the Year Ended 31.03.2020
Total Comprehensive Income (Rs.)	43,199.75	21,819.00
Weighted average number of equity shares outstanding (in thousands)	8,947.00	8,947.00
Nominal value of the shares (Rs.)	10	10
Basic & Diluted Earning per share (Rs.)	4.83	2.44

Notes forming part of the Standalone financial statements

(₹ in thousands)

33. Related party disclosures:

Related party disclosures, as required by IND AS - 24 "Related Party Disclosures" are given below:

The Company has identified all the related parties having transactions during the year, as per details given below

- (i). List of related parties over which control exist :

Name of subsidiary

Madhav Natural Stone Surfaces Pvt. Ltd

Madhav Ashok Ventures Pvt Ltd.

- (ii). List of related parties

Individual exercising control or significant influence.

Directors

Mr. Ravi Kumar Krishnamurthi (Chairman)

Managing Director and relatives

Mr. Madhav Doshi , Managing Director

Mrs. Riddhima Doshi (Wife of Mr.Madhav Doshi)

Whole-time Director

Mr. Sudhir Doshi (Till 30th November,2020)

Mrs. Riddhima Doshi (w.e.f 1st February, 2021)

- (iii). In respect of the outstanding balance recoverable as at 31st March 2021, no provision for doubtful debts is required to be made. During the year, there were no amounts written off or written back from such related parties.

- (iv) Transactions, etc. with Related Parties

Notes forming part of the Standalone financial statements

(₹ in thousands)

Sr. No.	Name of the transacting related party	Nature of Relationship	Nature of Transaction	Volume of Transaction	Amount outstanding as on 31.03.2021
1.	Sudhir Doshi	Whole Time Director	Remuneration and Perquisites	2,299.40 (3,757.29)	Nil
2.	Madhav Doshi	Managing Director and CEO	Remuneration and Perquisites	9,553.44 (5,982.46)	Nil
3.	Riddhima Doshi	Wife of Madhav Doshi and whole time director w.e.f. 01/02/2021	Remuneration and Perquisites	3,461.10 (3,646.35)	Nil
4.	S.Panneerselvam	CFO	Remuneration and Perquisites	970.20 (927.61)	Nil -
5	Madhav Natural Stone Surfaces Private Limited	Subsidiary	Investment made in Subsidiary	- (7,051.00)	7,051.00 -
6	Madhav Natural Stone Surfaces Private Limited	Subsidiary	Settlement of Liability of subsidiary company	4,90.95 (2,829.76)	1,464.27 -
7	Madhav Natural Stone Surfaces Private Limited	Subsidiary	Rent received	113.28 (117.00)	96.00 -
8	Madhav Natural Stone Surfaces Private Limited	Subsidiary	Loan provided to subsidiary company	1,011.00 (26,026.00)	1,011.00 -
9	Madhav Natural Stone Surfaces Private Limited	Subsidiary	Interest on Loan provided to subsidiary company	3,848.34 4,222.30	3,732.17 -
10	Madhav Ashok Ventues Private Limited	Subsidiary	Investment made in Subsidiary	- 6,000.00	6,000.00 -
11	Madhav Ashok Ventues Private Limited	Subsidiary	Settlement of liability of the subsidiary company	3,380.06 (581.48)	2,407.94 -
12	Madhav Ashok Ventues Private Limited	Subsidiary	Rent received	113.28 (40.00)	96.00 -
13	Madhav Ashok Ventues Private Limited	Subsidiary	Loan provided to subsidiary company	24,510.00 (92,700.05)	98,793.49 -
14	Madhav Ashok Ventues Private Limited	Subsidiary	Interest on Loan provided to subsidiary company	7,179.81 (1,453.82)	6,641.33 -
15	Shubh Builders	Entity in which relative of KMP is Partner	Rent Paid	1,091.52	864.00
				-	-

Note : Previous year figures are given in brackets.

Notes forming part of the Standalone financial statements

(₹ in thousands)

34. Employee Benefits

a) Defined benefit plan - As per Actuarial Valuation on March 31, 2021

Particulars	31/03/2021	31/03/2020
I Amount recognized in the Statement of Profit and Loss		
Current Service Cost	1,242.32	1,247.34
Interest Cost	1,413.47	1,396.75
Expected Return on Plan Assets	(2,325.22)	(1,323.56)
Actuarial (gain)/Loss on obligation	23.25	(1,547.73)
Expense/(Income) recognized in the Statement of Profit and Loss	353.81	(227.20)
II Actual return on plan assets		
Expected Return on Plan Assets	2,325.22	1,323.56
Actuarial gain/(loss) on Obligation	NIL	NIL
Actual Return on plan assets	2,325.22	1,323.56
III Amount recognized in the Balance Sheet		
Present Value of Funded Obligation	21,799.92	19,556.06
Fair Value of Plan Assets	24,583.88	21,137.01
Net asset/(Liability) recognized in Balance Sheet (Included under provision for employee benefits Refer Note '17')	2,783.96	1,580.95
IV Change in the present value of obligation		
Opening balance of present value of obligation	19,556.06	18,623.36
Interest Cost	1,413.47	1,396.75
Current Service Cost	1,242.32	1,247.34
Benefits Paid	(435.18)	(163.66)
Actuarial (gain)/loss on Obligation	23.25	(1,547.73)
Closing Balance of present value of obligation	21,799.92	19,556.06
V Change in fair value of plan assets		
Opening Balance of fair value of plan assets	21,137.01	18,490.10
Expected return on plan assets	2,325.22	1,323.56
Contributions	1,556.82	1,487.02
Benefits Paid	(435.18)	(163.66)
Actuarial Gain/(loss) on plan assets	NIL	NIL
Closing balance of fair value of plan assets	24,583.88	21,137.01

(b) Actuarial Assumption

Particulars	% per annum	
	31.03.2021	31.03.2020
Discount Rate	7.00%	8.00%
Salary Escalation	7.25%	8.00%
Rate of return on plan assets	8.25%	8.25%

(c) The liability for leave encashment and compensated absences as at year end is Rs. Nil.

(d) Gratuity is administered through Group Gratuity Scheme with Life Insurance Corporation of India.

Notes forming part of the Standalone financial statements

(₹ in thousands)

35. Segment reporting for the year ended 31/03/2021

(a) Information about Primary Business Segments

1) Segment revenue :

(₹ in thousands)

Particular	2020-21	2019-20
(a) Granite & Stone Division	610,481.48	602,848.01
(b) Realty Division	8,412.50	-
(c) Power Generation Unit	33,660.81	27,593.12
(d) Unallocated	-	-
Total	652,554.79	630,441.13
Less: Inter segment revenue	33,660.81	27,593.12
Net Sales / Income from operations	618,893.98	602,848.01

2) Segment Results (Profit/ Loss)

Particular	2020-21	2019-20
(a) Granite & Stone Division	10,903.49	16,284.17
(b) Realty Division	6,108.27	-
(c) Power Generation Unit	20,869.78	13,113.61
(d) Unallocated	12,507.71	13,447.30
Total	50,389.25	42,845.08
Less: (I)Interest	5,228.37	11,008.81
(II)Other un allocable expenditure	-	-
Net of unallocable income	-	-
Total Profit before Tax	45,160.89	31,836.27

3) Capital Employed (Segment assets less segment liabilities)

Segment Assets	2020-21	2019-20
(a) Granite & Stone Division	1,192,441.82	1,150,236.83
(b) Realty Division	29,599.17	31,602.80
(c) Power Generation Unit	202,793.90	196,454.46
(d) Unallocated	291,374.75	308,525.59
Sub-Total	1,716,209.64	1,686,819.68

Segment Liabilities	2020-21	2019-20
(a) Granite & Stone Division	263,972.85	254,745.02
(b) Realty Division	-	1,150.00
(c) Power Generation Unit	35,407.57	45,293.14
(d) Unallocated	-	-
Sub-Total	299,380.42	301,188.10

Capital Employed	2020-21	2019-20
(a) Granite & Stone Division	928,468.97	895,491.81
(b) Realty Division	29,599.17	30,452.80
(c) Power Generation Unit	167,386.32	151,161.32
(d) Unallocated	291,374.75	308,525.59
Sub-Total	1,416,829.22	1,385,631.51

Notes forming part of the Standalone financial statements

(₹ in thousands)

(b) Information about Secondary Business Segments

Revenue by Geographical Segment

i) Segment-wise Revenue

Particulars	2020-21			2019-20		
	Revenue from customers Outside India	Revenue from customers within India	Total Revenue	Revenue from customers Outside India	Revenue from customers within India	Total Revenue
(a) Granite & Stone Division	597,332.22	13,149.26	610,481.48	589,648.02	13,199.99	602,848.01
(b) Realty Division	-	8,412.50	8,412.50	-	-	-
(c) Power Generation Unit	-	33,660.81	33,660.81	-	27,593.12	27,593.12
(d) Unallocated	-	-	-	-	-	-
Total Revenue	597,332.22	55,222.57	652,554.79	589,648.02	40,793.11	630,441.13
Less: Inter segment revenue	-	-	33,660.80	-	-	27,593.12
Net Sales / Income from operations	-	-	618,893.99	-	-	602,848.01

ii) All the assets of the Company are situated/registered in India accordingly the total cost incurred during the year, geographical segment wise not applicable.

