

Date: 11.05.2022

To,  
The Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400 001

To,  
The Asst. Vice President  
National Stock Exchange of India Ltd  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051

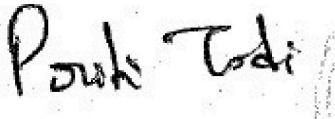
**Sub: REVISED ANUAL REPORT 2020-2021 OF 56<sup>TH</sup> ANNUAL GENERAL MEETING**

Dear Sir,

In accordance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith revised copy of Annual Report for the financial year 2020-21, which was initially uploaded on the website of the Stock Exchange(s) on May 10, 2022 including Notice of 56<sup>th</sup> Annual General Meeting of our Company with minor alterations due to clerical error. The aforesaid Annual Report and Notice of Annual General Meeting are also available on the Company's website at [www.tantiagroup.com](http://www.tantiagroup.com).

Kindly take the aforesaid information on record and oblige.

Thanking you,  
For Tantia Constructions Limited



**Priti Toddi**  
Company Secretary  
A-33367

Encl:A/a

An ISO 9001 : 2008  
Registered Firm



**Registered & Corporate Office**

DD-30, Sector-1, Salt Lake City, Kolkata - 700 064, India  
Tel : +91 33 4019 0000  
Fax : +91 33 4019 0001  
E-mail : [info@tantiagroup.com](mailto:info@tantiagroup.com)

**Delhi Office**

112, Uday Park, 2nd Floor, August Kranti Marg  
New Delhi- 110049  
Tel : +91 114058 1302  
E-mail : [delhi@tantiagroup.com](mailto:delhi@tantiagroup.com)

CIN - L74210WB1964PLC026284

C r e a t i n g   C o r e   I n f r a s t r u c t u r e

# Annual Report



For a better tomorrow

**2020/2021**

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## Corporate Information

<b>MANAGEMENT TEAM</b>	<b>STATUTORY AUDITORS</b>	<b>PRINCIPAL BANKERS</b>
<b>Mr. Kshitiz Chhawchharia</b> Member of the Monitoring Committee (Erstwhile Resolution Professional)	M/s J Jain & Co. Chartered Accountants ICAI FRN- 310064E 23 A, Netaji Subhas Road, 11 <sup>th</sup> Floor Kolkata 700001	State Bank of India Indian Bank (Erstwhile Allahabad Bank) Union Bank of India (Erstwhile Andhra Bank )
<b>Mr. Ishwari Prasad Tantia</b> Chairman & Managing Director	<b>INTERNAL AUDITORS</b> Konar Mustaphi and Associates Chartered Accountants ICAI FRN-314125E P-113, CIT Road, Kolkata - 700 014	<b>REGISTERED &amp; CORPORATE OFFICE</b> DD- 30, Sector-1, Salt Lake City Kolkata - 700 064 Phone : +91 33 4019 0000 Fax : +91 33 4019 0001 E-mail: cs@tantiagroup.com
<b>Mr. Rahul Tantia</b> Director (Operations)		
<b>COMPANY SECRETARY</b> Ms. Priti Todt	<b>REGISTRAR AND SHARE TRANSFER AGENTS (RTA)</b> M/s Maheshwari Datamatics Private Limited 23, R.N. Mukherjee Road, 5 <sup>th</sup> floor Kolkata - 700 001 Phone : +913322435029/5809/ 2248- 2248 Fax: +91 33 2248 4787 E-mail: mdpl@cal.vsnl.net.in	

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## TANTIA CONSTRUCTIONS LIMITED

CIN: L74210WB1964PLC026284  
DD 30, Sector I, Salt Lake City, Kolkata-700064  
Phone No: 033 4019 0000, Fax-033 4019 0001  
Web: www.tantiagroup.com  
Email: secretarial@tantiagroup.com

### NOTICE

**NOTICE** is hereby given that the 56<sup>th</sup> Annual General Meeting of the Members of **Tantia Constructions Limited** will be held on Tuesday, the 31<sup>st</sup> day of May 2022 at 01.00 P.M. IST, through Video Conferencing (“VC”)/ other Audio-Visual Means (“OAVM”) from the registered office of the Company situated at DD 30, Sector I, Salt Lake City, Kolkata 700 064 to transact the following businesses:

*This is to apprise the members that Hon’ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as the “Hon’ble NCLT”), vide its order dated March 13, 2019 (hereinafter referred to as the “Insolvency Commencement Date”), admitted the application for initiation of Corporate Insolvency Resolution Process (hereinafter referred to as “CIR Process”) filed by State Bank of India in respect of Tantia Constructions Limited, in accordance with Section 7 of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as “the Code”). Pursuant to the Order passed on March 13, 2019, Mr. Kshitiz Chhawchharia was appointed as the Interim Resolution Professional (hereinafter referred to as the “IRP”) to manage the affairs of the Company, and was subsequently confirmed as the Resolution Professional (hereinafter referred to as the “RP”) by the Committee of Creditors (hereinafter referred to as the “CoC”) via e-voting conducted in the first meeting of the CoC, which concluded on April 18, 2019, to carry out the CIR Process for the Company.*

*On February 24, 2020, the Hon’ble NCLT approved the Resolution Plan (hereinafter referred to as the “Approved Resolution Plan”) submitted for your Company by the consortium of EDCL Infrastructure Limited (hereinafter referred to as “EDCL Infra”) and Upendra Singh Construction Private Limited (hereinafter referred to as “USCPL”) (hereinafter EDCL Infra together with USCPL, is referred to as the “Consortium” or the “Successful Resolution Applicants” or the “RA”).*

*In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the “MC”) has been constituted comprising of seven members- three (3) representatives from the Financial Creditors (as decided by the CoC), three (3) representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional, to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicant.*

#### ORDINARY BUSINESS:

##### 1. To Receive, Consider and Adopt:

- (a) The Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

**“RESOLVED THAT** the audited standalone financial statement of the Company for the Financial Year ended on March 31, 2021 and the reports of the Board of Directors and the Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Auditors thereon.

**“RESOLVED THAT** the audited consolidated financial statement of the Company for the Financial Year ended on March 31, 2021 and the reports of the Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

#### SPECIAL BUSINESS:

##### 2. Ratification of Remuneration to be paid to the Cost Auditor of the Company for the financial year 2021-2022

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

## **NOTICE (Contd.)**

**“RESOLVED THAT** pursuant to the provisions of Sections 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof, for time being in force), the remuneration as approved by the members of the Monitoring Committee of the Company, to be paid to **M/s. S. Chapparia & Associates, Cost Accountants**, Kolkata, Firm Registration Number: 101591, Cost Auditors of the Company for Cost Audit with respect to the Financial Year 2021-2022, at Rs.50,000/- plus applicable taxes, and reimbursement of out of pocket expenses incurred, be and is hereby ratified, confirmed and approved.

**RESOLVED FURTHER THAT**, Mr. Kshitiz Chhawchharia, Chairman of the Monitoring Committee of the Company, be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Monitoring Committee  
For Tantia Constructions Limited**

Sd/-

**Priti Todi**

**Company Secretary**

(Membership No. ACS 33367)

**Dated :** May 4, 2022

**Place:** Kolkata

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### **Notes:**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”) relating to item of Special Business to be transacted at the Annual General Meeting (“AGM”) is annexed hereto.
2. In view of the massive outbreak and extraordinary circumstances due to COVID-19 pandemic in the country social distancing norms to be followed and the continuing restrictions on movement of persons at several places of the country and the Ministry of Corporate Affairs vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/ 2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021 and SEBI vide Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79 dated May 12, 2020 and SEBI/ HO/ CFD/ CMD2/ CIR/ P/ 2021/ 11 dated January 15, 2021 (hereinafter collectively referred to as “Circulars”), permitted companies to hold their AGM through video conferencing (VC) or other audio visual means (OAVM) following the procedure prescribed therein, whereby physical attendance of the Members to the AGM venue shall not be required. Therefore, the Company is providing facility to attend and participate in the AGM through VC/ OAVM. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the Circulars as mentioned above, the 56<sup>th</sup> AGM of the Company is being held through VC / OAVM. Thus, Members can attend and participate in the meeting through VC/ OAVM following the instructions given in the notice.
3. In compliance with the aforesaid MCA Circulars, Notice of the 56<sup>th</sup> AGM along with the Annual Report 2020-2021 is being sent only through electronic mode to those Members whose email addresses are registered with the RTA or CDSL/ NSDL (“Depositories”). Members may note that the Notice and Annual Report 2020-2021 will also be available on the Company’s website at [www.tantiagroup.com](http://www.tantiagroup.com) and on websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The 56<sup>th</sup> 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).
4. **Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.** The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at DD 30, Sector I, Salt Lake City, Kolkata - 700064, which shall be the deemed venue of AGM.
5. **THE AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC / OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES WILL NOT**

## **NOTICE (Contd.)**

**BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.** However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting

6. No directors are seeking re-appointment/appointment/confirmations since the Company is under the stage of implementation of Resolution Plan, hence details under Regulation 26(5) and 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2, issued by the Institute of Company Secretaries of India in respect of Directors seeking re-appointment/appointment/confirmation is not applicable.
7. Pursuant to Section 113 of the Act, Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization, etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, to the Company email ID or upload it on the e-voting portal.
8. 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, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. Pursuant to Section 125 of the Companies Act, 2013, no unclaimed final dividend is due for transfer to Investors' Education and Protection Fund (IEPF) established by Government of India, as no dividend was declared by the company in the year 2013-2014.
10. The Notice of the Annual General Meeting is also uploaded on the website of the Company ([www.tantiagroup.com](http://www.tantiagroup.com)). The Annual General Meeting Notice is being sent to all the members via email; whose names appear in the Register of Members as on April 29, 2022.
11. 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, May 05, 2020, September 28, 2020, December 31, 2020, June 23 2021 and December 8, 2021, 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.
12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, M/s. Maheshwari Datamatics Private Limited. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and M/s. Maheshwari Datamatics Private Limited.
13. In case you are holding Company's Shares in physical form, please inform Company's RTA, M/s. Maheshwari Datamatics Private Limited, at 23 R. N. Mukherjee Road, Kolkata 700 001, by enclosing a photocopy of blank cancelled cheque of your bank account.
14. The Register of Members and Share Transfer Books of the Company shall remain closed from **Wednesday, 25<sup>th</sup> May, 2022 to Tuesday, 31<sup>st</sup> May, 2022 (both days inclusive)** for the purpose of compliance with the annual closure of Books as per Companies Act, 2013.
15. Pursuant to provisions of Section 72 of Act read with Rule 19(1) of the Companies (Share Capital and Debenture Rules), 2014, members can avail of the nomination facility in respect of shares held by them in physical form by submitting their details in Form No. SH-13 as prescribed under the aforesaid Rule to the Company or RTA. A copy of the said Form No. SH-13 may be obtained from the Company Secretary at the Registered Office of the Company on written request.



## **NOTICE (Contd.)**

16. In accordance with the Companies Act, 2013 read with the Rules and in support of the 'Green Initiative in Corporate Governance' the Annual Reports are sent by electronic mode to those members whose shareholding is in dematerialised format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID addresses with the Company's Registrars and Share Transfer Agents (RTA) i.e., M/s Maheshwari Datamatics Private Limited.
17. The Voting through an electronic means will commence on **Saturday, 28<sup>th</sup> May, 2022 and will end on Monday, 30<sup>th</sup> May, 2022**. The members will not be able to caste their electronically beyond the date and time as aforesaid mentioned.
18. The members who wish to vote on the day of the Meeting can do the same through e-voting on the day of the Meeting by logging in through CDSL Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
19. **SEBI VIDE ITS CIRCULAR, WITH A VIEW TO PROTECT THE INTEREST OF THE SHAREHOLDERS, HAS MANDATED TO ALL THE MEMBERS WHO HOLD SECURITIES OF THE COMPANY IN PHYSICAL FORM, TO FURNISH TO THE COMPANY/ ITS REGISTRAR AND TRANSFER AGENT, THE DETAILS OF THEIR VALID PERMANENT ACCOUNT NUMBER (PAN) AND BANK ACCOUNT. TO SUPPORT THE SEBI'S INITIATIVE, THE MEMBERS ARE REQUESTED TO FURNISH THE DETAILS OF PAN AND BANK ACCOUNT TO THE COMPANY OR RTA. MEMBERS ARE REQUESTED TO SEND COPY OF PAN CARD OF ALL THE HOLDERS; AND ORIGINAL CANCELLED CHEQUE LEAF WITH NAMES OF SHAREHOLDERS OR BANK PASSBOOK SHOWING NAMES OF MEMBERS, DULY ATTESTED BY AN AUTHORISED BANK OFFICIAL.**
20. **TO BE NOTIFIED BY SEBI, SECURITIES OF LISTED COMPANIES WOULD BE TRANSFERRED IN DEMATERIALIZED FORM ONLY, FROM A CUT-OFF DATE. IN VIEW OF THE SAME MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO CONSIDER CONVERTING THEIR HOLDINGS TO DEMATERIALIZED FORM TO ELIMINATE ALL RISKS ASSOCIATED WITH PHYSICAL SHARES AND FOR EASE OF PORTFOLIO MANAGEMENT. MEMBERS CAN CONTACT THE COMPANY'S RTA FOR ASSISTANCE IN THIS REGARD.**
21. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
22. The Company has appointed **M/s M R & Associates, Practicing Company Secretary (FCS: 4515)** as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
23. The Scrutinizer, after scrutinising the votes cast at the meeting through remote e-voting and during AGM will, within 48 hours from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.tantiagroup.com](http://www.tantiagroup.com) and on the website of CDSL [www.cdslindia.com](http://www.cdslindia.com). The results shall simultaneously be communicated to the Stock Exchanges.  
  
The voting result will be announced by the Chairman or any other person authorized by him within two days of the AGM.
24. **THE INTRUCTIONS OF 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 **Saturday, 28<sup>th</sup> May, 2022 at 09.00 A.M. and will end on Monday, 30<sup>th</sup> May, 2022 at 5.00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of May 24, 2022 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/

## NOTICE (Contd.)

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 <b>CDSL</b>	<ol style="list-style-type: none"><li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 &amp; 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.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"><li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ol>



**NOTICE (Contd.)**

Type of shareholders	Login Method
	<p>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 &amp; voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	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) Log in method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on Shareholders.
- 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

## NOTICE (Contd.)

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier 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 Shareholders holding shares in Demat Form other than individual and Physical Form
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"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details <b>OR</b> 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"><li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members 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 for the relevant Tanta Constructions Ltd on which you choose to vote.
- (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) Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

## **NOTICE (Contd.)**

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@tantiagroup.com](mailto:cs@tantiagroup.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(xvii) M/s M R & Associates, Practising Company Secretary, Kolkata (FCS No – 4515) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witness not in employment of the Company and make a Scrutinizer's Report of the Votes cast in favour or against, if any, forthwith to the Chairman of the Company.

(xviii) The results of e-voting shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company Website: [www.tantiagroup.com](http://www.tantiagroup.com) and on the website of CDSL and the same be communicated to the Stock Exchange(s).

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### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- (i) For Physical shareholders - Members are requested to directly register their email id/update their email by visiting the link of the Company's Registrar and Share Transfer Agent M/s. Maheshwari Datamatics Pvt. Ltd. as given below:

Link for email registration - <http://mdpl.in/form/email-update>

- (ii) For Demat shareholders - Register/Update through respective Depository Participants (DPs) (Any such updation effected by the DPs will automatically reflect in the Company's subsequent records)

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/ OAVM & E VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting
2. 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.
3. 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/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

## **NOTICE (Contd.)**

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id i.e., [cs@tantiagroup.com](mailto:cs@tantiagroup.com) ). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.**

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at [cs@tantiagroup.com](mailto:cs@tantiagroup.com)
- 2) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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](mailto: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, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

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### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.**

The following statements set out all material facts relating to the business item no. 2 of the Notice is annexed hereto and form part of this Notice:

#### **Item No. 2**

The members of the Monitoring Committee of the Company approved the appointment and remuneration of M/s. S Chhaparia & Associates, Cost Auditors, Kolkata at a remuneration of Rs 50,000/- (Rupees Fifty thousand) plus applicable taxes and out of pocket expenses to conduct the audit of the cost records of the Company for the financial year ended 31st March, 2022.

## **NOTICE (Contd.)**

In respect of financial year 2020-2021, the members of the Monitoring Committee of the Company, have approved the appointment and remuneration of M/s. S Chhaparia & Associates, Cost Auditors, Kolkata at a remuneration of Rs 50,000/- (Rupees Fifty thousand) plus applicable taxes and out of pocket expenses to conduct the audit of the cost records of the Company for the financial year ended 31st March, 2021.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company.

**None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the said Resolution.**

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 2 of the Notice.