36. Sales (Including Exports):

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(A) Sale of Product (Manufactured)		
Granite Tiles	193,575.69	200,678.22
Granite Slabs	299,387.82	326,977.76
(B) Goods Traded In:		
Rough Block	-	-
Marble Slabs	81,082.18	48,420.00
Marble Tiles	-	-
Granite Tile	-	-
Granite Slabs	34,451.22	24,950.10
Quartz	-	-
Property development and other	8,412.50	-
(C) Sale of Power :	0.01	0.00
Total	616,909.41	601,026.08

37. Closing inventory

i) Finished Goods

Particulars	31/03/2021	31/03/2020
Granite Tiles	59,380.69	60,726.02
Granite Slabs	72,534.47	65,696.16
Real Estate	29,599.17	3,162.80
Power	186.34	154.53
Total	161,700.67	158,179.51

(ii) Traded Goods:

Marble /Granite Tiles / slabs	471.82	471.82
Total	471.82	471.82

(iii) Work in progress:

Granites Tiles	10,785.86	4,851.01
Granites Slabs	7,154.49	9,713.22
Total	17,939.35	14,564.23

Notes forming part of the Standalone financial statements

(₹ in thousands)

38. Disclosures of Derivatives:

(a) The particulars of derivative contracts entered into for hedging purposes outstanding as at March 31, 2021 are as under:

Foreign Currency	31/03/2021 Forward USD	31/03/2020 Forward EURO
For Hedging outstanding receivables:	Nil	450.00
	(700.00)	(250.00)

Note : Previous year figures are given in brackets.

(b) Un-hedged foreign currency exposures as at March 31, 2021 are as under:

Foreign Currency	31/03/2021 Forward USD	31/03/2021 Forward EURO	31/03/2021 Forward CAD
For uncovered risks: Receivables	1,173.24	434.53	Nil
	(819.19)	(621.48)	Nil

Note : Previous year figures are given in brackets.

39. Value of Imported / Indigenous Materials Consumed:

Particulars	For the Year Ended 31/03/2021		For the Year Ended 31/03/2020	
	%	Amount	%	Amount
Raw Materials				
-Imported	1.97%	4,126.34	0.00%	-
-Indigenous	98.03%	204,855.33	100.00%	211,760.77
	100.00%	208,981.67	100.00%	211,760.77
Stores & spares				
-Imported	90.13%	55,713.75	44.80%	30,264.07
-Indigenous	9.87%	6,099.54	55.20%	37,295.59
	100.00%	61,813.29	100.00%	67,559.66

40. Value of import on CIF basis:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Raw material	-	-
Consumables & Stores & spares	20,872.18	13,234.81
Material purchased from Supplier's warehouse at ICD, Bangalore	4,959.11	8,045.24
Capital goods	2,841.47	1,016.90
Total	28,672.75	22,296.95

41. Expenditure in Foreign Currency:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Travelling	391.51	2,603.07
Selling commission	388.42	83.90
Other expenses:	1,431.38	2,493.57
Total	2,211.30	5,180.54

Notes forming part of the Standalone financial statements

(₹ in thousands)

42. Earning in Foreign exchange:

Particulars	31/03/2021	31/03/2020
On account of export calculated at FOB value (including third party exports Rs. 1,27,85,047 previous year Rs. 36,48,607)	596,856.43	587,077.99

43. Remittance of Foreign Currency on account of dividends:

Particulars	31/03/2021	31/03/2020
No. of Share Holders	-	84.00
No. of Shares	-	32,300.00
Gross Amount (Rs. in thousands)	-	8.08
Related to Year	2019-20	2018-19

44. Particulars in respect of Loans & Advances in the Nature of Loans as required by the Listing Agreement:

Name of the Company	For the Year ended 31/03/2021	Maximum outstanding during the year
Loans & advances in the nature of Loans where repayment schedule is not specified	49.23	49.23
	(49.23)	(49.23)

Previous year figures are in brackets

45. Prior period adjustment represent:

Sr. No.	Particulars	For the Year ended 31/03/2021	For the Year ended 31/03/2020
1	Debit relating to earlier year	-	-
2	Credit relating to earlier year	1,355.19	120.10
	Total	1,355.19	120.10

46. Financial Instruments - Accounting classifications and fair value measurements

Particulars	Carrying Amount	Fair value		
	As at 31/03/2021	Level 1	Level 2	Level 3
Financial Assets at fair value through profit or loss				
Investments in equity instruments	--	--	--	--

Particulars	Carrying Amount	Fair value		
	As at 31/03/2020	Level 1	Level 2	Level 3
Financial Assets at fair value through profit or loss				
Investments in equity instruments	6,704.62	6,704.62	--	--

Notes forming part of the Standalone financial statements

(₹ in thousands)

47. Disclosure pursuant to Ind AS 27 "Separate Financial Statements"

Sr. No.	Name of subsidiary company	Principal place of business	Proportion of direct ownership(%)	Proportion of effective ownership(%)	Proportion of voting ownership(%)	Proportion of direct ownership(%)	Proportion of effective ownership(%)	Proportion of voting ownership(%)
1	Madhav Ashok Ventures Pvt Ltd.	India	60	60	60	60	60	60
2	Madhav Natural Stone Surfaces Pvt Ltd.	India	81.99	81.99	81.99	81.99	81.99	81.99

48. Particulars in respect of loans and advances in the nature of loans to related parties as required by the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015:

Sr. No.	Name of the company Loans and advances in the nature of loans given to subsidiaries:	Balance as at As at 31-03-2021	Balance as at As at 31-03-2020	Balance as at 2020-21	Balance as at 2019-20
1	Madhav Ashok Ventures Pvt Ltd.	105,434.81	94,008.49	117,008.49	94,008.49
2	Madhav Natural Stone Surfaces Pvt Ltd.	44,498.69	68,926.06	72,236.46	68,926.06

49. Disclosure pursuant to section 186 of the Companies Act 2013

Sr. No.	Nature of the transactions(loans given/investment made/guarantee given/security provided)	Purpose for which the loan/ guarantee/ security is proposed to be utilized by the recipient	2020-21	2019-20
1	Loans and Advances Subsidiary companies: (a) Madhav Natural Stone Surfaces Pvt. Ltd (b) Madhav Ashok Ventures Pvt. Ltd Total	Project funding Project funding	105,434.81 44,498.69 149,933.50	94,008.49 68,926.06 162,934.55
2	Guarantees Subsidiary Companies (a) Madhav Natural Stone Surfaces Pvt. Ltd (b) Madhav Ashok Ventures Pvt. Ltd	Corporate guarantee for subsidiary's project performance Corporate guarantee for subsidiary's project performance	- 270,000.00	430,000.00 -

Notes forming part of the Standalone financial statements

(₹ in thousands)

50. There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.
51. Previous year figures have been regrouped wherever necessary.
52. Figures have been rounded off to nearest Rupees.

SIGNATURES TO THE NOTES '1' TO '52'

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, June 29, 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Independent Auditors' Report

TO

THE MEMBERS OF

MADHAV MARBLES & GRANITES LIMITED

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Madhav Marbles & Granites Limited (the "Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2021, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How the matter was addressed in our audit
REVENUE RECOGNITION	
<p>Recognition of the company's revenue is complex due to several types of Export sales contracts, including generation and captive consumption of power.</p> <ul style="list-style-type: none"> We focused on this area as recognition of revenue involves significant judgement and estimates made by Management including, whether contracts contain multiple performance obligations which should be accounted for separately and the most appropriate method for recognition of revenue for identified performance obligations. This comprises allocation of consideration to the individual performance obligations, assessing whether performance obligations under export sales contracts are satisfied at a point in time or over time. Further, it comprises the point in time when transfer of control has occurred regarding generation and sale of electricity which are accounted for over time. The Company has followed Ind AS-115 for recognizing revenue in the financial statements for the financial year 2020-21. 	<ul style="list-style-type: none"> We reviewed the Company's implementation of Ind AS 115, including changes to procedures, accounting guidelines, disclosures and systems to support correct revenue recognition. We reviewed and discussed the group accounting policy, & disclosures with Management, including the key accounting estimates and judgements made by Management. We tested the relevant internal controls used to ensure the completeness, accuracy and timing of revenue recognised, including controls over the generation and captive consumption of power at year-end. We read some sample of Export Sale contracts, also the contract between Madhav Marbles & Granites Limited and Tamil Nadu Electricity Board to assess whether the method for recognition of revenue was relevant and consistent with Ind AS-115, and had been applied consistently. Where a contract contained multiple elements, we considered Management's judgements as to whether they comprised performance obligations that should be accounted for separately, and, in such cases, challenged the judgements made in the allocation of the consideration to each performance obligation. We evaluated the significant judgements and estimates made by Management in applying company's accounting policy to a sample of specific contracts and separable performance obligations of contracts, and we obtained evidence to support them, including details of contractual agreements, shipping bills, purchase orders, etc. For the contracts selected, we inspected original signed contracts and reconciled the revenue recognised to the underlying accounting records. We obtained a sample of Management's calculations for the recognition of revenue related to generation and captive consumption of power during the year as well as at the year-end.
DUES OF INCOME TAX AND INDIRECT TAX	
<p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> We had obtained understanding of key uncertain tax positions by obtaining details of completed tax assessments and demands for the year ended March 31, 2021 from the management.

	<ul style="list-style-type: none"> • We along with our internal tax experts and appropriate senior management: <ul style="list-style-type: none"> ➤ Discussed and evaluated the Management’s underlying key assumptions in estimating the tax provision. ➤ Assessed management’s estimate of the possible outcome of the disputed cases; and formed an opinion that we do not require any legal opinion from the expert in that field. ➤ Considered the effect of new information in respect of uncertain tax positions as at March, 31, 2021 to evaluate whether any change was required to management’s position on these uncertainties.
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INVESTMENT

<p>Investment in Mutual Funds:</p> <p>The Company had invested in various Quoted Mutual funds which was a financial asset for the company. Also, the company has followed Ind AS-109) and the investment in mutual funds had been recognized and remeasurement gain/loss has been recognizes in profit & loss account.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> • Scrutiny of documents related to investment in mutual funds. • Obtained an understanding of management’s process of recording of investments, profit/loss on sale of such investments, expenses etc. and evaluated it on the basis statements received from the intermediary. • Assessed the reasonableness & correct recording of the transactions based on statements available with the Company.
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Information Other than the Consolidated Financial Statements and Auditor’s Report

The Company’s Board of Directors is responsible for the preparation of other information. The other information comprise the information included in the Management Discussion and Analysis, Board’s Report including Annexure to Board’s Report, Corporate Governance and Shareholder’s Information, but does not include the consolidated financial statements and our auditor’s report report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information, compare with the other information of the subsidiaries, audited by other auditors to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, is traced from their financial statements audited by the other auditors and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is 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 Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (the "Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group, are responsible for assessing the ability of the Group, 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group, are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent, subsidiary companies, incorporated in India, have adequate internal financial controls systems in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, 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 consolidated 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 Group, to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

Materiality

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced.

We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

Communication with those charged with governance

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

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

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

Other Matters

The consolidated financial statement includes the financial information of 2 subsidiaries i.e. Madhav Natural Stone Surfaces Private Limited and Madhav Ashok Ventures Private Limited whose financial information reflect total assets of Rs. 4,89,59,606.04/- and 10,47,83,449.42/- as at March 31, 2021, and net cash inflows (outflow) amounting to Rs. 1,84,92,038/- and Rs. 6,90,678/- for the year ended on that date, as considered in the consolidated financial statements. The financial information of the subsidiary, have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of such other auditor. Our opinion on the consolidated financial statements is not modified in respect of the above matters with respect to our reliance on the work done by and the reports of such other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS 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 of the Parent as on March 31, 2021 taken on record by the Board of Directors of the Parent, and the reports of the statutory auditors of subsidiary companies incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”, which is based on the auditor’s reports of the Parent and its subsidiary companies, incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies, for reasons stated therein.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of information and according to the explanations given to us, the remunerations paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - The Company did not have any long-term contracts including derivative contracts hence; the question of any material foreseeable losses does not arise;
 - There has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the Parent and applicable subsidiary companies, to the extent incorporated in India.

For **L. S. KOTHARI & CO**
Chartered Accountants
(Firm’s Registration No. 001450C)

Lalit Kothari
Partner
(Membership No.70928)
Place: Camp Udaipur
Date; 29th June, 2021
UDIN: 21081407AAAADR1194

ANNEXURE “A” TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph “1(f)” under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of MADHAV MARBLES & GRANITES LIMITED (hereinafter referred to as “Parent”) and its subsidiary companies (the parent and its subsidiaries together referred to as the “Group”), which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, which are applicable to an audit of internal financial controls. 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 and the audit evidence obtained by other auditors of the subsidiary companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies, which are companies incorporated in India.

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 to the best of our information and according to the explanations given to us and based on the consideration of thereports of other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies, which are companies incorporated in India, have, 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, 2021, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 2 subsidiary companies, which is company incorporated in India, is based solely on the corresponding reports furnished to us by the auditors of such companies incorporated in India and our opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Group is not affected as the financial information of such entities is not material to the Group.

Our opinion is not modified in respect of the above matters with respect to our reliance on the work done by and the reports of such other auditors and the financial information certified by the Management.

For **L. S. KOTHARI & CO**
Chartered Accountants
(Firm's Registration No. 001450C)

Lalit Kothari
Partner
(Membership No.70928)
Place: Camp Udaipur
Date; 29th June, 2021
UDIN: 21081407AAAADR1194

Madhav Marbles and Granites Limited

Consolidated Balance Sheet as at March 31, 2021

(₹ in thousands)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2A	335,264.99	379,058.73
(b) Capital work-in-progress	2B	31,523.55	59,447.72
(c) Investment Property	-	-	-
(d) Goodwill	-	-	-
(e) Intangible assets	-	-	-
(f) Intangible assets under development	2C	33.00	-
(g) Financial Assets			
(i) Investments	3	90,967.68	108,228.92
(ii) Trade receivables	4(i)	31,732.10	43,442.58
(iii) Loans	5(i)	150,719.81	156,986.91
(iv) Other financial assets	6	112,143.58	25,114.47
(h) Deferred tax assets (net)	19	-	-
(i) Other non-current assets	7(i)	68,863.41	68,485.20
(2) Current assets			
(a) Inventories	8	241,100.61	251,644.02
(b) Financial Assets			
(i) Investments	-	-	-
(ii) Trade receivables	4(ii)	192,588.97	211,995.67
(iii) Cash and cash equivalents	9	33,974.54	7,306.96
(iv) Other Bank balances	10	68,969.38	72,483.53
(v) Loans	5(ii)	1,666.75	1,658.25
(c) Current Tax Assets (Net)	11	10,928.40	12,972.49
(d) Other current assets	7(ii)	160,157.23	285,920.30
Total Assets		1,530,634.00	1,684,743.75

Madhav Marbles and Granites Limited

(₹ in thousands)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	12	89,470.00	89,470.00
(b) Other Equity	13	1,224,810.28	1,214,271.36
Non Controlling Interest	13(ii)	(8,692.18)	4,832.97
LIABILITIES			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14(i)	33,654.32	1,56,582.55
(ii) Trade payables	15(i)	627.25	883.85
(iii) Other financial liabilities	-	-	-
(b) Provisions	17(i)	142.19	3,096.04
(c) Deferred tax liabilities (Net)	19	31,402.94	40,968.17
(d) Other non-current liabilities	18(i)	-	-
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14(ii)	58,702.45	48,882.14
(ii) Trade payables	15(ii)	54,285.44	60,413.46
(iii) Other financial liabilities	16	2,009.59	2,391.24
(b) Other current liabilities	18(ii)	44,221.72	62,625.73
(c) Provisions	17(ii)	-	328.24
Total Equity and Liabilities		1,530,634.00	1,684,745.75

Notes forming part of the financial statements

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In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

For and on behalf of the Board of Directors

Lalit Kothari
Partner
Membership No. 081407

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

Camp: Udaipur, June 29, 2021

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Consolidated Statement Of Profit And Loss For The Year Ended March 31, 2021

(₹ in thousands)

Particulars	Note No.	For the year ended 31/03/2021	For the year ended 31/03/2020
I Revenue From Operations	20	620,199.32	603,053.86
II Other Income and Other gains\ (losses)	21	33,958.51	67,246.03
III Total Income (I + II)		654,157.83	670,299.89
IV EXPENSES			
Cost of materials consumed	22	225,548.48	233,428.57
Purchases of Stock-in-Trade	23	85,261.96	52,350.26
Changes in inventories of finished goods,	24	(9,054.35)	(2,243.93)
Stock-in -Trade and work-in-progress		-	-
Cost of Sales (Realty)	25	2,304.23	
Employee benefits expense	26	100,702.69	98,155.60
Finance costs	27	5,903.65	12,462.63
Depreciation and amortization expense	2A	46,187.31	48,947.32
Other expenses	28	188,594.27	197,687.00
Total expenses (IV)		645,448.12	640,787.45
V Profit/(loss) before exceptional items and tax (III- IV)		8,709.71	29,512.45
VI Exceptional Items		-	-
VII Profit/(loss) before tax (V-VI)		8,709.71	29,512.45
VIII Income Tax expense:			
(1) Current tax	29(i)	12,060.14	13,511.21
(2) Deferred tax	29(ii)	(9,565.25)	(4,027.69)
IX Profit after Tax (VII-VIII)		6,214.80	20,028.93
X Share of Net Profit of associates		(10556.63)	-
XI Profit/(loss) for the period (IX + X)		(4341.83)	20,028.93

Madhav Marbles and Granites Limited

Consolidated Statement of Profit and Loss for the year ended March 31, 2021 (cont.)

(₹ in thousands)

Particulars	Note No.	For the year ended 31/03/2021	For the year ended 31/03/2020
XII Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
XIII Total Comprehensive Income for the period (XI + XII)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		(4,341.83)	20,028.93
Allocation of Total Comprehensive Income			
-Parent		91,83.32	20,744.95
-NCI (Non Controlling Interest)		(13,525.15)	(716.03)
XIV Earnings per equity share			
(1) Basic		(0.49)	2.24
(2) Diluted		(0.49)	2.24

Notes forming part of the financial statements

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In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, June 29, 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Consolidated Statement of Changes in Equity for the year ended March 31, 2021

A. Equity Share Capital

(₹ in thousands)

Balance at the beginning of the reporting period i.e. April 01, 2019	Changes in equity during the year 2019-20	Balance at the end of the reporting period i.e. March 31, 2020	Changes in equity during the year 2020-21	Balance at the end of the reporting period March 31, 2021
89,470.00	-	89,470.00	-	89,470.00

B. Other Equity

(₹ in thousands)

Particulars	Reserves and Surplus		Non-Controlling Interest	Total
	General reserve	Retained Earnings		
Balance as at April 01, 2019	989,755.30	206,347.74	1,549.00	1,197,652.04
Changes in accounting policy or prior period errors	-	120.10	-	120.10
Restated balance at the beginning of the reporting period	889,755.30	206,467.84	1,549.00	1,197,772.14
Total Comprehensive Income for the year	-	20,744.95	(716.03)	20,028.93
Dividends	-	(2,236.75)	-	(2,236.75)
Dividend Distribution tax	-	(459.77)	-	(459.77)
Acquisition of Share Capital in Subsidiary	-	-	4,000.00	4,000.00
Transfer From retained earnings	-	-	-	-
Any other change	-	-	-	-
Balance as at March 31, 2020	989,755.30	224,516.27	4,832.97	1,219,104.54
Changes in accounting policy or prior period errors	-	1,355.19	-	1,355.19
Restated balance at the beginning of the reporting period	989,755.30	225,871.46	4,832.97	1,220,459.73
Total Comprehensive Income for the year	-	9,183.32	(13,525.15)	4,341.83
Dividends	-	-	-	-
Dividend Distribution tax	-	-	-	-
Acquisition of Share Capital in Subsidiary	-	-	-	-
Transfer to general reserve	-	-	-	-
Any other change	-	-	-	-
Balance as at March 31, 2021	989,755.30	235,054.78	(8,692.18)	1,216,117.90