**By Order of the Monitoring Committee  
For Tantia Constructions Limited**

Sd/-

**Priti Todi**

**Company Secretary**

(Membership No. ACS 33367)

**Dated : May 4, 2022**

**Place: Kolkata**



Constructed a bridge on River Tlawng in Mizoram

## DIRECTOR'S REPORT

Dear Members,

The Monitoring Committee has pleasure in presenting the 56th Director's Report of your Company, along with the Financial Statements, Statement of Profit and Loss and Statement of Cash Flow for the financial year ended March 31, 2021.

This is to apprise the members that Hon'ble National Company Law Tribunal, Kolkata Bench (hereinafter referred to as the "Hon'ble NCLT"), vide its order dated March 13, 2019 (hereinafter referred to as the "Insolvency Commencement Date"), admitted the application for initiation of Corporate Insolvency Resolution Process (hereinafter referred to as "CIR Process") filed by State Bank of India in respect of Tantia Constructions Limited, in accordance with Section 7 of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "the Code"). Pursuant to the Order passed on March 13, 2019, Mr. Kshitiz Chhawchharia was appointed as the Interim Resolution Professional (hereinafter referred to as the "IRP") to manage the affairs of the Company, and was subsequently confirmed as the Resolution Professional (hereinafter referred to as the "RP") by the Committee of Creditors (hereinafter referred to as the "CoC") via e-voting conducted in the first meeting of the CoC, which concluded on April 18, 2019, to carry out the CIR Process for the Company.

On February 24, 2020, the Hon'ble NCLT approved the Resolution Plan (hereinafter referred to as the "Approved Resolution Plan") submitted for your Company by the consortium of EDCL Infrastructure Limited (hereinafter referred to as "EDCL Infra") and Upendra Singh Construction Private Limited (hereinafter referred to as "USCPL") (hereinafter EDCL Infra together with USCPL, is referred to as the "Consortium" or the "Successful Resolution Applicant" or the "RA").

In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "MC") has been constituted comprising of seven members - three (3) representatives from the Financial Creditors (as decided by the CoC), three (3) representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional, to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicant.



“ Necessary disclosures as regards to the key impact areas & other adjustments upon transition to Ind-AS reporting have been made under the Notes to Financial Statements. ”

Members may kindly note that it is this Monitoring Committee that has been in office for the entire period to which this report pertains. The office of the Resolution Professional ceased to exist, since the constitution of the stated Monitoring Committee.

#### FINANCIAL AND OPERATIONAL PERFORMANCE

The standalone and consolidated Financial Statements for the Financial Year ended March 31, 2021, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standard (hereinafter referred to as “Ind AS”) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable. Necessary disclosures as regards to the key impact areas & other adjustments upon transition to Ind-AS reporting have been made under the Notes to Financial Statements.

Your Company's financial performance, for the year ended March 31, 2021, is as summarized below: (Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>Revenue from Operations (Net) and other income</b>	15,095.00	17,696.00	10,505.00	17,697.00
Profit/(loss) before Interest, Depreciation & Tax (EBITDA) before Exceptional Items	5,566.00	2,386.00	957.00	(1,540.00)
Finance Cost	155.00	472.00	155.00	474.00
Depreciation	496.00	583.00	520.00	608.00
Profit Before Tax (PBT)	4,915.00	1,331.00	282.00	(2,622.00)
Exceptional Items	(1317.00)	(20,149.00)	(1,317.00)	(33,472.00)
Provision for Tax	1,199.00	1,024.00	1.00	(1.00)
Profit After Tax (PAT)	5,033.00	20,456.00	1,574.00	30,833.00
Balance brought forward from previous year	-	-	-	-
Other Comprehensive Income (OCI)	-	21.00	-	21.00
<b>Total Comprehensive Income for the Year</b>	<b>5,033.00</b>	<b>20,477.00</b>	<b>1,574.00</b>	<b>30,854.00</b>
Profit available for Appropriations	5,033.00	20,477.00	1,574.00	30,854.00
Appropriations:				
Interim Equity Dividend	-	-	-	-
Proposed Final Equity Dividend	-	-	-	-
Tax on Equity Dividends	-	-	-	-
Previous Year Tax on Equity Dividends	-	-	-	-
General Reserve	-	-	-	-
<b>Balance carried to the next year's account</b>	<b>18,386.00</b>	<b>13,353.00</b>	<b>23,201.00</b>	<b>21,627.00</b>

\*Previous year figures have been regrouped/ rearranged wherever considered necessary.



## **DIRECTOR'S REPORT (Contd.)**

During the year under review, based upon the Standalone Financial Statements, the revenue from operations and other income of your Company, the total income is Rs. 15,095/- Lakhs (Previous Year Rs. 17,696/- Lakhs), registering a decrease of 14.7% primarily due to disruption caused by the COVID – 19 pandemic. The profit before tax excluding exceptional items is Rs. 4,915/- Lakhs for the financial year under review as against Rs. 1,331/- Lakhs for the previous financial year. The Profit after Tax is Rs. 5,033/-Lakhs (Previous Year Rs. 20,456/- Lakhs) and exceptional items of Rs. 1,317/- Lakhs which have arisen as a consequence of the implementation of the Approved Resolution Plan.

The Company is being run as a Going Concern by the Monitoring Committee wherein the approved Resolution Plan is presently under Implementation and in line with the provisions of IBC.

A detailed analysis of financial results is given in the “Management Discussion and Analysis Report”, which forms an integral part of this Report.

### **DIVIDEND**

There is no recommendation of dividend on equity shares for the Financial Year ended March 31, 2021.

### **TRANSFER TO RESERVES**

The Company has not transferred any amount to the reserves during the year under review.

### **SHARE CAPITAL**

The Authorized Share Capital of your Company as on March 31, 2021 stands at Rs. 40,00,00,000/- divided into 3,90,00,000 number Equity Shares of Rs. 10/- each and 10,00,000, 10.5% Cumulative Redeemable Preference Shares of Rs. 10/- each. The paid-up Equity Share Capital of your Company as on March 31, 2021 is Rs. 28,74,20,980/- divided into 2,87,42,098 number of Equity Shares of Rs. 10/- each, fully paid up.

During the year under review, there is no change in the Authorized Share Capital and Paid-Up Share Capital of your Company.

### **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There are no material changes and commitments affecting the financial position of your company between the financial year ended March 31, 2021 and as at the date of signing of this report.

### **CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year under review, there has been no change in the nature of business of your Company.

### **FINANCE AND ACCOUNTS**

During the year under review, your Company has not availed any credit facilities.

As mandated by the Ministry of Corporate Affairs, the Financial Statements for the year ended March 31, 2021 have been prepared in accordance with the Ind AS, notified under Section 133 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014, as amended from time to time. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to give a true and fair view of the state of affairs and profits and cash flows of your Company for the year ended March 31, 2021.

### **PUBLIC DEPOSITS**

During the year under review, your Company has neither accepted nor renewed any deposits from the public falling within the meaning of Section 73 of the Companies Act, 2013 (hereinafter referred to as “the Act”).

### **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITIES PROVIDED BY THE COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the year under review your Company has not made any investment, has not granted any loans, guarantee and/ or has not provided any security in accordance with the provisions stated in Section 186 of the Act. Details of Loans, Guarantees and Investments covered under the provisions of the said section have been disclosed in Note Nos. 5,6,13 and 42 of the notes to the Financial Statements.

### **CONSOLIDATED FINANCIAL STATEMENTS**

As per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to

## **DIRECTOR'S REPORT (Contd.)**

as "Listing Regulations") and Section 129 of the Act read with Schedule III to the Act, the Consolidated Financial Statements of your Company for the financial year ended March 31, 2021 have been prepared in accordance with the relevant Ind AS issued by the Institute of Chartered Accountants of India and on the basis of the audited financial statements of your Company and the last Audited Financial Statements of your Company's subsidiaries, associate companies and Joint Ventures, as approved by their respective Board of Directors and Co-Venturers.

### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

During the year under review, employee relations at all sites remained cordial. Despite the exceptional challenges faced, the motivated work force aided your Company in maintaining its operations.

### **RISK MANAGEMENT**

Your Company had prior to the commencement of the CIR Process, implemented a Risk Management Policy, the effective implementation of which has been detailed in the enclosed Management Discussion & Analysis Report, which forms part of this Report.

### **INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

During the year under review, your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures.

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

In accordance with the provisions stated in Section 177 of the Act and Rules framed thereunder read with Regulation 22 of the Listing Regulations, your Company has a vigil mechanism policy named Vigil Mechanism Policy (VMP) to deal with instances of fraud and mismanagement, if any. The details of the Vigil Mechanism Policy is explained in the Corporate Governance Report and also posted on the website of your Company at [www.tantiagroup.com](http://www.tantiagroup.com) → **Investor's Corner** → **Policies** → **Vigil Mechanism Policy**.

### **COMPANY'S RESPONSE TO COVID-19**

The COVID-19 crisis disrupted the operations of your Company across the country, majorly during the first quarter of Financial Year 2020-2021. The Company resumed operations from April 14, 2020, after implementation of standard protocols in line with the guidelines prescribed. All the sites and office establishments started functioning after implementing necessary safety and hygiene protocols like wearing of face masks, social distancing norms, workplace sanitation and employee awareness programmes, etc. in compliance with the regulations of the local authorities. All the sites resumed work with employees and workmen working in a staggered manner, mandatory rotation on a periodic basis and in adherence to all the safety protocols as prescribed locally. Your Company assessed the situation and took appropriate decisions with respect to issuing directives for protecting its employees including contract workers, supporting communities and also protecting the financial health of the business. The later quarters of Financial Year 2020-2021 saw the economy opening up gradually resulting in revival. Our employees on the ground, spread awareness about the need for social distancing, personal hygiene and need to wear mask to prevent infection and avoid the spread of the virus. Your Company, through various internal communications, has encouraged its employees to get themselves vaccinated. Your Company has also taken several steps to facilitate the same.

As the COVID-19 scenario is still evolving, your Company is mapping the developments on a real-time basis to ensure the health and safety of all its stakeholders. The impact of the lockdown disruption is being constantly assessed.

### **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

Consolidated Financial Statements of your Company have been prepared, which forms part of this Annual Report. Further, a statement containing the salient features of the Financial Statement of your Company's subsidiaries, associates, joint ventures in the prescribed Form AOC-1 is annexed to the consolidated financial statement and forms part of this Report. The statement also provides the details of performance and financial positions of each of the subsidiaries, associates and joint ventures.

In accordance with Section 136 of the Act, the audited Financial Statements, including the consolidated Financial

## **DIRECTOR'S REPORT (Contd.)**

Statements and related information of your Company and its subsidiaries, are available on the website of your Company, [www.tantiagroup.com/Investor's Corner/Annual Report](http://www.tantiagroup.com/Investor's%20Corner/Annual%20Report).

Your Company had prior to the commencement of CIR Process, implemented a policy for determining material subsidiaries which is available on the Company's website at [www.tantiagroup.com/Investor's Corner/Policies/Material Subsidiary Policy](http://www.tantiagroup.com/Investor's%20Corner/Policies/Material%20Subsidiary%20Policy). In terms of the stated policy, none of the companies met the criteria of being treated as a material subsidiary during the period under review.

### **DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

During the year under review, as per the terms of the approved Resolution Plan, the Monitoring Committee has been overseeing the implementation of the approved Resolution Plan and the day to day operations of the Company, the Board of your Company continues to consist of Two (2) Directors -Sri I.P. Tantia and Sri Rahul Tantia, Promoter Executive Directors of the Company- with their powers suspended, during the year under review.

The details of the Companies in which the above stated Directors hold the membership/ chairmanships of Board Committees, as stipulated under SEBI (LODR) Regulations, 2015 is provided in the Corporate Governance Section of this Annual Report.

During the year under review, no new Directors have been appointed on the Board of your Company.

The Key Managerial Personnel of your Company during the Financial Year under review is Ms. Priti Todi-Company Secretary. During the year under review, there has been no change in the Key Managerial Personnel of your Company.

### **DETAILS OF BOARD MEETING**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

During the year under review, as per the terms of the approved Resolution Plan, the Monitoring Committee has been overseeing the implementation of the approved Resolution Plan and the day to day operations of the Company, no meeting of the Board of Directors or Committee have been held after the approval of Resolution Plan with effect from February 24, 2020.

However, as the power of the Board of Directors of your Company stands suspended and the Monitoring Committee has been overseeing the day to day operations of the Company during the year under review. The Monitoring Committee held meetings with the members of the Monitoring Committee wherein a meeting was held on December 20, 2021 to adopt the Financial Results for the financial year ended March 31, 2021.

### **COMMITTEES OF THE BOARD**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

Your Company prior to the commencement of CIR Process, had an Audit Committee, a Nomination and Remuneration Committee, a Stakeholders Relationship Committee and a Finance Committee with a code of conduct for Principal Executives and senior financial Officers of your company, laid down by the Board and also posted on your Company's website : [www.tantiagroup.com](http://www.tantiagroup.com).

However, as the Board of your Company stands suspended after commencement of CIR Process, no meetings of any of the Committee have been held during the year under review.

## **DIRECTOR'S REPORT (Contd.)**

### **ANNUAL EVALUATION OF THE BOARD**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

With the Monitoring Committee overseeing the implementation of the approved resolution plan and the day to day operations of the Company, there stands no requirement for the evaluation of the Board.

### **NOMINATION AND REMUNERATION POLICY**

Your Company, had prior to the commencement of the CIR process, a Remuneration Policy for Directors, Key Managerial Personnel and Senior Management Personnel aligning with the requirement of the Act and the Listing Regulations, the particulars of which are stated in the enclosed Corporate Governance Report and are also available on the Company's website at [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

Your Company, had prior to the commencement of CIR Process, implemented a familiarization programme for the Independent Directors to familiarize them with their role, rights and responsibilities as Directors, the working of the Company, nature of the industry in which the Company operates, business model etc., the details of which are explained in the Corporate Governance Report and are also available on the Company's website at [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

### **DECLARATION BY INDEPENDENT DIRECTORS**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

In light of the above, your Company has not received any declaration from the Independent Directors during the year under review.

### **MANAGEMENT OPINION ON THE QUALIFICATIONS/ EMPHASIS OF MATTERS/ NOTES GIVEN BY AUDITORS IN THEIR STANDALONE REPORTS**

Members' attention is invited to the observation made by the Auditors under "Basis for Qualified Opinion" appearing in the Auditor's Reports.

- (a) Amount receivables and payables including certain balances under cash & cash equivalents, trade receivables/ payables, loans, other financial assets, other assets/ liabilities are subject to balance confirmations and reconciliations thereof, if any required.
- (b) Non-ascertainment and provision for slow/non/obsolete inventory and as such consequent impact thereof on the financial statement of the company, if any, cannot be commented upon by us.
- (c) Non-ascertainment and provision for Investment in non-moving Joint ventures aggregating to Rs.277 lakhs. As such consequent impact thereof on the financial statement of the company, if any, cannot be commented upon by us.

Members' attention is invited to the observation made by the Auditors under "Emphasis of Matters" appearing in the Auditor's Reports.

- (a) There is delay in implementation of the Approved Resolution Plan for the reasons mentioned therein Note No.55 of the Standalone Financial Statements. As per the Resolution Plan approved on 24th Feb 2020 and instructions given thereafter in this matter by the Adjudicating Authority, the affairs of the Company including implementation of same are managed by the Monitoring Committee as a going concern basis.
- (b) Trade receivables, and Loans and Advance-Current assets includes Rs.5670 lakhs, and Rs.890 lakhs, respectively lying outstanding for more than three years. As receivable mainly from government agencies, subsidiary and associate company or pending under arbitration, the same has been considered good and as such no provision has been made there against by the Management.