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

For and on behalf of the Board of Directors

Lalit Kothari
Partner
Membership No. 081407

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

Camp: Udaipur, June 29, 2021

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Madhav Marbles and Granites Limited

Consolidated Cash flow statement for the year ended March 31, 2021

PARTICULARS	As at 31/03/2021	As at 31/03/2020
Total Comprehensive Income Before Tax and after exceptional items adjusted for:		
	8,709.70	29,512.45
Net Loss on investment carried at fair value through profit and loss	-	4,454.18
Prior period expenses/income not given effect in P&L	1,310.52	120.10
Depreciation and Ammortization	46,187.31	48,947.32
(Profit) / Loss on sale/ written off of Fixed Assets	(323.98)	498.67
Interest Expense	5,903.64	12,462.63
Bad Debts written off	12,549.66	3,651.59
Provision for Gratuity	2,324.17	1,843.98
Interest Income Provision No Longer Required Written Back	(24,528.07)	(29,260.34)
Foreign Exchange loss/(gain) (Net)	-	(14,441.25)
	(7,370.52)	(21,320.00)
Operating Profit Before Working Capital Changes	44,762.43	36,469.32
Adjustments for (Increase)/ Decrease in Operating Assets:		
Inventories	10,543.42	20,272.98
Trade and other receivables*	62,254.85	(155,975.52)
Trade and other payables *	(28,439.89)	(16,829.92)
Cash Generated from Operation	89,120.81	(116,063.14)
Direct Taxes Paid / Tax Deducted at Source	(9,120.12)	(15,466.04)
Net Cash Flow From Operating Activities (A)	80,000.69	(131,529.18)
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Loan given to Joint Venture	-	-
Purchase of Fixed Assets & Capital W.I.P.	25,823.57	(53,036.22)
Change in other bank balance and cash not available for immediate use	21,598.57	89,078.44
Proceed from Sale of Fixed Assets	-	4.69
Proceeds/(Purchase) of investment	6,704.62	11,254.08
Investment in Joint Venture	-	(111,524.30)
Interest Received	24,552.74	32,176.87
Net Cash Used in Investing Activities (B)	78,679.50	(32,046.45)
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Issue of share capital	-	14,000.00
Long Term Borrowings / Repayments	(101,681.59)	199,832.45
Repayment to / Proceeds from Banks	(24,427.37)	(42,220.70)
Interest Expense	(5,903.64)	(12,462.63)
Dividend Payout	-	(2,236.75)
Tax on Dividend	-	(459.77)
Net Cash Flow from/ (Used in) Financing Activities (C)	(132,012.61)	156,452.60
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A + B + C)	26,667.59	(7,123.02)
CASH AND CASH EQUIVALENTS - OPENING BALANCE	7,306.99	14,430.01
CASH AND CASH EQUIVALENTS - CLOSING BALANCE (refer note no.9)	33,974.55	7,306.99

*Includes current and non-current

Notes :

- 1 Cash Flow Statement has been prepared under the indirect method as set out in the Indian Accounting Standard (IND AS-7)
"Cash Flow Statements" as specified in the Companies (Indian Accounting Standard) (Amendment) Rules, 2017.
- 2 Purchase of Fixed Assets includes movement of capital work-in-progress during the year.
- 3 Previous year figures have been regrouped / reclassified wherever applicable.

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, June 29, 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

NOTES forming part of the Consolidated financial statements for the year ended March 31, 2021

NOTE 1 COMPANY OVERVIEW

Madhav Marbles & Granites Limited (the Company) is a public limited Company and listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Company is engaged in manufacturing, processing and trading of granite slabs / tiles, marble slabs / tiles, windmill power generation and realty business. The Granite division and windmill power generation units are situated in Tamil Nadu and Marble / Realty business is carried at Udaipur.

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The accounts have been prepared in accordance with the provisions of Companies Act 2013 and Indian Accounting Standards (Ind AS) and Disclosures thereon comply with requirements of Ind AS, stipulations contained in Schedule- III (revised) as applicable under Section 133 of the Companies Act, 2013 read with, Companies (Indian Accounting Standards) Rules 2015 as amended from time to time, MSMED Act, 2006, other pronouncement of ICAI, provisions of the Companies Act and Rules and guidelines issued by SEBI as applicable.

“The Ministry of Corporate Affairs (MCA) has notified the Companies (Accounting Standards) Amendment Rules, 2016 vide its notification dated 30 March 2016. The said notification read with Rule 3(2) of the Companies Accounting Standards) Rules, 2006 is applicable to accounting period commencing on or after the date of notification i.e.1 April 2016”

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current – non-current classification of assets and liabilities.

2.2 System of accounting

- 1) The Company follows the mercantile system of accounting and recognises income and expenditure on an accrual basis except in case of significant uncertainties.
- 2) Financial Statements are prepared under the Historical cost convention. These costs are not adjusted to reflect the impact of changing value in the purchasing power of money.
- 3) Estimates and Assumptions used in the preparation of the financial statements and disclosures are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

2.3 Use of Estimates

The Ind AS enjoins management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which the results are known/materialize.

2.4 Property, Plants and Equipments, Depreciation/Amortization

A. Property, Plants and Equipments

- i) The Property, Plants and Equipments are held for use in production, supply of goods or services or for administrative purposes. They are stated at their original cost net of tax/duty, credits availed, if any, including incidental expenditure related to acquisition and installation less accumulated depreciation. Cost represents all expenses directly attributable to bringing the asset to its working condition capable of operating in the manner intended and includes borrowing cost capitalized in accordance with the Company's Accounting Policy.

- ii) The Property, Plants and Equipments not ready for the intended use on the date of balance sheet including expenditure incurred pending for allocation is shown as “capital work-in-progress”.

B. Depreciation

Depreciation is provided on straight line method other than on freehold land and properties under construction less their residual values over their useful lives specified in Schedule II to the Companies Act 2013. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis. There is no deviation in useful life as specified in Schedule II to the Companies Act 2013.

Depreciation on fixed assets has been calculated on pro-rata basis with reference to the month in which the assets are put to use.

C. Intangible Assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as “Intangible assets under development”.

2.5 Financial instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

Financial liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Group are recognised at the proceeds received net of direct issue cost.

2.6 Borrowing Cost

Borrowing costs that are attributable to the acquisition / construction of qualifying assets are capitalized as part of cost of such asset till such time as the asset is ready for its intended use or sale. Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred.

2.7 Inventories

- 1) Finished goods, Raw material, stores and spares, packing material, rejects and waste are valued at cost or net realizable value whichever is lower. Provision is made in respect of non-standard and non-moving items.
- 2) Cost of Work-in-Progress is ascertained at material cost and an appropriate share of production overheads.
- 3) Cost of Finished goods is ascertained at material cost and an appropriate share of production overheads and excise duty where paid/payable.
- 4) Cost of rejects and waste is determined considering cost of material, labour, and related overheads including depreciation.
- 5) Realty stock is valued at lower of Cost or Net Realizable Value.

2.8 Cash and Bank Balances

Cash and bank balances also include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which are unrestricted for withdrawal and usage. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

2.9 Revenue Recognition

a) Sales

- i) Sales of goods are recognized on dispatch and in accordance with the terms and conditions of the sale. Sale includes indirect taxes. Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer. Export sales are recognised on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sale and initially recorded at the relevant exchange rates prevailing on the date of the transaction.
- ii) Sale from Realty is recognized when all significant risks and rewards of ownership in the land and / or building are transferred to the customer and a reasonable expectation of collection of the sale consideration from the customer exists. The estimates of saleable area and cost are revised periodically by the management. The effect of such changes to estimates is recognized in the period such changes are determined.

b) Other Income

The Company recognizes income on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

2.10 Impairment of Assets

At the end of each accounting year the carrying amount of property, plant and equipment intangible assets and financial assets is reviewed for impairment. Impairment, if any, is recognized where the carrying amount exceeds the recoverable amounts being the higher of net realizable price and value in use. An impairment loss is charged to Statement of Profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

2.11 Taxes on Income

Income tax expense for the year comprises of current tax and deferred tax. Current tax provision has been determined on the basis of relief, deductions etc. available under the Income Tax Act 1961 and Deferred tax is provided using balance sheet approach on temporary differences at the reporting date as difference between the tax base and the carrying amount of assets and liabilities. Deferred tax is recognized subject to the probability that taxable profit will be available against which the temporary differences can be reversed.

2.12 Foreign Currency Transactions

- 1) Foreign currency transactions are recorded at the exchange rate prevailing on the date of the transaction.
- 2) Monetary items denominated in foreign currencies (such as cash, receivables, payables etc.) outstanding at the year end, are translated at exchange rates applicable on year end date.
- 3) Non-monetary items denominated in foreign currency, (such as plant and equipment) are valued at the exchange rate prevailing on the date of transaction and carried at cost.
- 4) Any gains or losses arising due to exchange differences arising on translation or settlement are accounted for in the Statement of Profit and Loss.

2.13 Provision, Contingent Liabilities and Contingent Assets

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

Contingent liabilities are disclosed when there is a present obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.14 Employee Benefits

(a) Short term Employee benefits:

All employee benefits falling due wholly within two months of rendering the services are classified as short-term employee benefits. The benefits like salaries, wages, and short term compensated absences etc. and the expected cost of bonus; ex-gratia is recognized in the period in which the employee renders the related service.

(b) Post employment benefits:

(i) Defined Contribution Plan

The Company has Defined Contribution plan for post employment benefit namely Provident Fund, which is recognised by the income tax authorities and administered through appropriate authorities.

The Company contributes to a Government administered Provident Fund and has no further obligation beyond making its contribution.

(ii) Defined Benefit Plans

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit method.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss as income or expense.

(c) Leave encashment

Based on the leave rules of the company, employees are not permitted to accumulate leave.

(d) Termination benefits are recognized as an expense as and when incurred.