## **DIRECTOR'S REPORT (Contd.)**

- (c) Certain fixed deposits with bank aggregating Rs.205.22 lakhs written off last year, were restored at Rs.250.01 lakhs which includes interest earned in earlier years based on communication received from the banks. The same has been included in "Exceptional item" in profit and loss accounts. Further interest income accrued against these deposited amounting to Rs.15.25 lakhs has been included under "other income".
- (d) Fixed deposit of Rs.1000 lakhs given as performance security to "Committee Of Creditors" by Resolution Applicant as per the Approved Resolution Plan, treated as amount received by the Company from the Successful Resolution Applicant and the same has been included in "Other banks balances" by creating corresponding liability to them and shown under "Other Current Liabilities".
- Further, interest income of Rs 39.50 lakhs accrued thereon accounted for under other income and corresponding liability accounted as "other financial liabilities".
- (e) Rs 350 lakhs received from Resolution Applicant as per approved resolution plan for payment to employees and other operational creditors. Pending implementation of Resolution Plan, the same has been deposited with bank as a short-term deposit and interest accrued thereon of Rs. 4.91 lakhs has been accounted for as interest income.
- (f) Advance to suppliers includes Rs. 278.84 lakhs given to different parties during the period of Corporate Insolvency Resolution Process, is still due to recovered or adjusted and same has been considered as good.
- (g) Land allotted to the Company from West Bengal Housing Infrastructure Development Corporation Limited amounting to Rs.372 lakhs is under subjudice and pending before the Hon'ble Calcutta High Court. The same has been under Fixed asset as Freehold land.
- (h) Title deeds with respect to certain Lands hold by Company are not available.
- (i) Exceptional item includes Rs 1317(Net) Lakhs on account of assets and liabilities written off/back during the year has been restored during the current financial year.
- (j) Tantia Infrastructure Private Limited (hereinafter referred to as "TIPL") , Subsidiary Company TIPL has in turn made substantial investments in inter-alia in another subsidiary Tantia Raxaultollway Private Limited (hereinafter referred to as "TRPL"). TRPL being an SPV entity is currently non-operational and the project is currently under arbitration. Owing to the same status of the operations at the subsidiaries and the stated pending arbitration, advance against material amounting to Rs.4,475 lakhs and Advance against Contract amounting to Rs.2,031.47 lakhs payable to TRPL by the Company, has been retained; and Measurement and recognition of preference share of Rs.17,882 lakhs(at fair value after netting of provision for diminution in value of Rs. 13,271 lakhs) in TIPL has been done and as such no further provision has been made by the management.

Management Response to the Basis for Qualified Opinion and emphasis on matters in Auditors Report

**a-j.** As regards to qualified opinion and emphasis of matters expressed by the Auditors in their Report with regards to the Standalone Financial Statement, attention is hereby drawn to the notes of Standalone Financial Statement which are self-explanatory and, therefore, do not call for any further comments.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, Notification dated, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

Pursuant to the provisions of Section 134(3)( c) read with Section 134(5) of the Act, the Monitoring Committee hereby confirms that:

- (i) in the preparation of the annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed and there has been no material departure;
- (ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit for the year ended on that date;

## **DIRECTOR'S REPORT (Contd.)**

- (iii) they have made proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis
- (v) they have laid down internal financial controls to be followed by the Company have been laid and such internal financial controls are adequate and are operating effectively;
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

Your Company, prior to the commencement of the CIR Process, had an internal mechanism for the purpose of identification and monitoring of Related Party Transactions which is available on the Company's website, [www.tantiagroup.com/Investor's Corner/ Policies/ Related Party Transaction and Materiality Policy](http://www.tantiagroup.com/Investor's%20Corner/Policies/Related%20Party%20Transaction%20and%20Materiality%20Policy).

During the period under review, none of the transactions with related parties fall under the scope of Section 188(1) of the Companies Act, 2013. All the related party transactions are in the ordinary course of business and at arm's length. The Monitoring Committee has approved the related party transactions for the financial year 2020-2021 and estimated proposed related party transactions in the Financial year 2021-2022. There are no material related party transactions during the year under the review. Information on Transactions with related parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of The Companies (Accounts) Rules, 2014 are given in Form AOC-2, annexed herewith as "Annexure IV", which forms part of this Report.

### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL**

The Hon'ble NCLT vide order dated February 24, 2020, approved the resolution plan submitted by a consortium of EDCL Infrastructure Limited and Upendra Singh Construction Private Limited for the Company under Section 31 of IBC. However, the copy of Order was received on February 25, 2020

During the year under review, there have been no material and significant orders passed by the Regulators and/or Courts and/or Tribunals impacting the going concern status and/or the Company's operations in future.

### **AUDITORS**

#### **Statutory Auditors**

At the 55th Annual General Meeting held on July 26, 2021, M/s. J Jain & Co., Chartered Accountants (Firm Registration No. 310064E), were appointed as Statutory Auditor of the Company for a term of five years to hold office from the conclusion of 55th Annual General Meeting till the conclusion of the 60th Annual General Meeting of the Company.

The requirement of the ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done way by the Companies Amendment Act, 2017 notified by the Ministry of Corporate Affairs vide notification no. GSR 432(E) dated 07th May, 2018, and hence the notice of ensuing Annual General Meeting does not carry any resolution pertaining to ratification of appointment of Statutory Auditors.

The Auditor's Report forms an integral part of this Report.

#### **Cost Auditors**

In accordance with the provisions of Section 148 of the Act read with The Companies (Cost Records and Audit) Amendment Rules, 2014, as amended from time to time, M/s. S Chhaparia & Associates (FRN: 101591), Cost Accountants, Kolkata, were appointed as the Cost Auditors of your Company, to conduct the Cost Audit for the financial year ended March 31, 2021 and to submit the Cost Audit Report in Form No. CRA-4.

#### **Secretarial Auditors**

In accordance with the provisions of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, Members at its meeting held on April 28, 2021 appointed M/s. M R & Associates, Practising Company Secretaries, 46 B. B. Ganguly street, Kolkata - 700012, as

## **DIRECTOR'S REPORT (Contd.)**

the Secretarial Auditor of the Company, to conduct the Secretarial Audit for the financial year ended March 31, 2021 and to submit Secretarial Audit Report in Form No. MR-3.

A copy of the Secretarial Audit Report received from M/s. M R & Associates in the prescribed Form No. MR-3 is annexed to this Report marked as "Annexure – II" and forms an integral part of this Report.

### **CORPORATE GOVERNANCE REPORT**

As stipulated in Schedule V of Regulation 34(3) of the Listing Regulations, a separate section on Corporate Governance practices followed by your Company together with a certificate from the Practicing company Secretaries confirming compliance of the said, has been enclosed herewith as "Annexure VIII." and forms an integral part of this Report.

### **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule, 8 of the Companies (Accounts) Rules, 2014, as amended from time to time, is annexed herewith as "Annexure- VI and forms an integral part of this Annual Report.

### **EXTRACT OF ANNUAL RETURN**

As required under the Companies Act, 2013, the Annual Return is put up on the Company's website and can be accessed at <http://tantiagroup.com/disclosures/Annual-Return-2020-2021.pdf> and Extracts of the Annual Return in Form MGT 9 for the Financial Year ended March 31,2021 can be accessed at <http://tantiagroup.com/disclosures/FORM-MGT-9-2020-2021.pdf>

The details forming part of the extract of Annual Return in Form MGT-9 is also annexed herewith as "Annexure- I" and forms an integral part of this Annual Report.

### **PARTICULARS ON REMUNERATION OF EMPLOYEES**

Information as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subsequent amendments thereto, is annexed to this Report and marked as "Annexure- Va".

The statement containing particulars of top ten employees as required under Section 197(12) of the Act read with Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subsequent amendments thereto, is annexed to this Report and marked as "Annexure V b".

None of the Employees listed in the said Annexures is a relative of any Director of your Company.

### **ENVIRONMENT**

Your Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

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

Your Company promotes a healthy and congenial working environment irrespective of gender, caste, creed or social class of the Employees and values every individual and is committed to protect the dignity and respect of every individual. Your Company has always endeavored for providing a better and safe environment free of sexual harassment at all its work places. During the year under review, no cases of sexual harassment against women employees were filed under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### **MICRO, SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006**

Your Company being an enterprise engaged in providing or rendering of services with investment in plant and machinery or equipments not exceeding Rs 50 crores and turnover not exceeding Rs. 250 crores registered itself as MSME as per the provisions of Section 3(ii) of the Micro, Small and Medium Enterprise Development Act, 2006 read with Notification no. S.O. 1702(E) dated June 1, 2020 on May 5, 2021



## **DIRECTOR'S REPORT (Contd.)**

### **COMPLIANCE WITH SECRETARIAL STANDARDS**

Your Company complies with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) to the extent possible.

### **RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

As per the directive of Securities and Exchange Board of India, M/s. M R & Associates, Practising Company Secretaries, (CP No.: 2551), undertook the Reconciliation of Share Capital Audit on a quarterly basis and the reconciliation documents, for the year under review, have been duly uploaded on the website of the Stock Exchange.

### **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

A detailed review of operations, performance and future outlook of your Company is given in this report annexed herewith as Annexure VII, under the head "Management Discussion and Analysis Report" (MDA) and forms an integral part of this Report.

### **OTHER DISCLOSURES/ REPORTING**

- No disclosure or reporting is required in respect of the following items as there was no transaction on these items during the year under review:
- Issue of Equity Shares with differential rights as to Dividend, voting or otherwise
- Issue of Shares (including sweat equity shares) to Employees of the Company under any scheme
- None of the Directors including Managing Directors or Whole Time Directors of the Company received any remuneration or commission from any of the Company's subsidiaries
- No fraud has been reported by the Auditors to the Monitoring Committee

### **CAUTIONARY STATEMENT**

Statements in the Director's Report and the Management Discussion & Analysis Report describing the Company's objectives, expectations and/or forecasts may be forward-looking within the meaning of applicable securities, laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

### **ACKNOWLEDGEMENTS**

We wish to place on record our appreciation for the sincere services rendered by the Employees of your Company at all levels. We also wish to place on record our appreciation for the valuable co-operation and support received from the Government of India, various State Governments, the Banks/ Financial Institutions and other stakeholders such as shareholders, customers and suppliers, among others. We also commend continuing commitment and dedication of the Employees at all levels, which has been critical for the Company's success. We look forward to their continued support in future.

**For and On and behalf of Tantia Constructions Limited**

**Tarun Chaturvedi**  
(Member of the Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of the Monitoring Committee)

**Priti Todi**  
(Company Secretary)

**Place: Kolkata**  
**Date: May 4, 2022**

**ANNEXURE I TO THE DIRECTOR'S REPORT**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31.03.2021**

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	L74210WB1964PLC026284
ii)	Registration Date	4-12-1964
iii)	Name of the Company	Tantia Constructions Limited
iv)	Category / Sub-Category of the Company	Public Company, Limited by Shares
v)	Address of the Registered office and contact details	Block, DD-30, Sector I, Salt Lake City, Kolkata-700064 Ph: 033 40190000/40190001 Fax: 033 40190001 E-mail: cs@tantiagroup.com
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Private Limited 23, R.N. Mukherjee Road Kolkata-700 001 Ph: 033 22482248 E-mail: mdpl@cal.vsnl.net.in

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more to the total turnover of the Company shall be stated:

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Construction of roads and railways	421	99.75
2	Manufacture of Ready –Mix and Dry-Mix Concrete and Mortars	Class:2395 Group:239	0.25

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares held	Appli-cable Section
1	Nigolice Trading Private Limited Dd 30, Sector 1, Salt Lake City, Kolkata-700064	U45201WB1991PTC053686	HOLDING COMPANY	53.09	2(46)
2	Tantia Infrastructure Private Limited Dd 30, Sector 1, Salt Lake City, Kolkata-700064	U45201WB2006PTC110836	SUBSIDIARY COMPANY	100% in Equity Shares 25.42% in Preference Shares	2(87)
3	Tantia Sanjauliparkings Private Limited Dd 30, Sector 1, Salt Lake City, Kolkata-700064	U70109WB2010PTC155717	ASSOCIATE	34.84% in Equity Shares 83.18% in Preference Shares	2(6)
4	Tantia Raxaultollway Private Limited Dd 30, Sector 1, Salt Lake City, Kolkata-700064	U70109WB2011PTC157230	WHOLLY-OWNED SUBSIDIARY OF TANTIA INFRASTRUCTURE PRIVATE LIMITED, AS REFERRED IN SL. NO. 2 ABOVE	0.34% in Equity Shares	2(87)

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as a percentage of Total Equity)****(i) Category-wise Shareholding**

**ANNEXURE I TO THE DIRECTOR'S REPORT (Contd.)**

Category of	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(A) Promoters</b>									
<b>(1) Indian</b>									
(a) Individual/ HUF	16,29,186	28,93,149	45,22,335	15.7342	16,29,186	28,93,149	45,22,335	15.7342	-
(b) Central Govt	-	-	-	-	-	-	-	-	-
(c) State Govt (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	93,99,312	70,25,883	1,64,25,195	57.1468	93,99,312	70,25,883	1,64,25,195	57.1468	-
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1):</b>	<b>1,10,28,498</b>	<b>99,19,032</b>	<b>2,09,47,530</b>	<b>72.8810</b>	<b>1,10,28,498</b>	<b>99,19,032</b>	<b>2,09,47,530</b>	<b>72.8810</b>	-
<b>(2) Foreign</b>									
(a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
(b) Other – Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp	-	-	-	-	-	-	-	-	-
(d) Banks/ FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoters (A) = (A)(1)+(A)(2)</b>	<b>1,10,28,498</b>	<b>99,19,032</b>	<b>2,09,47,530</b>	<b>72.8810</b>	<b>1,10,28,498</b>	<b>99,19,032</b>	<b>2,09,47,530</b>	<b>72.8810</b>	<b>-</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks/ FI	-	-	-	-	-	-	-	-	-
(c) Central Govt	-	-	-	-	-	-	-	-	-
(d) State Govt(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	3,32,682	-	3,32,682	1.1575	3,32,682	-	3,32,682	1.1575	-
(g) FIs	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-
(j) Qualified Foreign Investors	-	-	-	-	-	-	-	-	-
<b>Sub-total</b>	<b>3,32,682</b>	<b>-</b>	<b>3,32,682</b>	<b>1.1575</b>	<b>3,32,682</b>	<b>-</b>	<b>3,32,682</b>	<b>1.1575</b>	<b>-</b>
<b>2. Non- Institutions</b>									
<b>(a) Bodies Corp.</b>									
(i) Indian	8,91,703	-	8,91,703	3.1024	8,43,972	-	8,43,972	2.9364	(0.166)
(ii) Overseas	-	-	-	-	-	-	-	-	-
<b>(b) Individuals</b>									
(i) Individual shareholders holding nominal share capital upto Rs. 2 Lakh	43,98,175	12,659	44,10,834	15.35	44,58,513	12,659	44,71,172	15.5562	0.20
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	19,67,789	-	19,67,789	6.846	19,48,067	-	19,48,067	6.7777	(0.069)

**ANNEXURE I TO THE DIRECTOR'S REPORT (Contd.)**

Category of	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
<b>(c) Others(specify)</b>									
(i) Trusts	-	-	-	-	-	-	-	-	-
(ii) Clearing Member	5,325	-	5,325	0.0185	20,754	-	20,754	0.0722	0.0537
(iii) Non Resident Individual	1,76,409	-	1,76,409	0.6138	1,68,095	-	1,68,095	0.5848	(0.029)
(iv) Domestic Corporate unclaimed share account	-	-	-	-	-	-	-	-	-
(v) Investor Education and Protection Fund Authority	9,826	-	9,826	0.0342	9,826	-	9,826	0.0342	-
<b>Sub-total (B)(2):</b>	<b>74,49,227</b>	<b>12,659</b>	<b>74,61,886</b>	<b>25.9615</b>	<b>74,49,227</b>	<b>12,659</b>	<b>74,61,886</b>	<b>25.9615</b>	<b>-</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>77,81,909</b>	<b>12,659</b>	<b>77,94,568</b>	<b>27.119</b>	<b>77,81,809</b>	<b>12,659</b>	<b>77,94,568</b>	<b>27.119</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>1,88,10,407</b>	<b>99,31,691</b>	<b>2,87,42,098</b>	<b>100</b>	<b>1,88,10,407</b>	<b>99,31,691</b>	<b>2,87,42,098</b>	<b>100</b>	<b>-</b>

**(ii) Shareholding of Promoters**

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
Ishwari Prasad Tantia	9,48,976	3.3017	100	9,48,976	3.3017	100	-
Rahul Tantia	35,73,359	12.4325	19.04	35,73,359	12.4325	19.04	-
Nigolice Trading Pvt Ltd	1,52,59,689	53.0918	53.96	1,52,59,689	53.0918	53.96	-
Tantia Financial Services Ltd	11,65,506	4.0550	100	11,65,506	4.0550	100	-
<b>Total</b>	<b>2,09,47,530</b>	<b>72.88</b>	<b>68.25</b>	<b>2,09,47,530</b>	<b>72.88</b>	<b>68.25</b>	<b>-</b>

**(iii) Change in Promoters' Shareholdings (please specify, if there is no change)**

	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

There was no change in the shareholding of the promoters during the year 2020-2021

**(iv) Shareholding Pattern of top-ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	For Each of the Top-10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>United India Insurance Company Limited</b>				
	At the beginning of the year	3,32,682	1.1575	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	3,32,682	1.1575

**ANNEXURE I TO THE DIRECTOR'S REPORT (Contd.)**

Sl. No.	For Each of the Top-10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	<b>Hamilton Technologies (I) Private Limited</b>				
	At the beginning of the year	3,50,000	1.2177	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	3,50,000	1.2177
3	<b>MC Jain InfoServices Private Limited</b>				
	At the beginning of the year	1,47,500	0.5132	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	1,47,500	0.5132
4	<b>Appollance Agencies Private Limited</b>				
	At the beginning of the year	1,00,000	0.3479	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	1,00,000	0.3479
5	<b>Shoshanna Mercantiles Private Limited</b>				
	At the beginning of the year	1,00,000	0.3479	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	1,00,000	0.3479
6	<b>Neeta Jatin Jhaveri</b>				
	At the beginning of the year	2,32,144	0.8077	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	2,32,144	0.8077
7	<b>Anand Shaktikumar Sancheti</b>				
	At the beginning of the year	2,13,209	0.7418	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	2,13,209	0.7418
8	<b>Ajay Shaktikumar Sancheti</b>				
	At the beginning of the year	2,13,210	0.7418	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	2,13,210	0.7418
9	<b>Vinod Dugar</b>				
	At the beginning of the year	2,00,000	0.6958	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	2,00,000	0.6958
10	<b>Paramveer Abhay Sancheti *</b>				
	At the beginning of the year	1,42,140	0.4945	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	<b>No Change</b>				
	At the end of the year	-	-	-	-

**ANNEXURE I TO THE DIRECTOR'S REPORT (Contd.)**

Sl. No.	For Each of the Top-10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11	<b>Akshay Abhay Sancheti</b>				
	At the beginning of the year	1,42,139	0.4945	-	-
	Date wise increase(+)/decrease(-) with reasons, during the year:				
	At the end of the year	-	-	1,42,139	0.4945

\* Ceased to be in the list of top 10 shareholders as on 31.03.2021. The same is reflected above since the shareholder was one of the top 10 shareholder as on 01.04.2020.

**v. Shareholding of Directors and Key Managerial Personnel:**

For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>I. P. Tantia, Chairman &amp; Managing Director</b>				
At the beginning of the year	9,48,976	3.30	-	-
Date wise Increase / Decrease in Share holding during the year	No Change During The Year			
At the End of the year	-	-	9,48,976	3.30
<b>R. Tantia, Executive Director</b>				
At the beginning of the year	35,73,359	12.43	-	-
Date wise Increase / Decrease in Share holding during the year	No Change During The Year			
At the End of the year	-	-	35,73,359	12.43

Other than Mr. I.P. Tantia and Mr. Rahul Tantia, no other Director and Key Managerial Personnel held any share(s) in the Company either at the beginning of the financial year, during the financial year or as at the end of the financial year 2020-2021.

**Note:** The shareholdings, as indicated above, are based on disclosures received from Directors and KMP.

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment (₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal Amount	6,662.00	33.00	-	6,695.00
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,662.00	33.00	-	6,695.00
<b>Change in Indebtedness during the financial year</b>				
-Addition	-	-	-	-
-Reduction	-	-	-	-
Net Change	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
(i)Principal Amount	6,662.00	33.00	-	6,695.00
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>6,662.00</b>	<b>33.00</b>	<b>-</b>	<b>6,695.00</b>

**ANNEXURE I TO THE DIRECTOR'S REPORT (Contd.)****VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-Time Directors and/or Manager: Nil**

**B. Remuneration to other directors: Nil**

**C. Remuneration To Key Managerial Personnel Other Than Managing Director/ Manager/ Whole Time Director**  
(Amount in ₹)

Sl. No.	Particulars of Remuneration	Priti Todi (Company Secretary)	Total
1.	Gross salary	5,01,600.00	5,01,600.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	-as % of profit	-	-
	-others, specify	-	-
5.	Others, please specify	-	-
	<b>Total</b>	<b>5,01,600.00</b>	<b>5,01,600.00</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCE : None**

**For and On and behalf of Tantia Constructions Limited**

**Tarun Chaturvedi**  
**(Member of the Monitoring Committee)**

**Kshitiz Chhawchharia**  
**(Member of the Monitoring Committee)**

**Date : May 4, 2022**  
**Place : Kolkata**

**Priti Todi**  
**(Company Secretary)**



## **ANNEXURE II TO THE DIRECTOR'S REPORT (Contd.)**

**FORM MR-3**

### **SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021**

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

**TO,  
THE MEMBERS,  
TANTIA CONSTRUCTIONS LTD.,  
BLOCK DD 30 SECTOR 1  
SALT LAKE CITY, 7<sup>TH</sup> FLOOR,  
KOLKATA – 700064**

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TANTIA CONSTRUCTIONSLTD. (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. Based on our verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the Financial Year ended on 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:
3. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:
  - i) The Companies Act, 2013 (the Act) amendments thereof and the rules made thereunder;
  - ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars as may be issued by SEBI from time to time.

**We further report that, there were no actions/ events in pursuance of;**

- (a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (e) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

## ANNEXURE II TO THE DIRECTOR'S REPORT (Contd.)

We further report that as per the representation made by the Management, there are no specific acts applicable to the company during the period under review.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India and to the extent amended and notified from time to time.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

Since the National Company Law Tribunal, Kolkata bench has ordered the commencement of a corporate insolvency resolution process (CIRP) in respect of the Company on 13th March, 2019, the powers of the board of directors has been suspended, therefore there are many irregularities regarding the compliance of the provisions of the law. During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except:

- a. The Company has partially complied with the provisions of the Company Act, 2013. Further the required approvals regarding extension of holding of Annual general meeting during the Financial Year 2020-21 for the Financial Year 2019-20 has not been obtained by the company.
- b. The Company has partially complied with the regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. The Company has partially complied with the regulations of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- d. The Company has partially complied with applicable Secretarial Standards.

### We further report that

The Hon'ble National Company Law Tribunal, Kolkata Bench (herein referred to as the "Hon'ble NCLT") vide its order dated March 13, 2019, admitted the application for initiation of Corporate Insolvency Resolution Process filed by State Bank of India in respect of Tantia Constructions Limited, in accordance with Section 7 of the Insolvency and Bankruptcy Code, 2016. Pursuant to the order passed on March 13, 2019, Mr. Kshitiz Chhawchharia was appointed as the Interim Resolution Professional to manage the affairs of the Company and was subsequently confirmed as the Resolution Professional by the Committee of Creditors vide e-voting conducted in the 1st Meeting of the Committee of Creditors, which concluded on April 13, 2019 to carry out the CIR process for the Company.

On February 24, 2020, the Hon'ble NCLT approved the Resolution Plan submitted for the Company by the consortium of EDCL Infrastructure Limited and Upendra Singh Construction Private Limited.

In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "MC") has been constituted comprising of seven members - three (3) representatives from the Financial Creditors (as decided by the CoC), three (3) representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional, to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicant.

In light of the above, it may be noted that it is this Monitoring Committee which has been in office for the period under review and the Board of Directors of the Company exists with suspended powers.

As a new Board is yet to come into existence, the Company has a board without proper balance of Executive Directors, Non-Executive Directors. Further there are no independent director and woman director in its board exceeding the specified time limit as per Section 149 and Schedule IV of the companies act, 2013. There were no changes in the composition of Board of Directors during the period under review as the old Board is suspended as per the IBC Code and CIRP process and the new Monitoring Committee is framed up. However, filing of Form DIR-12 for resignation of Mr. Ananda Mohan Maity w.e.f. 26.09.2019 is not done due to some technical issues as explained by the management and whose name is still showing the signatory details of MCA system. This consequently results in the fall of statutory number of directors below the limit of three directors for a public company in accordance with Section 149(1) of the Companies Act, 2013.

**We further report that** the National Company Law Tribunal, Kolkata bench has ordered the commencement of a corporate insolvency resolution process (CIRP) in respect of the Company on 13th March, 2019 and the resolution plan for the

## **ANNEXURE II TO THE DIRECTOR'S REPORT (Contd.)**

Company was approved on 24.02.2020. However, as per the explanation and information provided by the management, it may be pertinent to note here that the implementation of the resolution plan is being delayed due to certain anomalies related to the promoters shareholding wherein 99,19,032 no. of equity shares out of 20,94,75,30 equity shares issued to promoters, do not have listing and trading approval from both the stock exchanges. Owing to the anomalies in the subject shares, the promoter's shareholding is not available to be transferred in the name of the successful Resolution Applicant. The Hon'ble NCLT, Kolkata Bench has also been made adept to the case vide IA-617/KB/2020 and IA-679/KB/2020, both subjudiced. Once this deadlock is resolved and the shares of the promoters are available to be transferred to the Successful Resolution Applicant, the implementation would expedite.

Keeping in view the above matter, it is given to understand that the company is exempted with respect to the provisions of the Board and committees as required under Regulation 17 to Regulation 21 of SEBI (LODR) Regulations, 2015 read with SEBI notification no. SEBI/LAD-NRO/GN/2018/21 dated 31.05.2018.

**We further report that** By the order of The National Company Law Tribunal, Kolkata bench under Corporate Insolvency Resolution Process (CIRP) the power of the Board has been suspended, therefore the provisions of issue of notice and agenda for the Board meeting and related activities are not applicable to the company.

**We further report that** pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020, Trading Members were informed that the entity is non-compliant under the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company is already in the 'Z' / 'ZP' / 'ZY' group."

**We further report that** during the audit period the members of the company had approved the Appointment of M/s J Jain & Company, Chartered Accountants, (FRN:310064E) as the Statutory Auditors of the Company to fill casual vacancy caused by the resignation of M/s S. Guha & Associates, Chartered Accountants via ordinary resolution through postal ballot dated 05.06.2021

**We further report that** during the audit period the Company had no other specific event/actions having major bearing on Company's affairs in pursuance of above laws, rules, regulations, guidelines, standards, etc. other than the continuation of CIR Process and delay in the implementation of resolution plan for reasons stated above.

This Report is to be read with our letter of even date which is annexed "Annexure A" and forms an Integral Part of this Report.

**For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020**

**Place : Kolkata  
Date : May 4, 2022**

**[M R Goenka]  
Partner  
C P No.:2551  
UDIN: F004515D000267811**

**ANNEXURE II TO THE DIRECTOR'S REPORT (Contd.)****“ANNEXURE – A”  
TO THE SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021**

To,  
The Members  
TANTIA CONSTRUCTIONS LTD.  
BLOCK DD 30, SECTOR 1, SALT LAKE CITY  
7<sup>TH</sup> FLOOR, KOLKATA – 700064

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. Our examination was limited to the verification of procedures on test basis.
6. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
8. We have conducted our Audit remotely, based on the records and information made available to us through electronic platform by the Company.

**For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020**

**Place : Kolkata  
Date : May 4, 2022**

**[M R Goenka]  
Partner  
C P No.:2551  
UDIN: F004515D000267811**

**ANNEXURE III TO THE DIRECTOR'S REPORT (Contd.)****Form AOC 1**

*(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of financial statement of Subsidiaries/Associate Companies/ Joint Ventures*

**Part A: Subsidiaries**

In ₹

Particulars	1	2
<b>Name of the subsidiary</b>	<b>Tantia Infrastructure Private Limited</b>	<b>Tantia Raxaultollway Private Limited</b>
<b>Reporting period for the subsidiary concerned, if different from holding company's reporting period</b>	31-03-2020	31-03-2019
<b>Reporting currency and Exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries</b>	INR	INR
<b>Share Capital</b>	1,00,00,000.00	5,09,20,000.00
<b>Reserves &amp; Surplus</b>	(65,60,52,383.00)	2,46,60,43,064.00
<b>Total Assets</b>	1,73,55,25,945.00	5,47,98,08,601.00
<b>Total Liabilities</b>	2,38,15,78,329.00	2,96,28,45,537.00
<b>Investments</b>	1,11,11,38,540.00	-
<b>Turnover</b>	-	-
<b>Profit before taxation</b>	(39,52,43,745.00)	-
<b>Provision for taxation</b>	-	-
<b>Profit after taxation</b>	(29,27,76,047.00)	-
<b>Proposed Dividend</b>	-	-
<b>% of shareholding</b>	100% in Equity Share Capital of the Company	0.34% is held in Equity Share Capital of the Company by TCL; 99.32% is held in the Equity Shares of the Company by TIPL

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Particulars	1	2	3	4	5
<b>Name of Associates/ Joint Ventures</b>	<b>Tantia Sanjauliparkings Private Limited</b>	<b>RBM-TANTIA (JV)</b>	<b>JMC-TANTIA (JV)</b>	<b>TANTIA-DBC (JV)</b>	<b>TANTIA-SIMPLEX (JV)</b>
1. Latest audited Balance Sheet Date	31-03-2020	31-03-2018	31-03-2020	31-03-2020	31-03-2020
2. Shares of Associate/ Joint Ventures held by the company on the year end		Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.
No. of Shares held	10,00,000 Equity Shares 62,300 Preference Shares	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Amount of Investment in Associates/Joint Venture (In Lacs)	694	101	6.38	0.15	0.071
Extent of Holding %	34.84% in Equity Share Capital of the Company; 83.18% in Preference Share Capital of the Company	99.99%	50%	75%	88.43%

**ANNEXURE III TO THE DIRECTOR'S REPORT (Contd.)**

Particulars	1	2	3	4	5
Name of Associates/ Joint Ventures	Tantia Sanjauliparkings Private Limited	RBM-TANTIA (JV)	JMC-TANTIA (JV)	TANTIA-DBC (JV)	TANTIA-SIMPLEX (JV)
3. Description how there is significant influence	Associate	Joint Venture	Joint Venture	Joint Venture	Joint Venture
4. Reason why the associate/joint venture is not consolidated	Not Applicable	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.	Consolidated	Consolidated	Consolidated
5. Net worth attributable to Shareholding as per latest audited Balance Sheet (In Lacs)	6.96	-	10.17	0.15	0.071
6. Profit/Loss for the year (In Lacs)	(51.83)	-	(0.0301)	-	-
Considered in Consolidation(In Lacs)	(51.83)	-	(0.0100)	-	-
Not considered in consolidation (In Lacs)	-	-	(0.0100)	-	-

Particulars	5	6	7	8
Name of Associates/Joint Ventures	TANTIA- BSBK (JV)	IVRCL-TANTIA (JV)	TANTIA-FREYSSINET GILCON (JV)	TANTIA-TBL (JV)
1. Latest audited Balance Sheet Date	31-03-2020	31-03-2020	31-03-2019	31-03-2020
2. Shares of Associate/Joint Ventures held by the company on the year end	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.
No. of Shares held	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Amount of Investment in Associates/Joint Venture (In Lacs)	0.1293	2.33	7.92	0.24
Extent of Holding %	50%	50%	50%	50%
3. Description how there is significant influence	Joint Venture	Joint Venture	Joint Venture	Joint Venture

**ANNEXURE III TO THE DIRECTOR'S REPORT (Contd.)**

Particulars	5	6	7	8
Name of Associates/Joint Ventures	TANTIA- BSBK (JV)	IVRCL-TANTIA (JV)	TANTIA-FREYSSINET GILCON (JV)	TANTIA-TBL (JV)
<b>4. Reason why the associate/joint venture is not consolidated</b>	Consolidated	Consolidated	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.	Consolidated
<b>5. Net worth attributable to Shareholding as per latest audited Balance Sheet (In Lacs)</b>	0.1293	3.93	-	0.24
<b>6. Profit/Loss for the year (In Lacs)</b>	-	(0.0295)	-	(0.0006)
Considered in Consolidation (In Lacs)	-	(0.0295)	-	(0.0006)
Not considered in consolidation (In Lacs)	-	(0.0000)	-	-

Particulars	9	10	11	12
Name of Associates/ Joint Ventures	TANTIA-SPML (JV)	TANTIA-GONDWANA (JV)	TANTIA-CCIL (JV)	TANTIA-SEC (JV)
<b>1. Latest audited Balance Sheet Date</b>	31-03-2020	31-03-2020	31-03-2020	31-03-2018
<b>2. Shares of Associate/Joint Ventures held by the company on the year end</b>	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.
No. of Shares held	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Amount of Investment in Associates/Joint Venture (In Lacs)	2.98	40.72	15.13	48
Extent of Holding%	50%	99.80%	74%	52%
<b>3. Description how there is significant influence</b>	Joint Venture	Joint Venture	Joint Venture	Joint Venture
<b>4. Reason why the associate/joint venture is not consolidated</b>	Consolidated	Consolidated	Consolidated	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.
<b>5. Net worth attributable to Shareholding as per latest audited Balance Sheet (In Lacs)</b>	2.98	40.72	15.13	-
<b>6. Profit/Loss for the year (In Lacs)</b>	-	(5.77)	-	-
Considered in Consolidation	-	(5.77)	-	-
Not considered in consolidation	-	-	-	-



**ANNEXURE III TO THE DIRECTOR'S REPORT (Contd.)**

Particulars	13	14	15	16	17	18
Name of Associates/Joint Ventures	TCL-UTM (JV)	TANTIA-PRESCO (JV)	TANTIA-MPPL (WILO) (JV)	TANTIA-NMTPL (JV)	TANTIA-SOMA(JV)	TANTIA-EDCL (JV)
1. Latest audited Balance Sheet Date	31-03-2018	31-03-2018	31-03-2018	31-03-2020	31-03-2020	31-03-2018
<b>2. Shares of Associate/Joint Ventures held by the company on the year end</b>	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.	Our Company's joint venture is not in form of company, thus it does not have any kind of shares.
No. of Shares held	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Amount of Investment in Associates/Joint Venture (In Lacs)	-	(2.29)	126.66	1.82	.50	-
Extent of Holding %	60%	51%	95%	99.20%	50%	51%
3. Description how there is significant influence	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture
<b>4. Reason why the associate/joint venture is not consolidated</b>	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.	Consolidated	Consolidated	Not Consolidated as the interest in the entity was acquired and held exclusively with a view to its subsequent disposal in the near future. Hence the same was not considered for Consolidation purpose.
5. Net worth attributable to Shareholding as per latest audited Balance Sheet (In Lacs)	-	-	-	1.82	0.49	-
6. Profit/Loss for the year (In Lacs)	-	-	-	-	(0.0006)	-
Considered in Consolidation	-	-	-	-	(0.0006)	-
Not considered in consolidation	-	-	-	-	-	-

# The Company has not received the Balance Sheet for some of the JVs whose Accounts are audited latest as mentioned above.