2.15 Segment Accounting

Segment accounting policies are in line with the accounting policies of the Company. However, the following specific accounting policies have been followed for segment reporting.

- 1) Segment Revenue includes Sales and other income directly identifiable with/ allocable to the segment including inter segment revenue.
- 2) Expenses that are directly identifiable with/ allocable to segment are considered for determining the Segment Result. The expenses, which relate to the Company as a whole and not allocable to segments, are included under "Other Unallocable Expenditure".
- 3) Income, which relates to the Company, as a whole and not allocable to segments is included in "Unallocable Corporate Income".
- 4) Segment assets and Segment liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. Assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively.

2.16 Earnings Per Share

The earnings considered in ascertaining the Company's Earnings per share ('EPS') comprise the Total Comprehensive Income. The number of shares used in computing the Basic EPS is the weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as Basic EPS.

2.17 Discontinued Operations

Assets and Liabilities of discontinued operations are assessed at each Balance Sheet date. Impacts of any impairments and write backs are dealt with in the Statement of Profit and Loss.

Impacts of discontinued operations are distinguished from the ongoing operations of the Company, so that their impact on the Statement of Profit and Loss for the year can be perceived.

Notes forming part of the Consolidated financial statements
2A. Property, Plant and Equipment

(₹ in thousands)

A-1	Land Free hold	Land lease hold	Buildings	Plant and Equipment	Electrical Installation	Factory Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer	Mis. Fixed Assets	Site Development	Wind Mill - I	Wind Mill - II	Total
Cost as at 1st April, 2020	21,921.75	-	183,735.97	532,861.90	36,437.32	20,165.16	10,022.36	19,477.74	7,116.30	2,754.18	486.85	2,882.28	153,962.43	55,222.61	1,047,046.81
Additions	-	-	-	-	1,793.81	-	38.91	75.58	534.31	22.75	-	-	-	-	2,465.35
Disposals	-	-	-	-	-	-	35.32	-	-	55.93	-	-	-	-	91.25
Cost as at 31 March, 2021	21,921.75	-	183,735.97	532,861.90	38,231.12	20,165.16	10,025.95	19,553.31	7,650.61	2,720.99	486.85	2,882.28	153,962.43	55,222.61	1,049,420.92
Accumulated Depreciation as at 1st April, 2020	-	-	69,366.02	425,897.81	30,850.78	11,498.11	5,901.30	14,174.78	6,443.41	2,546.36	292.80	625.02	61,133.99	39,258.49	667,988.86
Additions	-	-	5,818.31	29,157.39	774.09	1,141.01	664.91	1,760.80	524.74	96.16	38.06	34.08	4,685.50	1,492.27	46,187.31
Disposals	-	-	-	-	-	-	-	-	-	-	-	20.24	-	-	20.24
Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated Depreciation as at 31 March, 2021	-	-	75,184.33	455,055.20	31,624.87	12,639.12	6,566.21	15,935.58	6,968.15	2,642.52	330.86	638.88	65,819.49	40,750.76	714,155.95
Net Carrying amount as at 1st April, 2020	21,921.75	-	114,369.95	106,964.09	5,586.53	8,667.05	4,121.06	5,302.96	672.89	207.81	194.05	2,257.26	92,828.44	15,964.12	379,057.73
as at 31st March, 2021	21,921.75	-	108,551.64	77,806.70	6,606.25	7,526.04	3,459.74	3,617.74	682.46	78.47	155.99	2,243.42	88,142.94	14,471.85	335,264.99

Notes forming part of the Consolidated financial statements
A2. Property, Plant and Equipment

(₹ in thousands)

A-1	Land Free hold	Land lease hold	Buildings	Plant and Equipment	Electrical Installation	Factory Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer	Mis. Fixed Assets	Site Development	Wind Mill - I	Wind Mill - II	Total
Cost as at 1st April, 2019	21,787.25	-	182,073.90	532,371.63	36,437.32	20,095.87	9,104.61	21,719.76	8,513.55	2,646.84	486.85	2,882.28	153,962.43	55,222.61	1,047,304.88
Additions	134.50	-	1,662.07	490.27	-	69.29	1,967.74	69.50	263.29	107.71	-	-	-	-	4,764.37
Disposals	-	-	-	-	-	-	1,049.99	2,311.52	1,660.15	-	-	-	-	-	5,021.66
Cost as at 31 March, 2020	21,921.75	-	183,735.97	532,861.90	36,437.32	20,165.16	10,022.36	19,477.74	7,116.70	2,754.55	486.85	2,882.28	153,962.43	55,222.61	1,047,047.59
Accumulated Depreciation as at 1st April, 2019	-	-	63,554.20	396,414.33	30,090.31	10,359.75	5,942.43	14,339.21	7,388.29	2,417.59	251.09	579.58	54,886.66	37,268.80	623,492.24
Additions	-	-	5,811.81	29,483.48	760.47	1,138.36	670.85	2,031.52	632.27	128.77	41.71	45.44	6,247.33	1,989.69	48,981.69
Disposals	-	-	-	-	-	-	711.99	2,195.94	1,577.14	-	-	-	-	-	4,485.07
Accumulated Depreciation as at 31 March, 2020	-	-	69,366.02	425,897.81	30,850.78	11,498.11	5,901.30	14,174.78	6,443.41	2,546.36	292.80	625.02	61,133.99	39,258.49	667,988.86
Net Carrying amount as at 1st April, 2019	21,787.25	-	118,519.69	135,957.30	6,347.01	9,736.11	3,162.18	7,380.55	1,125.27	229.25	235.76	2,302.70	99,075.77	17,953.81	423,812.64
as at 31st March, 2020	21,921.75	-	114,369.95	106,964.09	5,586.53	8,667.05	4,121.06	5,302.96	673.29	208.19	194.05	2,257.26	92,828.44	15,964.12	379,058.73

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

2B. Capital work-in-progress

	As at 31/03/2021	As at 31/03/2020
Building Construction	26,999.00	26,999.00
Office Equipments	-	101.41
Plant and Machinery	4,283.21	3,830.76
Electrical installation	49.23	1,467.12
Expenditure Pending Capitalisation	192.11	27,049.43
Total	31,523.55	59,447.72

2C. Intangible asset under development comprises of software for the purpose of inventory control

	As at 31/03/2021	As at 31/03/2020
Computer Software	33.00	-
Total	33.00	-

3. Investments

	As at 31/03/2021	As at 31/03/2020
(A) Investments in joint venture of Subsidiary (Unquoted)		
550000 (550000) Shares of Omani Rial 1 each in Madhav Surface FZC LLC, Oman	101,524.30	101,524.30
Less: Aggregate amount of impairment in value of Investment	10,556.63	
Total (A)	90,967.68	101,524.30
(B) Other Investments		
Investment carried at Fair value through Profit & Loss		
Investments in Mutual Fund (Quoted)		
Nil (102602.05) Units of Birla Sun Life Pure Value Fund Growth	-	3,312.61
Nil (64584.77) Units of Sundaram S.M.I.L.E. Fund Regular Plan Growth	-	3,392.01
Total (B)	-	6,704.62
TOTAL (A+B)	90,967.68	108,228.92

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

4. Trade receivables

	As at 31/03/2021	As at 31/03/2020
(i) Trade receivables- Non- current		
Unsecured		
Considered good	31,732.10	43,442.58
	31,732.10	43,442.58
(ii) Trade receivables- Current		
Unsecured		
Considered good	192,588.97	211,995.67
	192,588.97	211,995.67
Total	224,321.07	255,438.25

5. Loans (Unsecured, Considered Good Unless Otherwise Stated):

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
(a) Security deposits	9,327.79	11,445.11
(b) Loans to related parties	-	-
(c) Others	141,392.02	145,541.80
	150,719.81	156,986.91
(ii) Current		
(a) Security deposits	1,241.00	1,241.00
(b) Loans to related parties	-	-
(c) Others	425.75	417.25
	1,666.75	1,658.25
Total	152,386.56	158,645.16

6. Other financial assets

	As at 31/03/2021	As at 31/03/2020
Non- current		
Balances with banks		
Fixed deposits having maturity more than 12 months	105,366.38	-
In Margin Money	6,651.45	6,257.64
Other Bank balances	-	18,478.22
Interest accrued on fixed deposit/ Interest receivable	125.75	378.61
Total	112,143.58	25,114.47

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

7. Other assets

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Advance to suppliers	10,745.12	10,366.91
Project Advances	58,118.29	58,118.29
	68,863.41	68,485.20
(ii) Current		
Advance to suppliers	57,999.24	180,554.84
Prepaid Expenses	3,415.33	3,463.40
Security Deposit	-	-
Due From Joint Venture (Madhav Surfaces FZC LLC)	2,172.61	204.80
Balances with government authorities		
- VAT/ CST Receivable	6,702.29	6,702.29
- Service Tax credit receivable	10,049.31	10,049.31
- Excise Duty Refundable	2,851.78	2,733.81
- GST input tax credit	76,074.03	81,339.95
Others	892.64	871.90
	160,157.23	285,920.30
Total	229,020.64	354,405.50

8. Inventories

	As at 31/03/2021	As at 31/03/2020
Raw Material	25,868.70	39,438.65
Work-in-progress	17,939.35	14,563.98
Finished Goods	132,101.50	126,576.45
Stock in Trade		
Real Estate	29,599.17	31,602.80
Goods	471.82	471.82
Stores & Spares	32,786.09	36,278.15
Others	2,333.98	2,712.17
Total	241,100.61	251,644.02

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

9. Cash and cash equivalents

	As at 31/03/2021	As at 31/03/2020
Cash in hand	282.81	556.59
Balances with banks:		
In Current Accounts	30,481.21	3,843.39
In EEFC account	3,210.52	2,906.98
In Fixed Deposit (Less than 3 months to Maturity)	-	-
Total	33,974.54	7,306.96