For and On and behalf of **Tantia Constructions Limited**

Date: May 4, 2022

Tarun Chaturvedi  
(Member of the Monitoring Committee)

Kshitiz Chhawchharia  
(Member of the Monitoring Committee)

Priti Todi  
(Company Secretary)

## **ANNEXURE IV TO THE DIRECTOR'S REPORT (Contd.)**

**Form No. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013  
and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

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

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

Tantia Constructions Limited has not entered in to any contract/arrangement/ transaction with its related parties which is not in ordinary course of business or not at arm's length during the year ended March 31, 2021. The Company has laid down policies and processes/procedures so as to ensure compliance to the subject section in the Companies Act, 2013 and the corresponding Rules.

- (a) Name(s) of the related party and nature of relationship: Not Applicable
- (b) Nature of contracts/arrangements/transactions: Not Applicable
- (c) Duration of the contracts/arrangements/transactions: Not Applicable
- (d) Salient terms of the contracts or arrangements outran sections including the value, if any: Not Applicable
- (e) Justification for entering in to such contracts or arrangements or transactions: Not Applicable
- (f) Date(s) of approval by the Board: Not Applicable
- (g) Amount paid as advances, if any: Not Applicable
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: Not Applicable

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

- (a) Name(s) of the related party and nature of relationship: Not Applicable
- (b) Nature of contracts/arrangements/transactions: Not Applicable
- (c) Duration of the contracts/arrangements/transactions: Not Applicable
- (d) Salient terms of the contracts or arrangements outran sections including the value, if any: Not Applicable
- (e) Date(s) of approval by the Board, if any: Not Applicable
- (f) Amount paid as advances, if any: Not Applicable

The above disclosures on material transactions are based on the principle that transactions with wholly owned subsidiaries are exempt for purpose of section 188(1) of the Act.

For and On and behalf of **Tantia Constructions Limited**

Date: May 4, 2022

Place: Kolkata

Tarun Chaturvedi

(Member of the Monitoring Committee)

Kshitiz Chhawchharia

(Member of the Monitoring Committee)

Priti Todi

(Company Secretary)

## ANNEXURE Va TO THE DIRECTOR'S REPORT

### Particulars of Employees

a) Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The ratio of remuneration of each director to the median remuneration of the employees of the company during the financial year 2020-2021 will not be applicable since no directors were paid any remuneration during the period under review. However, the median remuneration of the Company Secretary of the Company is as under:

Name of Directors & Key Managerial Personnel	Designation	Ratio of Remuneration to Median Remuneration of all employees	Increase /(Decrease) in remuneration over last year
Mr. I. P. Tantia	Chairman & Managing Director	N.A	-
Mr. R. Tantia	Director (Operations)	N.A	-
Ms. P. Todi	Company Secretary	2.11:1	-

- i) The percentage increase in remuneration of each Director, CFO, CEO, Company Secretary or Manager, if any – There was 6% increase in remuneration of the Company Secretary of the Company.
- ii) The percentage increase in median remuneration of the employees in the financial year- There was a increase in the median remuneration of the employees to 13.38% during the year.
- iii) The number of permanent employees on the rolls of the company- The number of employees as on 31st March, 2021 was 133.

Compared to the previous year 2019-2020, the figures of the current year 2020-2021 reflect that:

Gross Turnover has decreased to 25.13% and this year there was a decrease in profit before taxation amounting to Rs.6,232/- Lakhs as compared to profit before taxation amounting to Rs.21,480/- lakhs in the previous year.

- iv) Key parameters for any variable component of remuneration availed by the directors- The Directors are not in receipt of any variable component of remuneration.
- v) The ratio of remuneration of highest paid director to that of the employees who are not directors but receive remuneration in excess of highest paid director during the year- This shall not be applicable since no directors were paid any remuneration during the period under review.
- vi) Affirmation that the remuneration is as per remuneration policy of the company- The remuneration of the Key Managerial Personnel and other employees is in accordance with the Remuneration Policy of the Company provided as annexure to the 'Directors' Report' which forms a part of the Report and Accounts.

**ANNEXURE Vb TO THE DIRECTOR'S REPORT****Information as per Rule 5(2) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

During the year under review there were no employees who were in receipt of remuneration aggregating to ₹ 1,02,00,000/- or more for the year or ₹ 8,50,000/- or more per month for the part of the year. The statement showing the list of top ten employees and their remuneration as on 31st March, 2021;

Sl. No.	Name	Designation	Remuneration Received (per month) (Rs. In Lacs)	Qualification	Date of Appointment	Age (in years)	The last employment held by such employee before joining the Company	The percentage of equity shares held by the employees in the Company within meaning of clause (III) of sub rule (2) above	Whether such employee is a relative of any other director or manager of the company
1	Banwari Lal Ajitsaria	Sr. Vice President	4,24,000/-	B. Com.	15th March, 1975	66	N.A.	N.A.	N.A.
2	Bindeswari Prasad Singh	G.M (Projects)	1,59,000/-	B.E (Civil)	1st April, 2006	55	Hindustan Constructions Limited	N.A.	N.A.
3	A Suresh Kumar	Senior Project Manager	1,21,900/-	BE (Civil), M.B.A (System & Marketing)	15 <sup>th</sup> July, 2004	39	N.A.	N.A.	N.A.
4	Sudip Kumar Sarkar	DGM- Project	1,16,600/-	BE (Civil), M.B.A (System & Marketing)	2nd December, 1996	50	N.A.	N.A.	N.A.
5	Raunak Ahuja	Senior Manager- Finance	1,00,000/-	B.Com. C.A.	20 <sup>th</sup> October, 2021	28	Promaynov Consultancy	N.A.	N.A.
6	Prahalad Rai Sharma	G.M (Projects)	94,477/-	B.com	23 <sup>rd</sup> June, 1978	63	N.A.	N.A.	N.A.
7	Alok Narayan Singh	Project Manager	93,280/-	B.com	3 <sup>rd</sup> July, 1991	50	N.A.	N.A.	N.A.
8	Monomita Basu Sarker	Senior Manager – Tender & Co-ordination	80,000/-	B.E. (Civil)	1 <sup>st</sup> February, 2021	37	Simplex Infrastructures Ltd.	N.A.	N.A.
9	Ashokesh Biswas	Sr. Manager (P & M)	73,140/-	D.M.E.	1 <sup>st</sup> September, 2018	50	T-RMC Pvt. Ltd.	N.A.	N.A.
10	Atantu Chakraborty	Dy. GM (Projects)	62,011/-	ITI	1 <sup>st</sup> July, 2006	48	M/s P.K. & Associates Pvt. Ltd	N.A.	N.A.

**ANNEXURE VI TO THE DIRECTOR'S REPORT (Contd.)****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**  
[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]**A. CONSERVATION OF ENERGY**

(i)	the steps taken or impact on conservation of energy	Nil
(ii)	the steps taken by the company for utilizing alternate sources of energy	
(iii)	the capital investment on energy conservation equipment	

**B. TECHNOLOGY ABSORPTION**

(i)	the efforts made towards technology absorption	Not applicable
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	Not applicable
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	Not applicable
	the details of technology imported	Not applicable
	the year of import	Not applicable
	whether the technology has been fully absorbed	Not applicable
	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not applicable
(iv)	the expenditure incurred on Research and Development	Not applicable

The expenditure incurred on Research and Development

Particulars	2020-2021	2019-2020
a. Capital	The Company has not undertaken any activity relating to research and development during the year under review.	The Company has not undertaken any activity relating to research and development during the year under review.
b. Recurring (Gross)		
c. Total		
d. Total R & D expenditure as a percentage of total turnover (%)		

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

(₹ in Lakhs)

Particulars	2020-2021	2019-2020
Foreign Exchange Earnings	-	-
Foreign Exchange Outgo	-	-

## **ANNEXURE VII TO THE DIRECTOR'S REPORT (Contd.)**

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT- F.Y. 2020-2021**

Tantia Constructions Limited (hereinafter referred to as “TCL” or “Your Company”), is a world-class Infrastructure Services Company, operating across the infrastructure lifecycle with strong positions in major markets. As a pre-eminent Indian Infrastructure Company, established over five decades ago, your Company strongly anchored itself to India's development effort over the past few years.

The Hon'ble National Company Law Tribunal, Kolkata Bench, (hereinafter referred to as “the Hon'ble NCLT” or the “Adjudicating Authority”) vide its order dated March 13, 2019 (hereinafter referred to as the “Insolvency Commencement Date”), initiated Corporate Insolvency Resolution Process (hereinafter referred to as “CIR Process”) of your Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as “the Code”). Pursuant to the Order passed on March 13, 2019, Mr. Kshitiz Chhawchharia was appointed as the Interim Resolution Professional (hereinafter referred to as the “IRP”) to manage the affairs of the Company, and was subsequently confirmed as the Resolution Professional (hereinafter referred to as the “RP”) by the Committee of Creditors (hereinafter referred to as the “CoC”) via e-voting conducted in the first meeting of the CoC, which concluded on April 18, 2019, to carry out the CIR Process for the Company.

On February 24, 2020, the Hon'ble NCLT approved the Resolution Plan (hereinafter referred to as the “Approved Resolution Plan”) submitted for your Company by the consortium of EDCL Infrastructure Limited (hereinafter referred to as “EDCL Infra”) and Upendra Singh Construction Private Limited (hereinafter referred to as “USCPL”) (hereinafter EDCL Infra together with USCPL, is referred to as the “Consortium” or the “Successful Resolution Applicants” or the “RA”).

In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the “MC”) has been constituted comprising of seven members- three representatives from the Financial Creditors (as decided by the CoC), three representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional- to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicants.

During the year under review, this Monitoring Committee has been entrusted with the management of the affairs of your Company.

### **1. ECONOMIC OVERVIEW**

#### **1.1. Global Economic Overview**

The world has endured a year of the unexpected onslaught by the novel COVID-19 virus - SARS-CoV-2 - first identified in Wuhan city of China in December 2019. The pattern and trends in spread of the virus across major countries showed that confirmed cases spread exponentially once community transmission began. Understanding the disease dynamics posed challenges as a large fraction of affected people were asymptomatic but were potentially contributing to the spread of the pandemic.

As per the report issued by the International Monetary Funds in April, 2021, global prospects remain highly uncertain one year into the pandemic. Economic recoveries are diverging across countries and sectors, reflecting variation in pandemic-induced disruptions and the extent of policy support. Social distancing, vaccinations, and treatments have helped slow the progress of the virus and saved lives. At the same time, the crisis has laid bare large differences in countries' capacity to support their population, especially the most vulnerable. The measured pandemic death toll (more than 2½ million people worldwide), excess mortality from other causes on account of delayed care, and elevated unemployment have imposed extreme social strains worldwide. Vaccination has begun in most countries, holding promise of eventual reductions in the severity and frequency of infections. Coverage varies considerably so far, and countries are expected to achieve widespread inoculation at different times. Second and third infection waves have necessitated renewed restrictions in many countries since the October 2020 World Economic Outlook (WEO) forecast. This stop-go rhythm means that recovery is uneven and far from complete. Although GDP, in general, recovered stronger than expected in the second half of 2020, it remains significantly below pre-pandemic trends in most countries. Moreover, high-frequency indicators suggest a softening of momentum in some sectors in early 2021.

Across countries, the recovery has been shaped by the path of the pandemic, curbs to mobility imposed to contain its progress, and policy actions. Output losses have been particularly large for countries that rely on tourism and

## ANNEXURE VII TO THE DIRECTOR'S REPORT

commodity exports and for those with limited policy space to respond. Many of these countries entered the crisis in a precarious fiscal situation and with less capacity to mount major health care policy responses, forcing stricter lockdowns to contain the spread of the virus. Factors such as the proportion of “teleworkable” jobs, share of employment in small and medium enterprises, depth of capital markets, size of the informal sector, and quality of and access to digital infrastructure also played roles—in both the downturn and the speed of the recovery. Such differences may, in turn, lead to lasting divergences across countries if the pandemic is not beaten back universally.

Strong demand for products that support working from home and the release of pent-up demand for durable goods more generally (especially automobiles) have been key factors behind the global recovery since the second half of 2020. Following a short-lived and synchronized collapse, industrial production has returned to pre-pandemic levels. Consumption of contact-intensive services has remained depressed, however, as the reopening of many economies in May–June—which led to a surprise rebound in the third quarter of 2020—also triggered a second wave of infections and further curbs to mobility in the closing months of 2020. Travel, the arts, entertainment, sports, hospitality, and brick-and-mortar retail have operated at a fraction of their capacity since the beginning of the pandemic and will not see a substantial rebound before the pandemic is brought under control. International trade in goods has shown similar patterns. Merchandise trade volumes have returned to pre-pandemic levels. Cross-border trade in services remains subdued.

The labour market recovery is also incomplete, with still-elevated unemployment and underemployment. Despite extraordinary policy support (including job retention programs and wage subsidies), unemployment rates have risen by about 1½ percentage points above their pre-pandemic averages in both advanced and emerging market and developing economies. Labour force participation has also dropped. Moreover, the true amount of slack may be even larger than these indicators suggest as many countries have introduced or expanded jobs retention programs.

In contrast with the labour and product markets, notwithstanding recent volatility, asset markets have powered ahead, lifted by policy stimulus and expectations of a vaccine-driven normalization later this year. At the same time, fiscal authorities channelled relief to households and firms through transfers, wage subsidies, and liquidity support. These actions supplemented other aspects of the safety net, such as unemployment insurance and nutrition assistance.

Financial regulators in many countries facilitated continued credit provision with a range of measures which included easing classification guidelines for nonperforming loans, relaxing provisioning requirements for banks, reducing risk weights on loans backed by public guarantees, introducing moratoriums on bankruptcy proceedings, and flexibility regarding bank capital requirements reducing macro prudential buffers, clarifying how breaches of capital buffers would be treated. Financial conditions have been broadly supportive. Exchange rate movements have reflected these shifts in risk sentiment; most emerging market currencies and those of commodity exporters have appreciated, while the US dollar has depreciated since last April. All these developments helped limit amplification of the shock.

Much work remains to achieve a complete recovery. High uncertainty surrounds the global outlook. Beyond the usual set of idiosyncratic shocks that normally beset all forecasting exercises, future developments will depend on the path of the pandemic, policy actions, the evolution of financial conditions and commodity prices, and the capacity of the economy to adjust to health-related impediments to activity. The ebb and flow of these drivers and their interaction with country-specific characteristics will determine the pace of the recovery and the extent of medium-term scarring.

### 1.2. Indian Economic Overview

The Covid-19 pandemic engendered a once-in-a-century global crisis in 2020, threatening all that was taken for granted—mobility, safety, and a normal life itself. This, in turn, posed the most formidable economic challenge to India and to the world in a century.

Faced with unprecedented uncertainty at the onset of the pandemic, India focused on saving lives and livelihoods by its willingness to take short-term pain for long-term gain. India's response stemmed from the humane principle that while GDP growth will recover from the temporary shock caused by an intense lockdown, human lives that

## ANNEXURE VII TO THE DIRECTOR'S REPORT (Contd.)

are lost cannot be brought back. After the September peak, India has been unique in experiencing declining daily cases despite increasing mobility. While the lockdown resulted in a 23.9 per cent contraction in GDP in Q1, the recovery has been a V-shaped one as seen in the 7.5 per cent decline in Q2 and the recovery across all key economic indicators.

Unlike previous crises, the Covid pandemic affects both demand and supply. India was the only country to announce a slew of structural reforms to expand supply in the medium to long term and avoid long-term damage to productive capacities. On the demand side, India's policies have been calibrated to ensure that the accelerator is slowly pushed down only when while the brakes are being removed on economic activities. A public investment programme centred around the National Infrastructure Pipeline is likely to accelerate the demand push and further the recovery. The upturn in the economy while avoiding a second wave of infections makes India a *sui generis* case in strategic policymaking amidst a once-in-a-century pandemic.

During FY 2020-21, while the agricultural sector posted a growth of 3%, the industrial sector contracted by 7.4% and the services sector was hit the hardest with a decline of 8.4%. As a result, consumption expenditure declined 7.1% while Gross Fixed Capital Formation contracted 12.4%. A decline in global commodity prices helped contain inflation, with Consumer Price Index inflation rising 6.18% and Wholesale Price Index inflation rising 1.2% during the year.

A number of policy reforms have been undertaken and carried out by the government to boost infrastructure development. The Earnest Money Deposit (EMD) and performance security on government and public sector lenders has been relaxed for both existing and new contracts from the Centre and PSEs, leading to lower working capital requirements. Funding requirements will also ease due to EMD relaxation for new tenders, thus improving execution capabilities of companies. To boost the liquidity of contractors, their payments have been fast tracked. The sector is highly responsible for propelling India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Infrastructure sector includes power, bridges, dams, roads, and urban infrastructure development. Government of India also launched Emergency Credit Line Guarantee Scheme to provide much needed relief to stressed sectors by helping entities sustain employment and meet liabilities.

### 2. INDIA'S INFRASTRUCTURE SECTOR

The Infrastructure sector is a key driver of the Indian economy and contributes to India's overall development. The sector, accordingly, receives focused attention and resource allocation from both Central and State Governments. FY 2020-21 started with the nationwide lockdown due to the Covid-19 pandemic which had stalled all economic activities during the first quarter of the year. The lockdown took a heavy toll on the economy, with up to two-thirds of activity either shut or working at reduced capacity. Post the lockdown, businesses took various steps to bring back labour and materials to site. Gradually, the operations at sites picked up, and by the second quarter of the year, there was improved labour presence at sites and work progress. Adequate precautions were taken to curtail the spread of the virus by following the social distancing norms, proper sanitisation and by restricting physical movement.

Despite the Covid-19 pandemic, in FY 2020-21, both contract awards and construction activities were robust. Tenders of Rs. 7.8 lakh crore were floated in FY 2020-21, higher by 50% Y-o-Y. The FY 2020-21 saw cumulative awards of Rs. 3.5 lakh crore. Several large-ticket projects were tendered, some of which were also awarded, viz. expressways, metro and defence. The slew of other relief measures undertaken by the Central Government – including relaxation on EMD (Earnest Money Deposit) and performance security, relaxation of bidding eligibility criterion and increased frequency of payments for on-going contracts, relief for contractors/developers under the Atmanirbhar Bharat Scheme – has aided the growth of construction players.

MoRTH constructed a record total length of 13,394 km of national highway, translating into 37kms/day of highway construction, whereas in FY 2019-20 it had constructed a total length of 10,236 km. The NHAI awarded/opened bids for projects worth Rs. 1.4 lakh crore and spanning 4,800 km during FY 2020-21.

The Government has extended its Rs. 111 lakh crore National Infrastructure Pipeline (NIP) to cover more projects by 2025, in an effort to kick-start the economy. The NIP, which was launched with 6,835 projects, has now expanded to 7,400 projects.



## ANNEXURE VII TO THE DIRECTOR'S REPORT

The National Bank for Financing Infrastructure and Development Bill has already been passed by both Houses of the Parliament, paving the way for the creation of a development finance institution (DFI). The proposed DFI is expected to raise low-cost funds for long-term infrastructure financing to the tune of R 5 lakh crore over the next three years, leveraging with an initial equity capital of Rs. 20,000 crore.

The Union Budget 2021 has an unprecedented increase in capital expenditure allocation for FY 2021-22 by 34.5% to Rs. 5.5 lakh crore to push growth through infrastructure investment. Key growth areas like Railways, Highways, Metros, Transmission & Distribution and Water (Jal Jeevan Mission) have witnessed a significant rise in allocations.

The public transportation system has received a lot of focus in the budget, with increased allocation to major ongoing metro projects and proposed plans of deploying two new technologies, i.e. 'MetroLite' and 'MetroNeo' in Tier-2 cities and the peripheral areas of Tier-1 cities.

The Union Budget 2021 allocated Rs. 3.05 lakh crore for a revamped reform scheme for cash-starved power Discoms, to be released over five years. The increase in allocation for infrastructure will boost the power sector overall. It will help in upgrading the country's Transmission & Distribution network and build on grid connectivity to ensure efficient evacuation of solar energy, particularly the ambitious Green Energy Corridor scheme.

For the renewables power sector, the budgetary measures support the ambitious energy transition announced by the Prime Minister, including the renewable energy target of 450 GW by 2030.

Furthermore, the asset monetisation programme was one of the other highlights of the Budget. A National Monetisation Pipeline is proposed to be set up for brownfield infra investment and monetising public infrastructure investments. Several measures have been rolled out in the direction of monetisation. It has been proposed that NHA and PGCIL sponsor InvIT to attract foreign and domestic investors. There are proposed plans of monetisation of the Dedicated Freight Corridor and other infrastructure assets of the Railways. The privatisation of airports, oil and gas pipelines, warehousing assets under CPSE shall further contribute to the monetisation plan. SPVs shall be set up to monetise the land assets of various PSUs and CPSEs.

### 4. COMPANY'S BUSINESS OVERVIEW

Pursuant to the order passed by the Hon'ble NCLT, on February 24, 2020, as stated above, a Monitoring Committee has been constituted comprising of seven members- three representatives from the Financial Creditors (as decided by the CoC), three representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional- to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicants.

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceasing to exist since the approval of Resolution Plan on February 24, 2020 of your company is currently being monitored by the above stated Monitoring Committee. Your company started its operations with projects in the railways segment and extended its activities to other infrastructure segments along with production of Ready Mix Concrete (RMC), over a period of few years. Your Company continues to operate in its existing markets whilst exploring avenues and opportunities for further diversification. The outbreak of the Coronavirus (COVID-19) pandemic and subsequent lockdown restrictions weighed on the Company's results last year. Like many other sectors, the construction sector also faced the brunt of the pandemic.

### 5. QUALITY CONTROL

Your Company maintains a robust quality control system based on the result of the experience of its founders and the priorities placed by the management evolved to meet day-to-day needs as well as, size and operational necessities. Your Company is among the first in India to be accredited with the ISO 9001:2000 from DNV, the Netherlands in 2001, which was further upgraded as ISO 9001:2008 in the year 2010.

### 6. RISKS AND CONCERNS

Amid COVID-19, the construction industry has been hit hard and is being challenged by many obstacles regarding

## **ANNEXURE VII TO THE DIRECTOR'S REPORT (Contd.)**

contractual obligations, availability of resources, deliverables, health and safety measures, and project delays or cancellations. The perception of change regarding schedule impacts will significantly affect the lodging, international and commercial construction sectors. Owing to the nature of the Industry your Company operates in, it is exposed to a variety of risk factors which are broadly categorized into Financial, Technical, Marketing, Legal and Policy & Political.

Further, with respect to the current Government which has set the ball rolling with several announcements to reform the sector and boost investor sentiments, some challenges remain to be addressed to sustain the growth trajectory.

- The increasing backlog of infrastructure projects, mounting losses due to delays and cost overruns could slow momentum.
- Factors such as delays in land acquisition and environmental clearances, capacity constraints, weak project management, and dependency on human labour need immediate attention.
- In real estate and construction, financing, changes in government regulations, foreign direct investments, approval processes, environment clearances and legal hassles & proceedings affect the execution project, and lead to significant cost overrun.
- In the EPC business, delay in projects execution, stall of projects due to non-payment by developers, steep cost escalation in inputs affect the execution of projects, resulting in significant cost overrun.

### **7. SWOT ANALYSIS**

#### **Strengths**

- Geographical spread of operations in India allows proximity to a large and diversified customer base
- Skilled, experienced and diversified workforce with proved credentials
- Well established brand recognition and goodwill owing to innovative marketing strategies.

#### **Weaknesses**

- Bureaucracy causing delay in approvals and change in policies
- Low entry barriers in the industry causing several unorganized regional players
- Cautious approach of Banks and low exposure in Infrastructure Sector
- Rising input costs for cement, steel and other construction materials
- Longer working capital cycle
- Delays in obtaining environmental clearances, land acquisitions and rehabilitation
- Stagnant and low construction margins

#### **Opportunities**

Basis its strengths and effective Government initiatives towards development of Indian Infrastructure, your Company is realistically optimistic and finds immense opportunity in acquiring new orders for construction of roads, bridges, water treatment system etc.

#### **Threats**

- Political Instability
- Wars
- Terrorism
- Multinational conflicts
- Natural disasters
- Fuel shortages and their prices;
- Heavy fluctuation in prices of steel and cement

## ANNEXURE VII TO THE DIRECTOR'S REPORT

### 8. STRATEGY AND OUTLOOK

The Indian Infrastructure Sector has the potential to generate upto US\$5 trillion in annual revenue by 2025, create additional jobs and contribute over to India's GDP. Increased urbanisation is firmly placed in the centre of this progress. As per World Bank study, by 2031, some 600 million people are expected to live in India's cities. Therefore, construction houses are slated to be one of the greatest contributors to this futuristic plan.

A revival of the economy post-demonetization and implementation of GST are putting the country back on track. Your Company is looking to be the major beneficiary for the increased infrastructure spending on roads, airports and expected high GDP. Sustained increase in infrastructure is expected to be one of the crucial factors for sustaining strong growth during the current decade. Significant investment in physical infrastructure will also lead to increased production efficiency, reduction in cost of doing business and improved standard of living. Builders' Association of India, in association with the government as well as private bodies, has taken up training of construction workers. The outlook for the construction sector is very positive with the government ready to mobilize US\$1 trillion investment plan over the next five years.

#### Government Initiatives

The government of India announced larger outlays for infrastructure development. The government announced Rs. 1.1 Lakh Crore for the Indian Railways to improve infrastructure, Rs. 1.07 Lakh Crore allocated towards capital expenditure, a growth opportunity for the company.

#### Road Ahead

The rapidly globalizing world is opening up newer avenues for the Infrastructure industry, especially while it makes a shift towards more efficient, safe and reliable modes of operation. Over the next decade, this will lead to newer verticals and opportunities for infrastructure development companies.

#### TCL-Way Forward

TCL aims to be equipped for adding to the developments in the Infrastructure Industry. Your Company strives to enhance its core business by aligning with the changing times and the demands of its customers, most of them being market leaders in the respective industry segments. Your Company continues to adapt and structure its business in a way so as to be able to capitalise its growth opportunities from other future growth areas, with an aim at diversifying its customer base; ensure efficient conversion of the Order Book into healthy margins through execution, operational excellence and digitalisation initiatives; manage financial resources for the growth of the business and strong financial health to facilitate access to capital markets as and when required; incubate new business to tap future growth opportunities; engage with start-ups to access innovations to enhance capabilities and develop new offerings; focus on businesses contributing to environment sustainability and thrust on opportunities linked to achieving the Sustainable Development Goals, like access to clean water for everyone, reduction in consumption of virgin material in construction, energy efficient solutions, etc.

Your Company has a well laid out plan to meet its goals, which includes:

- Maintaining adequate liquidity on the Balance Sheet to exploit growth opportunities and fund emerging and high growth businesses
- Prudent allocation of resources (Capex and Working Capital) to fund growth in different businesses. Financial resources are monitored and directed at a central level with mandates for control at a local level
- Attracting and retaining a robust and thriving talent pool through employee engagement programmes, monetary and non-monetary incentives, leadership development initiatives, offering professional development opportunities and fostering a conducive organisation climate. Your Company has evolved a series of structured HR policies to enable this resource allocation
- Long-term lasting engagements with labour sub-contractors to ensure a steady augmentation of resources at project sites
- Long-term engagement with vendors of services, materials and equipment to provide adequate resources for business growth in various business verticals

**ANNEXURE VII TO THE DIRECTOR'S REPORT (Contd.)**

- Maintaining strong financial health to facilitate raising of resources from Capital Markets as and when required
- Ensuring judicious allocation of manpower and monetary resources to company-wide sustainability and growth initiatives such as CSR, Digitalisation and operational excellence programs

**9. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceasing to exist since the approval of Resolution Plan on February 24, 2020 your Company is currently being monitored by the Monitoring Committee. It has an adequate system of internal controls in place. It has documented policies and procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, protecting the assets from unauthorised use or losses, compliances with regulations. Your Company has continued its efforts to align all its processes and controls with global best practices. The effectiveness of your Company's internal controls are reviewed periodically with a view to obviating material weaknesses.

**10. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

TCL's performance in the last fiscal year is a reflection of the challenges faced by the Company along with the Indian Infrastructure industry and certain other regions internationally. In the Financial Year ending March 31, 2021, the consolidated revenues of your Company including revenue from other income stood at ₹ 10,505 Lakhs.

As of March 31, 2021, your Company had a consolidated liability of ₹ 42,315 Lakhs. The Consolidated Cash and Cash Equivalents stood at ₹ 5,075 Lakhs. The Consolidated EBITDA, before exceptional items, for the Financial Year ended March 31, 2021 stood at ₹ 957 Lakhs. Your Company, during this period remained focused on cost optimization and value enhancement.

The Consolidated Profit after Tax for the Financial Year 2020-2021 stood at ₹ 1574/- Lakhs.

TCL's business operations and affairs after being managed by the RP of your Company, being appointed as IRP vide the Hon'ble NCLT's order dated March 13, 2019, continues to be managed by the MC vide the Adjudicating Authority's order dated February 24, 2020.

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	2020-2021	2019-2020	2020-2021	2019-2020
Total Revenue	15,095.00	17,696.00	10,505.00	17,697.00
Total Expenses	10,180.00	16,365.00	10,223.00	20,319.00
PBT(before exceptional items)	4,915.00	1,331.00	282.00	(2,622.00)
PAT	5,033.00	20,477.00	1,574.00	30,854.00

**11. HUMAN RESOURCES**

Human resource development efforts of your Company are aligned with the industry's best practices. Your Company is an equal opportunity employer, embracing diversity in race, religion, marital status, gender, age, ethnic origin, and physical ability, providing its diverse workforce with a stimulating environment to aid both their personal and professional development. Your Company respects each employee, motivates them and tries to offer opportunities based on the skill sets and in this process builds mutually benefiting relations between the Company and its employees. Strengthening your Company's human capital is, therefore, core to its operations.

**12. STATUTORY COMPLIANCE**

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

## ANNEXURE VII TO THE DIRECTOR'S REPORT

The Company Secretary of your Company ensures compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent it is possible along with compliance of the guidelines on insider trading for prevention of the same.

### 13. CAUTION STATEMENT

*Statements made in the Management Discussion and Analysis Report are only "forward looking statements" based on certain assumptions and expectations of the Company. Your Company's actual performance could differ materially from those expressed/ projected depending upon changes in various factors. Your Company does not assume any responsibility to any change(s) in "forward looking statements", on the basis of subsequent developments, information or events etc. Data, figures and statements are from publicly shared reports and opinions of experts and Infrastructure association and organisations.*

*Important developments that could affect your Company's operations include a downward trend in the domestic Infrastructure industry, competition, rise in input costs, exchange rate fluctuations, and significant changes in the political and economic environment in India, environmental standards, tax laws, litigations and labour relations.*

## **ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

### **CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR 2020-2021**

Corporate governance is a modus operandi of governing a corporate entity which includes a set of systems, procedures and practices which ensure that the Company is managed in the best interest of all corporate stakeholders i.e. shareholders, employees, suppliers, customers and society in general. Fundamentals of Corporate Governance include transparency, accountability, reporting and independence. For accomplishment of the objectives of ensuing fair Corporate Governance, the Government of India has put in place framework based on the stipulations contained under the Companies Act, 2013, SEBI Regulations, Accounting Standards, Secretarial Standards etc.

#### **COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE**

The Company is at the core of corporate governance practice and oversees how the management serves and protects the long-term interests of all the stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure healthy standards of Corporate Governance. However, a company undergoing insolvency resolution process is exempted from the requirement of, amongst others, composition of board of directors, constitution, meetings and terms of reference of the audit committee, constitution, meetings and terms of reference of the nomination and remuneration committee, constitution, meetings and terms of reference of the stakeholders' relationship committee as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**SEBI Listing Regulations**").

This is to apprise the members that pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as "**Adjudicating Authority**"), vide its order dated March 13, 2019, had ordered the commencement of the corporate insolvency resolution process (hereinafter referred to as "**CIR Process**") in respect of your company under the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as the "**Code**"). Thereafter, in accordance with Section 17 of the Code, the powers of the Board stood suspended and Mr. Kshitiz Chhawchharia was appointed as Interim Resolution Professional of the Company who was later confirmed as Resolution Professional of your Company by the Committee of Creditors (hereinafter referred to as the "**CoC**") via e-voting conducted in the first meeting of the CoC, which concluded on April 18, 2019, to carry out the CIR Process for the Company, to manage the affairs of your Company. In compliance with the provisions of Section 134(3) of the Companies Act, 2013, a report containing the details and information as required to be disclosed in the Report on Corporate Governance to the shareholders of your Company is provided hereunder.