10. Other bank balances

	As at 31/03/2021	As at 31/03/2020
Term Deposit with original maturity more than 3 months but less than 12 months	66,900.75	70,071.29
Balance in Unpaid share application account	59.04	21.00
Earmarked balances with banks-Unpaid/Unclaimed Dividend	2,009.59	2,391.24
Total	68,969.38	72,483.53

11. Current tax assets

	As at 31/03/2021	As at 31/03/2020
Advance tax	59,027.73	52,388.62
Tax deducted at source	8,999.44	7,383.39
Minimum Alternative Tax credit entitlement	6,258.07	5,362.14
Less: current tax payable	(8,160.00)	(5,314.11)
Less: current tax provision	(55,196.84)	(46,847.55)
Total	10,928.40	12,972.49

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

12. Equity Share Capital

	As at 31/03/2021	As at 31/03/2020
(a) Authorised :		
172,50,000 (Previous Year 172,50,000) Equity Shares of Rs.10/- each	172,500.00	172,500.00
75,000 (Previous Year 75,000) Cumulative Convertible Preference Shares of Rs.100/- each	7,500.00	7,500.00
	180,000.00	180,000.00
(b) Issued, Subscribed and Paid Up:		
89,47,000 (Previous Year 89,47,000) Equity Shares of Rs.10/- each fully paid up	8,9470.00	8,9470.00
	8,9470.00	8,9470.00
(c) Reconciliation of number of Shares outstanding at the beginning and end of the year :		
Equity Shares :		
Outstanding at the beginning of the year	8947000	8947000
Issued during the year	-	-
Outstanding at the end of the year	8947000	8947000

(d) Rights, Preferences and restrictions attached to Equity Shares :

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to shareholder approval in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of equity shares held by the shareholders.

(e) Shares in the Company held by each shareholder holding more than 5% Shares:-

Name of Shareholder	As at 31/03/2021		As at 31/03/2020	
	No. of Shares held in the company	% of shares Held	No. of Shares held in the company	% of shares Held
Mumal Marketing (P) Ltd. (formerly known as Mumal Finance (P) Ltd.)	782600	8.75	782600	8.75
Aruna Doshi	752424	8.41	725265	8.11
Madhav Doshi	805441	9.00	771008	8.62
Sangeeta S	734310	8.21	741370	8.29

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

13.(i) Other equity

	As at 31/03/2021	As at 31/03/2020
Other equity consists of following		
(a) General reserve		
(i) Opening balance	989,755.30	989,755.30
(ii) Transfer from surplus in Statement of Profit & Loss	-	-
Total (A)	<u>989,755.30</u>	<u>989,755.30</u>
(b) Retained earnings		
(i) Opening balance	224,516.06	206,347.53
Total comprehensive income	9,183.32	20,744.95
Changes in accounting policy or prior period errors	1,355.19	120.10
Remeasurement of Defined Benefit Plans	-	-
(ii) Less: Appropriations	-	-
Dividend On Equity Shares	-	(2,236.75)
Dividend Distribution tax	-	(459.77)
Transfer To General Reserve	-	-
Total (B)	<u>235054.57</u>	<u>224516.06</u>
Closing balance of other equity Total (A + B)	<u>1,224,810.28</u>	<u>1,214,271.36</u>

13.(ii) Non Controlling Interest

	As at 31/03/2021	As at 31/03/2020
Share Capital	5,549.00	5,549.00
Add : Reserves & Surplus	(14,241.18)	(716.03)
Closing Balance of Other Equity	<u>8,692.18</u>	<u>4,832.97</u>

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

14. Borrowings

	As at 31/03/2021	As at 31/03/220
(i) Non-Current borrowings		
Term Loans (Secured)		
From banks	54,904.32	176,754.25
Less: Current Maturities of Long Term debt {refer Note 18 (ii)}	(21,250.00)	(20,171.70)
Others	-	-
Total (A)	33,654.32	156,582.55
(ii) Current borrowings		
Loans repayable on demand		
Secured		
From banks*	41,909.45	25,759.45
Current Maturities of long term Debt	-	-
Packing Credit facility	-	6,329.69
From Directors	16,793.00	16,793.00
Total (B)	58,702.45	48,882.14
Total (A + B)	92,356.77	205,464.69

* Note: The Bank Overdraft facility is availed from IDBI Bank Limited and HDFC Bank. The Bank Overdraft facility availed from IDBI Bank Limited is secured by pledge of fixed deposits. The Bank Overdraft facility availed from HDFC Bank is secured by mortgage of assets.

The Term Loan comprises of Foreign Currency loan from HDFC Bank Ltd. which is secured against:

- (i) Equitable mortgage of the land and building situated at, Thoppur Village, Dharmapuri Taluk, Salem as collateral security,
- (ii) Hypothecation by way of first and exclusive charges on all present and future current assets inclusive of Stocks & book debts.

The loan is repayable in equated monthly instalments commencing from December 2017 till December 2022 and carrying interest rate @ LIBOR + 2.5%. The Loan is further secured by personal guarantee of Mr.Sudhir Doshi (Whole Time Director).

* Note: The cash credit facility is availed from IDBI Bank Limited and secured by pledge of fixed deposits.

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

15. Trade payables

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Due to Micro and Small Enterprises *	-	-
Other than dues to Micro and Small Enterprises	627.25	883.85
Acceptances	-	-
	627.25	883.25
(ii) Current		
Due to Micro and Small Enterprises *	-	-
Other than dues to Micro and Small Enterprises	54,285.44	60,413.46
Acceptances	-	-
	54,285.44	60,413.46
Total	54,912.69	61,297.31

* Considering the Company has been extended credit period up to 45 days by its vendors and payments being released on a timely basis, there is no liability towards interest on delayed payments under "The Micro, Small and Medium Enterprises Development Act, 2006" during the year.

There is also no amount of outstanding interest in this regard, brought forward from previous years. The above information is on basis of intimation received, on request made by the Company, with regards to vendors registration under the said act.

16. Other financial liability

	As at 31/03/2021	As at 31/03/2020
Current		
Unpaid/ unclaimed dividend	2,009.59	2,391.24
Others	-	-
Total	2009.59	2391.24

17. Provisions

	As at 31/03/2021	As at 31/03/2020
(i) Non- current		
Provisions for employee benefits		
(i) Provision for Gratuity	142.19	3,096.04
(ii) Current		
Provisions for employee benefits		
(i) Provision for Gratuity		328.24
Total	142.19	3,424.28

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

18. Other liabilities

	As at 31/03/2021	As at 31/03/2020
(i) Other Non- current liabilities		
(a) Others	-	-
	<u>-</u>	<u>-</u>
(ii) Other Current liabilities		
(i) Advance from customers	4,841.03	10,076.30
(ii) Employees Benefit expenses payable	3,540.47	2,317.63
Current Maturities of long term Debt	21,250.00	20,171.70
(iii) Others		
(a) Statutory dues including PF and TDS	7,243.17	7,513.75
(b) others	7,347.05	22,546.35
	<u>44,221.72</u>	<u>62,625.73</u>
Total	44,221.72	62,625.73

19. Deferred tax assets/ liabilities

	As at 31/03/2021	As at 31/03/2020
Deferred Tax Liabilities		
On account of timing difference in:		
Depreciation	32,042.52	43,086.27
Others	-	-
Gross deferred Tax Liability	32,042.52	43,086.27
Deferred Tax Asset		
On account of timing difference in:		
Depreciation	-	21.14
Expenses	543.90	484.95
Others	95.68	1,612.00
Gross deferred Tax Assets	639.58	2,118.09
Net Deferred Tax (Assets)/Liabilities	31,402.94	40,968.17

20. Revenue from operations

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(a) Sale of Products (Refer Note 2.9 & 36)	651,875.54	628,825.05
Less:- Inter divisional transfers	<u>33,660.80</u>	<u>27,593.12</u>
	618,214.74	601,231.93
(b) Other operating revenues		
Export Incentive	14.57	228.69
Scrap sales	1,970.01	1,593.24
Total (b)	1,984.58	1,821.93
Total revenue from operations	618,893.99	602,848.01

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

21. Other income & other gains\ (losses)

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(a) Other income		
Interest income	21,590.91	29,260.34
Profit on sale of asset	323.98	-
Rental Income	-	157.00
Bad Debts Recovered	869.61	1,800.35
Provision No Longer Required Written Back	4,188.21	14,441.25
Miscellaneous Income	134.81	267.10
(b) Other gains\ (losses)		
Net Gain on Foreign Currency Transactions & Translations	6,850.99	21,320.00
Total	33,958.51	67,264.04

22. Cost of material consumed

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Opening Stock		
Raw material	39,438.76	47,728.15
Packing material	2,712.17	3,104.39
Purchases & expenses	211,600.23	224,746.96
	<u>253,751.16</u>	<u>275,579.50</u>
Less : Closing Stock		
Raw material	25,868.70	39,438.76
Packing Material	2,333.98	2,712.17
	<u>28,202.68</u>	<u>42,150.93</u>
Total raw material and packing material consumed	225,548.48	233,428.57

23. Purchase of stock in trade

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Marble/Stone - Tiles / Slabs/ Block	39,654.87	26,651.01
Granite - Tiles / Slabs / Block	41,798.49	24,034.49
Quartz slabs	3,808.60	1,664.76
Total	85,261.96	52,350.26

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

24. Changes in inventories of Finished Goods, WIP & Stock in Trade

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Opening balances		
Finished Goods	126,422.17	124,827.51
Work-in-progress	14,564.23	14,069.49
Goods for Trade	471.82	471.82
Power	154.53	-
Total Opening balances	141,612.75	139,368.82
Closing balances		
Finished Goods	131,915.17	126,422.17
Work-in-progress	17,939.35	14,564.23
Goods for Trade	471.82	471.82
Power	340.86	154.53
Total Closing balances	150,667.20	141,612.75
Total changes in inventories of finished goods, WIP, Stock-in-trade	(9,054.45)	(2,243.93)