On February 24, 2020, the Hon'ble NCLT approved the Resolution Plan (hereinafter referred to as the "**Approved Resolution Plan**") submitted for your Company by the consortium of EDCL Infrastructure Limited (hereinafter referred to as "**EDCL Infra**") and Upendra Singh Construction Private Limited (hereinafter referred to as "**USCPL**") (hereinafter EDCL Infra together with USCPL, is referred to as the "**Consortium**" or the "**Successful Resolution Applicant**" or the "**RA**").

In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "**MC**") has been constituted comprising of seven members- three representatives from the Financial Creditors, three representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional, to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of your Company to the Successful Resolution Applicants.

Members may kindly note that this Monitoring Committee has been in office for the entire period to which this report pertains and that the office of the Resolution Professional ceased to exist since the approval of Resolution Plan, i.e. February 24, 2020.

A report on Compliance with the principles of Corporate Governance as prescribed by the Securities and Exchange Board of India (SEBI) in Chapter VI of the SEBI Listing Regulations is given below:

#### **1. BOARD OF DIRECTORS**

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

***During the year under review, the Monitoring committee has been looking into the affairs of your Company, with the office of the Resolution Professional ceasing to exist, since the approval of Resolution Plan on February 24, 2020, by the Hon'ble NCLT, Kolkata Bench.***

## ANNEXURE VIII TO THE DIRECTOR'S REPORT

### 1.1. Composition of the Board:

The compositions of the Board as on March 31, 2021 are as follows:

Sl. No.	Name of Directors	Category of Directors
1.	Mr. Ishwari Prasad Tantia	Promoter, Executive Director
2.	Mr. Rahul Tantia	Promoter, Executive Director

### 1.2. Board Procedures and Meetings

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceased to exist since the approval of Resolution Plan, on February 24, 2020, the affairs of the Company being managed by the stated Monitoring Committee and in light of the above; no meeting of Board of Directors was held during the year under review.

### 1.3. Disclosure of Relationship between Directors Inter-Se

None of the Directors are related to any other Director on the Board, except for Mr. Rahul Tantia, Director (Operations) cum Chief Financial Officer, who is the son of Mr. Ishwari Prasad Tantia, Chairman and Managing Director of the Company, as defined under Section 2(77) of the Act.

### 1.4. Independent Directors

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceased to exist since the approval of Resolution Plan, on February 24, 2020, the affairs of the Company being managed by the stated Monitoring Committee and in light of the above; the requirement of Independent Director and a women director under the Companies Act, 2013 and the rules framed there under is not maintainable for your Company.

### 1.5. Meetings of Independent Directors

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceased to exist since the approval of Resolution Plan, on February 24, 2020, the affairs of the Company being managed by the stated Monitoring Committee and there were no independent directors in your Company during the year under review.

In light of the above, as the requirement of Independent Director is not maintainable for your Company, no meeting of the Independent Directors was held during the year under review.

### 1.6. Familiarization Programme For Independent Directors

Your Company, had prior to the commencement of CIR Process, implemented a familiarization programme for the Independent Directors to familiarize them with their role, rights and responsibilities as Directors, the working of the Company, nature of the industry in which the Company operates, business model etc., the details of which are explained in the Corporate Governance Report and are also available on the Company's website at [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies)

## **ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

### **1.7. Code of Conduct**

In terms of the provisions of SEBI Listing Regulations, your Company, had prior to the commencement of CIR Process, had laid down a Code of Conduct for all Board Members and Senior Management Personnel of your Company. The said Code of Conduct is available on the website of your Company, [www.tantiagroup.com/Investors Corner /Policies /Code of Conduct](http://www.tantiagroup.com/Investors%20Corner/Policies/Code%20of%20Conduct).

## **2. COMMITTEES OF THE BOARD**

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.*

Your Company, prior to the commencement of the CIR Process, had an Audit Committee, a Nomination and Remuneration Committee, a Stakeholder's Relationship Committee and a Finance Committee, with a Code of Conduct for Principal Executive and Senior Financial Officers of your Company laid down by the Board and also posted on your Company's website, [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

### **2.1. Audit Committee**

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.*

Your Company, prior to the commencement of the CIR Process, had an Audit Committee with a Code of Conduct for Principal Executive and Senior Financial Officers of your Company laid down by the Board and also posted on your Company's website, [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

#### **2.1.1. Composition of Audit Committee**

In light of the above, the requirement of Audit Committee is not maintainable for your Company.

#### **2.1.2. Meeting of Audit Committee**

During the period under review, no meeting of the Audit committee of the Company was held.

#### **2.1.3. Powers of Audit Committee**

The Audit Committee shall have powers, which should include the following:

- To investigate any activity within its terms of reference
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary

#### **2.1.4. Role of Audit Committee**

The role of Audit Committee shall include the following (including the terms of reference)

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- Reviewing with them an agreement, the quarterly financial statements before submission to the Board for approval
- Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice, and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations



## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

to the Board to take up steps in this matter

- Reviewing and monitoring the auditors independence and performance and effectiveness of audit process

### 2.1.5. Review of Information by Audit Committee

The Audit Committee shall mandatorily review the following information

- Management discussion and analysis of financial condition and results of operations
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management
- Management letters/ letters of internal control weaknesses issued by the statutory auditors
- Internal audit reports relating to internal control weaknesses and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee

### 2.1.6. Terms of Reference of the Committee, inter-alia, includes the following

The terms of reference of the audit committee are broadly as under:

- Recommendation for appointment, remuneration and terms of appointment of auditors of the company
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors
- Reviewing with the management the annual financial statements and Auditor's report thereon before submission to the Board for approval, with particular reference to:
  - o Matters required being included in the Directors' Responsibility Statement to be included in the Directors' Report in terms of Clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013
  - o Changes, if any, in accounting policies and practices and reasons for the same
  - o Major accounting entries involving estimates based on the exercise of judgment by management
  - o Significant adjustments made in the financial statements arising out of audit findings
  - o Compliance with listing and other legal requirements relating to financial statements
  - o Disclosure of any related party transactions
  - o Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
- Review and monitor the Auditor's independence and performance and effectiveness of the audit process
- Approval or any subsequent modification of transactions of the Company with related parties
- Scrutiny of inter-corporate loans and investments
- Valuation of undertakings or assets of the Company, wherever it is necessary
- Evaluation of internal financial controls and risk management systems
- Reviewing with the management performance of statutory and internal auditors and adequacy of the internal control systems
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department
- Staffing and seniority of the official heading the department reporting structure coverage and frequency of internal audit
- Discussions with internal auditors of any significant findings and follow up there on

## **ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

- Reviewing the findings of any internal investigations by the internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- Look into the reasons for substantial defaults in the payment to the depositories, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- Review the functioning of the Whistle Blower mechanism
- Approval of appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee
- Approval or any subsequent modification of transactions of the Company with related parties
- The audit committee invites executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the secretary to the audit committee

### **2.2. NOMINATION AND REMUNERATION COMMITTEE**

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

Your Company, prior to the commencement of the CIR Process, had a Nomination and Remuneration Committee with a Code of Conduct for Principal Executive and Senior Financial Officers of your Company laid down by the Board and also posted on your Company's website, [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

#### **2.2.1. Composition of Nomination and Remuneration Committee**

***There were no independent directors in your Company during the year under review.***

In light of the above, as the requirement of Nomination and Remuneration Committee is not maintainable for your Company, no meeting of the Nomination and Remuneration Committee was held during the year under review.

#### **2.2.2. Terms of Reference of the Committee, *inter-alia*, include the following:**

- Identification of persons who are qualified to become Directors and/or who may be appointed in senior management
- Formulation of criteria for evaluation of Independent Director and the Board
- Formulation of criteria for determining qualifications, positive attributes and independence of a Director
- Recommendation to the Board, a remuneration policy for the Directors, KMP and other employees. While formulating the policy, it shall ensure that:
  - o The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully
  - o Relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
  - o Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

- Identify persons who are qualified to become Directors (including Independent 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
- Whilst recommending appointment of Executive Directors, a balance between functional and business unit representatives may be considered
- Carry out evaluation of every director's performance including review of remuneration of CEOs of certain significant subsidiaries
- Take steps to refresh the composition of the Board from time to time

### 2.2.3. Performance Evaluation Criteria for Independent Director

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

Your Company, prior to the commencement of the CIR Process, laid down policy to evaluate performance of Independent Director and the said policy is also posted on your Company's website, [www.tantiagroup.com/Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

### 2.2.4. Remuneration Policy

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. The remuneration of the Company Secretary and Senior Management Personnel's of the Company is reviewed and recommended by the Committee, based on criteria such as industry benchmarks, the Company's performance visa-visa the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organizations. The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration. Remuneration of employees largely consists of basic remuneration, perquisites, allowances and performance incentives. The components of the total remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their individual performances, etc. The annual variable pay of senior managers is linked to the Company's performance in general and their individual performance for the relevant year is measured against specific major performance areas which are closely aligned to the Company's objectives. The Company does not have any Employee Stock Option Scheme.

***During the year under review, in terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The office of the Resolution Professional ceased to exist since the approval of Resolution Plan, on February 24, 2020, the affairs of the Company being managed by the stated Monitoring Committee.

The details of the remuneration paid for the period ended March 31, 2021 are given below: -

Non-Executive Independent Directors: N.A.

Managing Director/Whole Time Director and Executive Director: NIL

- Remuneration includes salary, Bonus, Contribution to Provident Fund and all other perquisites taxable or non-taxable
- Appointment is contractual
- Information about qualification is based on particulars furnished by the employee

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

- The above employee does not hold himself or along with his spouse and dependent children 2% or more of equity shares of the Company
- The tenure of office of the Managing Director/ Whole-time Director is of five years from their respective dates of appointments and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees

**2.3. STAKEHOLDERS' RELATIONSHIP COMMITTEE**

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.*

Your Company, prior to the commencement of the CIR Process, had a Stakeholders' Relationship Committee constituted to rationalize all employees' related issues, while adhering to the requirements of the provisions stated in section 178 of the Act, Regulation 19 of SEBI Listing Regulations, Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014, as amended from time to time.

**2.3.1. Composition and Size**

There were no independent directors in your Company during the year under review.

In light of the above, as the requirement of Stakeholders Relationship Committee is not maintainable for your Company, no meeting of the Stakeholders Relationship Committee was held during the year under review.

- 2.3.2.** Your Company had prior to the commencement of CIR Process, implemented a code of internal procedures and conduct for prevention of insider trading in the shares of the Company, pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, also available on your Company's website, [www.tantiagroup.com/ Investor's Corner/ Policies](http://www.tantiagroup.com/Investor's%20Corner/Policies).

- 2.3.3.** The Monitoring Committee has designated the Company Secretary as the Compliance Officer:

**Name, Designation and Address of the Compliance Officer: Priti Todt**

Company Secretary  
Tantia Constructions Limited  
Address: Block DD-30, Sector-1  
Saltlake, Kolkata- 700064  
West Bengal, India

- 2.3.4. Details of investor complaints received and redressed during the period under review are as follows:**

Number of complaints pending on April 1, 2020	Nil
Number of complaints received during the year	Nil
Number of complaints redressed during the year	Nil
Number of complaints pending on March 31, 2021	Nil

**2.4. FINANCE COMMITTEE**

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.*

Your company, prior to the commencement of the CIR Process, had a Finance Committee to assist the Board of Directors in fulfilling its oversight responsibilities with respect to the monitoring and oversight of the Corporation's financial resources and strategies.

## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

### 2.4.1. Terms of Reference of the Finance Committee, *inter alia*, include the following:

- Review the Company's financial policies, risk assessment and minimization procedures, strategies and capital structure, working capital and cash flow management, and make such reports and recommendations to the Board with respect thereto, as it may deem advisable
- Review banking arrangements and cash management
- Exercise all powers to borrow money (otherwise than by issue of debentures) within limits approved by the Board, and take necessary actions connected therewith, including refinancing for optimization of borrowing costs
- General corporate purposes, including working capital requirements and possible strategic investments within limits approved by the Board
- Approve opening/modifications/closure of bank accounts from time to time
- Carry out any other function as may be delegated by the Board of Directors from time to time
- Other transactions or financial issues that the Board may desire to have them reviewed by the Finance Committee
- Delegate authorities to Executives and/or other Authorised Representatives to implement the decisions of the Committee
- Review regularly and make recommendations about changes to the charter of the Committee

### 3. REMUNERATION PAID TO DIRECTORS

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.*

During the year under review, your Company had two Executive Directors with their power suspended and no Independent, Non-Executive Directors.

Prior to the commencement of CIR Process, recommendation of the Nomination and Remuneration Committee, subject to approval of the shareholders at the General Meeting and that of the Central Government and such other authorities as may be necessary.

#### 3.1. Details of Remuneration paid to each of the Director(s) for the year ended March 31, 2021 is given in the table below:

Name of Director(s)	Salary and other benefits				Sitting fees Board Meeting(s)/ Committee Meeting(s)	Stock Option, if any (No.)
	Salary (including House Rent Allowance)	Commission	Contribution to Provident Fund	Other Perquisites		
Mr. I. P. Tantia	-	-	-	-	-	-
Mr. R. Tantia	-	-	-	-	-	-

(Rs. in Lakhs)

#### 3.2. Details of shareholding of Directors as on March 31, 2021

During the period under review, your Company had two Executive Directors. The shareholdings of the Executive Directors are as follows:

Sl. No.	Name of Director	No. of shares held	Percentage of holding (%)
1.	Mr. I. P. Tantia	9,48,976	3.30
2.	Mr. R. Tantia	35,73,359	12.43

There were no Independent, Non-Executive Directors in the Company and hence none of the Independent, Non executive Directors holds any shares of the Company.

## **ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

### **4. SUBSIDIARY COMPANIES**

The financials of the subsidiary companies viz. M/s. Tantia Infrastructure Private Limited, M/s. Tantia Raxaultollway Private Limited, a subsidiary of Tantia Infrastructure Private Ltd have been duly reviewed by the Monitoring Committee. The Company does not have any material non-listed Indian Subsidiary Company, hence it is not required to have an Independent Director in the company on the board of such subsidiary company as stated in Regulation 24 of SEBI Listing Regulations, 2015.

Your Company, prior to the commencement of CIR Process, as a majority stockholder, nominated its representatives on the Boards of Subsidiary Company (ies) to monitor the performance of such Company (ies) inter-alia, by the following means:

- Financial Statements, in particular the investments made by the unlisted Subsidiary Companies, were reviewed quarterly by the Audit Committee of your Company.
- All minutes of the meetings of the unlisted Subsidiary Company were placed before your Company's Board regularly
- A statement containing all significant transactions and arrangements entered into by the unlisted Subsidiary Company were placed before your Company's Board

***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

Your company, prior to the commencement of CIR Process, had implemented a policy for determining its material subsidiary and the details of such policies are available on the Company's website, [www.tantiagroup.com/Investors Corner /Policies / Policy](http://www.tantiagroup.com/Investors%20Corner/Policies/Policy) for Determining Material Subsidiaries.

Details of Subsidiaries in form AOC- 1 attached to the Director's Report may be referred to.

### **5. DISCLOSURES**

#### **5.1. Related Party Transactions**

Your company, prior to the commencement of CIR Process, had in implementation a policy for determining the material Related Party Transactions and the details of such policies are available on the Company's website, [www.tantiagroup.com/Investors Corner /Policies /Policy](http://www.tantiagroup.com/Investors%20Corner/Policies/Policy) of Related Party Transactions.

Details of related party transactions entered into by the Company are included in the Notes to Accounts. Individual transactions with related parties are in the normal course of business on an arm's length basis and do not have potential conflict with the interests of the Company at large.

A statement in summary form of transactions with related party in the ordinary course of business is placed periodically before the Monitoring Committee ***In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31st, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.***

The Company did not have any materially significant Related Party Transactions which may have a potential conflict with the interests of the Company. Details of Related Party Transactions in form AOC-2 attached to the Director's Report may be referred to for further details.

#### **5.2. Accounting Treatment**

The Ministry of Corporate Affairs (MCA), vide its notification in the Official Gazette dated February 16, 2015, notified the Indian Accounting Standards (IND-AS) applicable to certain class of companies including your Company. In pursuance of this notification, the Company including its subsidiaries, associates and joint ventures

## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

have adopted IND-AS with effect from April 1, 2017, with a transition date of April 1, 2016. In the preparation of financial statements for the period ended on March 31, 2021; there was no treatment different from that prescribed in an accounting standard that had been followed.