25. Cost of sales (Realty)

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Purchases Land Value		
Add : Cost of conversion, labour, material and other charges	300.60	-
Total Cost	300.60	-
Add : Opening Work in progress :	31,602.80	31,602.80
Less : Closing Work in progress :	29,599.17	31,602.80
Cost of sales	2,304.23	-

26. Employee benefit expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Salary, Wages & Allowances	87,637.38	83,605.94
Welfare expenses	4,778.31	6,282.48
Contribution to Provident and other fund	8,287.00	8,267.18
Total	100,702.69	98,155.60

27. Finance cost

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Interest expenses	3,513.71	9,670.84
Other financial charges	2,389.94	2,791.79
Total	5,903.65	12,462.63

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

28. Other expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Stores & Spares Consumed	61,813.29	67,559.66
Power & Fuel	16,464.88	31,307.01
Repairs & Maintenance		
- Building	1,405.76	2,088.86
- Plant & Machinery	9,847.04	17,677.95
- Others	180.65	275.97
Other Manufacturing Expenses		
-Gas	1,437.55	1,535.68
-Waste removal	478.96	581.85
-Brazing Charges	663.93	564.31
-Slab Netting Expenses	845.05	487.98
-Block Setting Expenses	2,034.22	1,787.10
-Freight & Cartage	591.04	589.29
-Water Charges	230.00	793.60
Printing & Stationary	337.33	715.36
Postage, telegram, telephone	808.06	1,171.76
Conveyance & vehicle running and maintenance	2,725.00	2,374.63
Travelling	908.12	6,273.65
Interest on GST	2.18	0.89
Legal, Professional & Consultancy	2,649.18	2,367.03
General Insurance	730.76	486.92
Selling expenses	34,956.73	36,748.34
Rent Expenses	900.00	900.00
Electricity Expenses	185.69	126.48
Subscription to Association	40.24	40.24
Annual Maintenance Charges	6,176.57	5,874.87
Security expenses	866.80	848.40
Claims & Rebate	1,243.70	2,103.68
Secretarial Service Charges	120.00	120.00
Office Maintenance	935.81	732.75
Office Rent	-	40.00
Bad debts written off	12,549.66	3,651.59
ROC Filing Fees	11.62	270.90
Rates & taxes	1,672.01	1,895.11
Net Loss on Investment carried at fair value through profit and loss	-	4,454.18
Loss on sell or assets written off	-	498.67
Bank Charges	2,916.23	-
Payment to auditors	30.00	30.00
Miscellaneous expenses	497.96	712.31
Projected Abandoned expenses (refer note no. 47)	21,338.25	-
Total	188,594.27	197,687.00

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

29. Income tax expenses

	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(i) Current tax		
Tax on the profits of current year	8,160.00	5,314.11
Adjustments for tax of prior period	-	-
Add: MAT Credit Utilized	3,900.14	8,197.10
Less: MAT credit entitlement	-	-
	12,060.14	13,511.21
(ii) Deferred tax		
Decrease/(Increase) in deferred tax asset	(9,565.25)	232.67
(Decrease)/Increase in deferred tax liability	-	(4,260.36)
	(9,565.25)	(4,027.69)

30. Contingent liabilities not provided for in respect of

Sr. No.	Particulars	As at 31/03/2021	As at 31/03/2020
1.	"Bank Guarantees/Letter of Credit issued by bank (Net of fixed deposit pledged)"	4075.00	4075.00
2.	Income Tax Liability (including penalty) that may arise in respect of matters which are pending in appeal	61224.00	38345.84
3.	Central Excise Liability (including penalty) that may arise of matters which are pending in appeal	26904.38	25400.00
4.	Bond executed in favour of customs, excise and DGFT authorities (Net of bank guarantee given)	81500.00	81500.00
5.	Corporate and bank guarantees for performance given on behalf of subsidiary companies	270000.00	430,000.00

31. Payment to Auditors

Sr. No.	Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
1.	As Auditor- Statutory Audit	135.00	135.00
2.	For Tax Audit	-	-
3.	For Taxation matters	-	-
4.	Other matters/ certification	15.50	-
5.	Reimbursement of out-of-pocket expenses	-	19.40
	Total	150.50	154.40

32. Earning Per Share

Particular	For the Year Ended 31.03.2021	For the Year Ended 31.03.2020
Total Comprehensive Income (Rs.)	(4341.83)	20028.93
Weighted average number of equity shares outstanding (in thousands)	8,947	8,947
Nominal value of the shares (Rs.)	10	10
Basic & Diluted Earning per share (Rs.)	(0.49)	2.24

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

33. Related party disclosures:

Related party disclosures, as required by IND AS - 24 "Related Party Disclosures" are given below:

The Company has identified all the related parties having transactions during the year, as per details given below:

(i) List of related parties

Individual exercising control or significant influence.

Directors	: Mr. Ravi Kumar Krishnamurthi (Chairman)
Managing Director and relatives	Mr. Madhav Doshi , Managing Director
	: Mrs. Riddhima Doshi, Wife of Madhav Doshi
Whole-time Director	: Mr. Sudhir Doshi (Till 30th November,2020)
	Mrs. Riddhima Doshi (w.e.f 1st February, 2021)

(ii) In respect of the outstanding balance recoverable as at 31st March 2021, no provision for doubtful debts is required to be made. During the year, there were no amounts written off or written back from such related parties.

(iii) Transactions, etc. with Related Parties

Sr. No.	Name of the transacting related party	Nature of Relationship	Nature of Transaction	Volume of Transaction	Amount outstanding as on 31.03.2021
1.	Sudhir Doshi	Whole Time Director	Remuneration and Perquisites	2,299.40	Nil
				(3,757.29)	
2.	Madhav Doshi	Managing Director and CEO	Remuneration and Perquisites	9,553.44	Nil
				(5,982.46)	
3.	Riddhima Doshi	Wife of Madhav Doshi & whole time director w.e.f 01/02/2021.	Remuneration and Perquisites	3,461.10	Nil
				(3,646.35)	
4.	S.Panneerselvam	CEO	Remuneration and Perquisites	970.20	Nil
				(927.61)	
5.	Shubh Builders	Entity in which relative of KMP is Partner	Rent Paid	1091.52	864.00
				-	-
6.	Madhav Surfaces LLC	Joint venture	Investment made in Joint venture	0	Nil
				(101524.30)	

Note : Previous year figures are given in brackets.

34. Employee Benefits

a) Defined benefit plan - As per Actuarial Valuation on March 31, 2021

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
I Amount recognized in the Statement of Profit and Loss		
Current Service Cost	1,242.32	1247.34
Interest Cost	1,413.47	1396.75
Expected Return on Plan Assets	(2,325.22)	(1323.56)
Actuarial (gain)/Loss on obligation	23.25	(1547.73)
Expense/(Income) recognized in the Statement of Profit and Loss	353.81	(227.20)

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

II Actual return on plan assets		
Expected Return on Plan Assets	2,325.22	1323.56
Actuarial gain/(loss) on Obligation	NIL	NIL
Actual Return on plan assets	2,325.22	1323.56
III Amount recognized in the Balance Sheet		
Present Value of Funded Obligation	21,799.92	19556.06
Fair Value of Plan Assets	24,583.88	21137.01
Net asset/(Liability) recognized in Balance Sheet (Included under provision for employee benefits Refer Note '17')	2,783.96	1580.95
IV Change in the present value of obligation		
Opening balance of present value of obligation	19,556.06	18623.36
Interest Cost	1,413.47	1396.75
Current Service Cost	1,242.32	1247.34
Benefits Paid	(435.18)	(163.66)
Actuarial (gain)/loss on Obligation	23.25	(1547.73)
Closing Balance of present value of obligation	21,799.92	19556.06
V Change in fair value of plan assets		
Opening Balance of fair value of plan assets	21,137.01	18490.10
Expected return on plan assets	2,325.22	1323.56
Contributions	1,556.82	1487.02
Benefits Paid	(435.18)	(163.66)
Actuarial Gain/(loss) on plan assets	NIL	NIL
Closing balance of fair value of plan assets	24,583.88	21137.01

(b) Actuarial Assumption

Particulars	% per annum	
	31.03.2021	31.03.2020
Discount Rate	7.00%	8.00%
Salary Escalation	7.25%	8.00%
Rate of return on plan assets	8.25%	8.25%

(c) The liability for leave encashment and compensated absences as at year end is Rs. Nil.

(d) Gratuity is administered through Group Gratuity Scheme with Life Insurance Corporation of India.

35. Segment reporting for the year ended 31/03/2021

(a) Information about Primary Business Segments

1) Segment revenue : (₹ in thousands)

Particular	For the Year Ended 2020-21	For the Year Ended 2019-20
(a) Granite & Stone Division	611786.82	603053.86
(b) Realty Division	8412.50	0.00
(c) Power Generation Unit	33660.81	27593.12
(d) Unallocated	0.00	0.00
Total	653860.13	630646.98
Less: Inter segment revenue	33660.81	27593.12
Net Sales / Income from operations	620199.32	603053.86

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

2) Segment Results (Profit/ Loss)

Particular	2020-21	2019-20
(a) Granite & Stone Division	(26188.88)	15414.16
(b) Realty Division	6108.27	0.00
(c) Power Generation Unit	20869.78	13113.61
(d) Unallocated	12507.71	13447.30
Total	13296.89	41975.07
Less: (I)Interest	4587.19	12462.63
(II)Other un allocable expenditure	0.00	0.00
Net of unallocable income	0.00	0.00
Total Profit before Tax	8709.70	29512.44

3) Capital Employed (Segment assets less segment liabilities)

Segment Assets	2020-21	2019-20
(a) Granite & Stone Division	1318494.02	1468282.98
(b) Realty Division	29599.17	31602.80
(c) Power Generation Unit	202793.90	196454.46
(d) Unallocated	141441.25	145591.04
Sub-Total	1692328.34	1841931.28

Segment Liabilities	2020-21	2019-20
(a) Granite & Stone Division	283874.19	283750.88
(b) Realty Division	0.00	1150.00
(c) Power Generation Unit	35407.57	45293.14
(d) Unallocated	0.00	0.00
Sub-Total	319281.77	330194.02

Capital Employed	2020-21	2019-20
(a) Granite & Stone Division	1034619.83	1184532.11
(b) Realty Division	29599.17	30452.80
(c) Power Generation Unit	167386.32	151161.32
(d) Unallocated	141441.25	145591.04
Sub-Total	1373046.58	1511737.26

(b) Information about Secondary Business Segments

Revenue by Geographical Segment

i) Segment-wise Revenue

Particulars	2020-21			2019-20		
	Revenue from customers Outside India	Revenue from customers within India	Total Revenue	Revenue from customers Outside India	Revenue from customers within India	Total Revenue
(a) Granite & Stone Division	597,332.23	14,454.59	611,786.82	589,648.02	13,405.84	603053.86
(b) Realty Division	-	8,412.50	8,412.50	-	-	-
(c) Power Generation Unit	-	3,660.81	33,660.81	-	27,593.12	27593.12
(d) Unallocated	597,332.23	-	-	-	-	-
Total Revenue	-	56,527.30	653,860.13	589,648.02	40,998.96	630646.98
Less: Inter segment revenue	-	-	33,660.81	-	-	27593.18
Net Sales / Income from operations	-	-	620,199.32	-	-	603053.86

ii) All the assets of the Company are situated/registered in India accordingly the total cost incurred during the year, geographical segment wise not applicable.

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

36. Sales (Including Exports):

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
(A) Sale of Product (Manufactured)		
Granite Tiles	193,575.69	200,678.22
Granite Slabs	299,387.82	326,977.76
(B) Goods Traded In:		
Rough Block	-	-
Marble Slabs	82,387.51	48,625.85
Marble Tiles	-	-
Granite Tile	-	-
Granite Slabs	34,451.22	24,950.10
Quartz	-	-
Property development and other	8,412.50	-
(C) Sale of Power :	0.01	0.00
Total	618,214.71	601,231.93

37. Closing inventory

1) Finished Goods

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Granite Tiles	59,380.69	60,726.02
Granite Slabs	72,534.47	65,696.16
Real Estate	29,599.17	31,602.80
Power	186.34	154.53
Total	161,700.68	158,179.50

2) Traded Goods

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Marble /Granite Tiles / slabs	471.82	471.82
Total	471.82	471.82

3) Work in progress:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Granites Tiles	10,784.86	4851.01
Granites Slabs	7,154.49	9712.97
Total	17,939.35	14564.23

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

38. Disclosures of Derivatives:

(a) The particulars of derivative contracts entered into for hedging purposes outstanding as at March 31, 2021 are as under:

Foreign Currency	31/03/2021 Forward USD	31/03/2021 Forward EURO
For Hedging outstanding receivables:	Nil	450.00
	(700.00)	(250.00)

Note : Previous year figures are given in brackets.

(b) Un-hedged foreign currency exposures as at March 31, 2021 are as under :

Foreign Currency	31/03/2021 Forward USD	31/03/2021 Forward EURO	31/03/2021 Forward CAD
For Uncovered risks : Receivables	1,173.24	434.53	Nil
	(819.19)	(621.48)	Nil

Note : Previous year figures are given in brackets.

39. Value of Imported / Indigenous Materials Consumed:

Particulars	For the Year Ended 31/03/2021		For the Year Ended 31/03/2020	
	%	Amount	%	Amount
Raw Materials				
-Imported	1.97%	4,126.34	0.00%	-
-Indigenous	98.03%	204,855.33	100.00%	211,760.77
	100.00%	208,981.67	100.00%	211,760.77
Stores & spares				
-Imported	90.13%	55,713.75	44.80%	30,264.07
-Indigenous	9.87%	6,099.54	55.20%	37,295.59
	100.00%	61,813.29	100.00%	67,559.66

40. Value of import on CIF basis:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Raw material	-	-
Consumables & Stores & spares	20,872.18	13,234.81
Material purchased from Supplier's warehouse at ICD, Bangalore	4,959.11	8,045.24
Capital goods	2,841.47	1,016.90
Total	28,672.75	22,296.95

41. Expenditure in Foreign Currency:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Travelling	391.51	2,603.07
Selling commission	388.42	83.90
Other expenses:	1,431.38	2,493.57
Total	2,211.31	5,180.54

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

42. Earning in Foreign exchange:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
On account of export calculated at FOB value (including third party exports Rs. 3648.61 previous year Rs. 7173.81)	596,856.43	587077.99

43. Remittance of Foreign Currency on account of dividends:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
No. of Share Holders	-	84.00
No. of Share	-	32,300.00
Gross Amount (Rs.)	-	8.08
Related to Year	2019-20	2018-19

44. Particulars in respect of Loans & Advances in the Nature of Loans as required by the Listing Agreement:

Particulars	For the Year Ended 31/03/2021	For the Year Ended 31/03/2020
Loans & advances in the nature of Loans where repayment schedule is not specified	49.23	49.23
	(49.23)	(49.23)

45. Prior period adjustment represent:

Sr. No.	Particulars	For the Year ended 31/03/2021	For the Year ended 31/03/2020
1	Debit relating to earlier year	0	0
2	Credit relating to earlier year	1,355.19	120.10
	Total	1,355.19	120.10

46. Financial Instruments - (Accounting classifications and fair value measurements)

Particulars	Carrying Amount	Fair value		
	As at 31/03/2021	Level 1	Level 2	Level 3
Financial Assets at fair value through profit or loss				
Investments in equity instruments	-	-	--	--
Particulars	Carrying Amount	Fair value		
	As at 31/03/2020	Level 1	Level 2	Level 3
Financial Assets at fair value through profit or loss				
Investments in equity instruments	6,704.62	6,704.62	--	--

Notes forming part of the Consolidated financial statements (cont.) (₹ in thousands)

47. Madhav Natural Stone Surfaces Pvt. Ltd. (the subsidiary) was incorporated on 12/10/2018 to establish a manufacturing, processing and trading unit. The company has started the project and continued to incurred to expenses on project till the end of month January, 2021. All expenses related to project were kept under the head "Pre-operative expenses pending capitalization" However due to adverse market condition company has decided to abandon the project in the current year. All expenses accumulated in the head "Pre-operative expenses pending capitalization" has now been transferred to project Abandon expenses.

48. Additional information pursuant to Schedule III to the Companies act, 2013 for the year ended 31-03-2021.

Name of the entity	As % of consolidated net assets	Amount (₹ thousands)	As % of consolidated profit or loss	Amount (₹ thousands)	As % of consolidated other comprehensive income	Amount (₹ thousands)	As % of consolidated total comprehensive income	Amount (₹ thousands)
Parent Company Madhav Marbles and Granites Limited	102.34%	1345016.52	994.97%	43,199.75	-	-	994.97%	43,199.75
Subsidiaries								
Madhav Natural Stone Surfaces Pvt Ltd.	-1.25%	-16377.6166	-575.28%	(24,977.62)	-	-	-575.28%	(24,977.62)
Madhav Ashok Ventures Pvt Ltd.	-1.09%	-14359.03	-519.69%	(22,563.96)	-	-	-519.69%	(22,563.96)

49. There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.
50. Previous year figures have been regrouped wherever necessary
51. Figures have been rounded off to nearest Rupees.

SIGNATURES TO THE NOTES '1' TO '51'

In terms of our Audit Report attached
For **L. S. KOTHARI & CO.**
Chartered Accountants
ICAI Firm Registration No. 001450C

Lalit Kothari
Partner
Membership No. 081407

Camp: Udaipur, June, 29, 2021

For and on behalf of the Board of Directors

Madhav Doshi
Managing Director
DIN: 07815416

Riddhima Doshi
Additional and Whole Time Director
DIN: 07815378

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Form AOC - 1

To the Consolidated Financial Statements for the year ended March 31, 2021

Statement containing salient features of the financial statements of subsidiaries, associate companies and joint ventures

		Part A: Subsidiaries	
		(Rs. In million)	
Sr. No.	Name of the Subsidiary	Madhav Natural Stone Surfaces Private Limited	Madhav Ashok Ventures Private Limited
1	The date since when subsidiary was acquired	Incorporated on October 12, 2018	Incorporated on September 17, 2019
2	Reporting period for the subsidiary concerned, if different from the Holding company's reporting period	Same as reporting period of Madhav Marbles and Granites Limited	Same as reporting period of Madhav Marbles and Granites Limited
3	Reporting currency	Indian Rupee	Indian Rupee
4	Share Capital	8.60	10.00
5	Reserves and Surplus	(24.98)	(24.36)
6	Total Assets	48.96	94.23
7	Total Liabilities	40.36	84.23
8	Investments	-	90.97
9	Turnover	-	1.31
10	Profit/(Loss) before Taxation	(24.98)	(22.04)
11	Provision for Taxation	-	0.53
12	Profit/(Loss) after Taxation	(24.98)	(22.57)
13	Proposed dividend (including tax thereon)	-	-
14	Extent of shareholding (in percentage)	81.99%	60.00%

Part B: Associate Companies and Joint Ventures

Not Applicable

For and on behalf of the Board of Directors
 Madhav Doshi
CEO and Managing Director
 DIN: 07815416

S. Panneerselvam
Chief Financial Officer

Priyanka Manawat
Company Secretary

Riddhima Doshi
Additional and Whole Time Director
 DIN: 07815378

Udaipur, June 29, 2021

Glimpse of CSR Activities





TM

MADHAV

leaders in quality

Natural Stone Surfaces



MADHAV MARBLES & GRANITES LTD.

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, Web: www.madhavmarbles.com,
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Email: investor.relations@madhavmarbles.com, Tel: 0294-2981666