### 5.3. Management

As part of the Director's Report or as an addition thereto, a Management Discussion and Analysis Report forms part of the Annual Report to the shareholders. This Management Discussion & Analysis Report includes discussion on the following matters within the limits set by the Company's competitive position:

- Economic Overview
- Company's Business Overview
- Quality Control
- Risks and Concerns
- Opportunities and Threats
- Strategy and Outlook
- Internal control systems and their adequacy
- Discussion on financial performance with respect to operational performance
- Human Resources
- Statutory Compliances

### 5.4. Shareholders

Quarterly results and presentations made by the company have been uploaded on company's web-site, [www.tantiagroup.com](http://www.tantiagroup.com)

Stakeholders Relationship Committee (formerly known as Shareholders Grievances Committee) has already been constituted

To expedite the process of share transfers, the Board of the company has already constituted the Share Transfers Committee

### 5.5. Disclosure in the Annual Report

The details of the establishment of vigil mechanism have been disclosed on its website [www.tantiagroup.com](http://www.tantiagroup.com)

The Company has already disclosed the remuneration policy and evaluation criteria in this annual report

### 5.6. Proceeds from Public Issues, Right Issues, Preferential Issues

During the year under review, no proceeds have been received through public issue, right issue, preferential issue etc.

### 5.7. Details of compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with requirements of the Listing Regulations to the extent possible. The Company has adopted the following non-mandatory requirements of Regulation 27 read with Part E of Schedule II of the Listing Regulations:

#### 5.7.1. Modified/ Unmodified Opinion (s) in Audit Report

The Company is in the regime of financial statements with modified audit opinion. The details of the same is given in Auditor's Report which Forms Part of this Annual Report. Further, The Statement of Impact of Audit Qualification for the Financial Year ended March 31, 2021 on Standalone and Consolidated Basis pursuant to SEBI Regulation 2015 is also annexed with the Financial Result submitted to the both the Stock Exchanges on December 20, 2021.

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)****5.7.2. Reporting of Internal Auditor**

Prior to the commencement of CIR Process, the Internal Auditor reported directly to the Audit Committee. At present there is no Audit Committee, the same is reported to the Monitoring Committee of the Company.

**5.8. Vigil Mechanism/ Whistle Blower Policy**

In accordance with the provisions stated in Section 177 of the Act and Rules framed thereunder read with Regulation 22 of the Listing Regulations, your Company has a vigil mechanism policy named Vigil Mechanism Policy (VMP) to deal with instances of fraud and mismanagement, if any. The details of the Vigil Mechanism Policy is explained in the Corporate Governance Report and also posted on the website of your Company at [www.tantiagroup.com](http://www.tantiagroup.com) → Investor's Corner → Policies → Vigil Mechanism Policy.

**5.9. Compliance Certificate of the Auditors**

Certificate from Practicing Company Secretary confirming compliance with conditions of Corporate Governance as stipulated under Regulation 34 read with Schedule V of the SEBI Listing Regulations, is annexed to the Corporate Governance Report forming part of this Annual Report.

**6. GENERAL INFORMATION****6.1. General Body Meetings****6.1.1. Annual General Meetings**

The details of the Annual General Meeting held in the last three years are as tabulated below:

Financial Year	Venue	Day & Date	Time
2019-20	Annual General Meeting held through Video Conferencing(VC) mode	Monday, July 26, 2021	12.00 P.M.
2018-19	Bharatiya Bhasha Parishad 36A, Shakespeare Sarani, Kolkata-700 017	Thursday, September 26, 2019	3.00 P.M.
2017-18	Bharatiya Bhasha Parishad 36A, Shakespeare Sarani, Kolkata-700 017	Saturday, September 29, 2018	3.00 P.M.

The details of Special Resolutions passed in the Annual General Meetings held in the last 3 years are as tabulated below:

Financial Year	Subject
2019-2020	Not Applicable
2018-2019	Not Applicable
2017-2018	1. Approval for re-appointment of Md. Sarim Arshad as an Independent Director 2. Approval for Ratification of Remuneration Payable to Mr. I.P. Tantia

**6.1.2. Extra-Ordinary General Meetings**

No Extraordinary General Meeting of the Members was held during the financial year under review.

**6.2. Postal Ballot**

i. Details of resolutions passed by Postal Ballot (Remote E-voting) and voting results:

Date of declaration of the result of the Postal Ballot	Type of Resolution Passed	Particulars of Resolution	% of votes cast in favour of resolution
June 5, 2021	Ordinary	Appointment of M/s J Jain & Company, Chartered Accountants, (FRN:310064E) as the Statutory Auditors of the Company to fill casual vacancy caused by the resignation of M/s S. Guha & Associates, Chartered Accountants.	99.99



## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

### ii. Person who conducted the aforesaid postal ballot exercise

Mr. Mohan Ram Goenka, Practicing Company Secretaries (CP No. 2551) was the Scrutinizer for conducting the postal ballot (Remote e-voting) voting process in a fair and transparent manner.

### iii. Procedure for Postal Ballot

In compliance with Sections 108 and 110 and other applicable provisions of the Act read with the Rules framed there under General Circulars, issued by the Ministry of Corporate Affairs (the "MCA"), bearing No. 14/2020, No. 17/2020, No. 22/2020, No. 33/2020 and No. 39/2020 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively (collectively the "MCA Circulars"), revised Secretarial Standard 2 and the rules, circulars, clarifications and notifications there under and the Listing Regulations, the Company provided e-voting facility to all its Members. The Company engaged the services of Central Depository Services Limited (CDSL) for this purpose. The Members had to vote through e-voting. The Company completed the transmission of the Postal Ballot Notice in terms of MCA Circulars only by email on May 3, 2021 to its Members whose names appeared on the Register of Members/list of beneficiaries as on a cut-off date, i.e. April 30, 2021. Voting rights were reckoned on the paid-up value of the shares registered in the names of the Members as on the cut-off date, i.e. April 30, 2021. The members were requested to cast their votes through the remote e-voting before close of business hours on the last date of e-voting i.e. June 4, 2021. The scrutinizer, after the completion of scrutiny, submitted his report dated June 5, 2021 to Ms. Priti Todi, Company Secretary and Compliance Officer, who was authorized to accept, acknowledge and countersign the Scrutinizer's Report as well as declare the voting results in accordance with the provisions of the Act, the Rules framed there under and the Secretarial Standard 2 on General Meetings. The results of the voting by e-voting were then announced by Ms. Priti Todi. The results were also displayed on the Company's website at [www.tantiagroup.com](http://www.tantiagroup.com) besides being communicated to BSE Limited and National Stock Exchange of India Limited. Results were announced on June 5, 2021.

### 6.3 Special Resolution proposed to be conducted through Postal Ballot

No Special Resolution is proposed to be conducted through Postal Ballot under Section 110 of the Companies Act, on or before the forthcoming Annual General Meeting.

## 7. MEANS OF COMMUNICATION

i.	<b>Quarterly Results</b>	The quarterly results of the Company as announced are immediately intimated to both the Stock Exchange.
ii.	<b>Newspapers where normally results are published</b>	<b>English</b> Business Standard (all editions) <b>Bengali</b> Arthik Lipi (Kolkata edition)
iii.	<b>Name of Websites where results are displayed</b>	<a href="http://www.tantiagroup.com">www.tantiagroup.com</a> <a href="http://www.nseindia.com">www.nseindia.com</a> <a href="http://www.bseindia.com">www.bseindia.com</a>
iv.	<b>Whether Website also displays official news releases, if any.</b>	Yes
v.	<b>Whether presentations made to the Institutional Investors or to the Analyst(s).</b>	None

## 8. POLICY FOR PRESERVATION OF DOCUMENTS

Your Company, prior to the commencement of CIR Process, had implemented a policy in regard to document retention, prescribing the manner of retaining the Company's documents and the time period up to which certain documents are to be retained, as mandated under Regulation 9 of the SEBI Listing Regulations. The policy is available on your Company's website, [www.tantiagroup.com/ Investors Corner / Policies](http://www.tantiagroup.com/Investors%20Corner/Policies).

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)****9. RISK MANAGEMENT**

Your Company had prior to the commencement of the CIR Process, implemented a Risk Management Policy, the effective implementation of which has been detailed in the enclosed Management Discussion and Analysis Report, which forms part of this Report.

**10. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES**

During the year under review, your Company did not deal in any commodities. Hence, it is not required to disclose the risk associated with commodity price and hedging activities.

During the year under review, the Company was also not engaged in any foreign exchange transactions. Thus, there is no foreign exchange risk involved.

**11. GENERAL SHAREHOLDER'S INFORMATION****11.1. Company Registration Details**

The Company is registered in the state of West Bengal. The Corporate Identification Number (CIN) allotted to the Company by the Ministry of Corporate Affairs is L74210WB1964PLC026284

**11.2. Annual General Meeting**

Sl. No.	Date	Day	Time & Venue
1.	May 31, 2022	Tuesday	1:00 p.m. via Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

**11.3. Financial Year: 1st April, 2021 to 31st March, 2022 Result will be announced tentatively by :****Financial Calendar**

Sl. No.	Particulars	Date
1	First Quarter Result	June, 2022
2	Second Quarter Result	July, 2022
3	Third Quarter Result	August, 2022
4	Fourth Quarter Result	September, 2022

#All the proposed dates are tentative, the actual dates may vary.

**11.4. Date of Book Closure**

<b>May 25, 2022</b>	<b>May 31, 2022</b>
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**11.5. Listing on Stock Exchange**

The Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited

**11.6. Stock Codes**

Sl. No.	Particulars	Stock Code
1.	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001 Phone: +91 22 2272 1234/33 Fax: +91 22 2272 3121 Website: <a href="http://www.bseindia.com">www.bseindia.com</a>	532738
2.	NSE Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai-400 015 Phone: +91 22 2659 8100 Fax: +91 22 2659 8120 Website: <a href="http://www.nseindia.com">www.nseindia.com</a>	TANTIACONS
3.	ISIN No. for Dematerialised Shares	INE388G01018

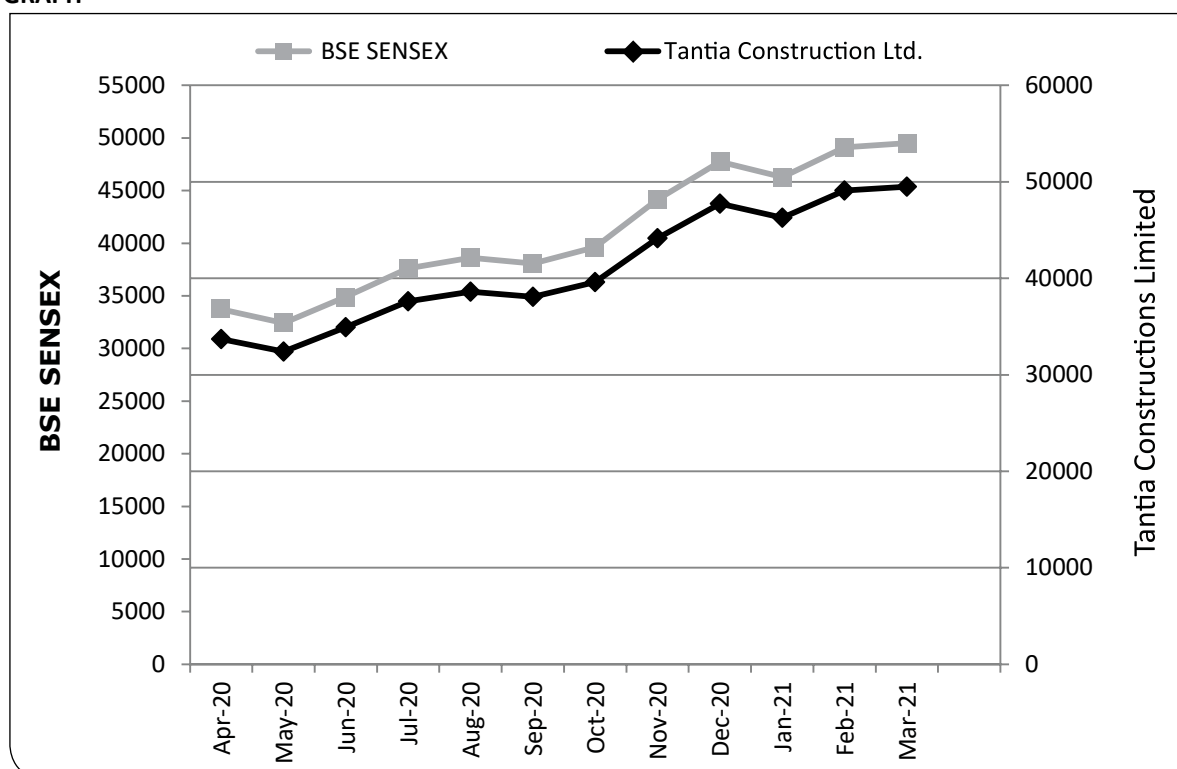
## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

### 11.7. Stock Market Data

Monthly high and low quotations of shares traded at BSE Limited and National Stock Exchange of India Limited

Sl. No.	Month	Bombay Stock Exchange			National Stock Exchange		
		High(Rs.)	Low(Rs)	Volume	High(Rs.)	Low(Rs)	Volume
1.	April, 2020	-	-	-	2.50	2.40	1766
2.	May, 2020	1.51	1.51	25	2.40	2.40	1938
3.	June, 2020	1.59	1.38	13471	2.30	2.00	4638
4.	July, 2020	1.74	1.41	9855	2.25	1.85	29896
5.	August, 2020	1.66	1.31	5078	2.15	1.85	9427
6.	September, 2020	1.40	1.20	21373	1.80	1.65	9713
7.	October, 2020	1.36	1.05	22537	1.70	1.35	10732
8.	November, 2020	1.15	0.90	29902	1.40	1.05	77088
9.	December, 2020	1.91	0.97	33713	1.95	1.30	78202
10.	January, 2021	2.66	2.00	26551	2.60	1.95	31942
11.	February, 2021	1.99	1.51	77395	2.50	2.00	19573
12.	March, 2021	3.06	1.70	40847	2.60	1.70	64686

### 11.8. GRAPH



### 11.9. Share Transfer System

Pursuant to directions of SEBI, the facility to hold your Company's shares in electronic form are available to the members as the Company is registered with both the Depositories namely NSDL & CDSL. Share Transfer documents for physical transfer and requests for dematerialization of shares may be sent to Company's Registrar and Share Transfer Agents.

### 11.10. Registrar and Share Transfer Agents

M/s. Maheshwari Datamatics Private Limited is the Registrar and Share Transfer Agents (RTA) of your Company. All matters connected with share transfer, transmission and dividend payments are handled by the RTA. Share transfers are processed within 15 days of lodgment. Your Company had a Stakeholders' Relationship Committee to look into various issues relating to investors.

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)****11.11. Distribution of Shareholding as on March 31, 2021**

No. of Shares/ (Share Range)	Number of Shareholders	Percentage of Shareholders (%)	Number of Shares held	Percentage of Holding (%)
Up to 500	7685	81.7901	10,56,355	3.6753
501-1000	804	8.5568	6,71,117	2.3350
1001-2000	414	4.4061	6,35,690	2.2117
2001-3000	168	1.7880	4,33,468	1.5081
3001-4000	85	0.9046	3,07,490	1.0698
4001-5000	50	0.5321	2,38,089	0.8284
5001-10000	100	1.0643	7,20,764	2.5077
10001 and above	90	0.9579	2,46,79,125	85.8640
<b>Total</b>	<b>9396</b>	<b>100</b>	<b>2,87,42,098</b>	<b>100</b>

**11.12. The Shareholding pattern as on March 31, 2021**

Sl. No.	Particulars	2020-2021	
		No. of shares held	Percentage (%)
<b>A.</b>	<b>Shareholding of Promoter and Promoter Group</b>		
	Individual/Hindu Undivided Family	45,22,335	15.73
	Central/State Government	-	-
	Bodies Corporate	1,64,25,195	57.15
	Financial Institutions /Banks	-	-
	Any Other	-	-
	<b>Total Shareholding of Promoter and Promoter Group (A)</b>	<b>2,09,47,530</b>	<b>72.88</b>
<b>B.</b>	<b>Public Shareholding</b>		
<b>1.</b>	<b>Institutions</b>		
	Mutual funds and UTI	-	-
	Banks, Financial Institutions, Non-Government Institutions	-	-
	Venture Capital Fund	-	-
	Insurance Companies	3,32,682	1.16
	Foreign Institutional Investors (FIIs)	-	-
	Foreign Venture Capital Investors	-	-
	Qualified Foreign Investors	-	-
	Any other	-	-
	<b>Sub Total (B1)</b>	<b>3,32,682</b>	<b>1.16</b>
<b>2.</b>	<b>Non Institutions</b>		
	Private Corporate Bodies	8,43,972	2.9364
	Indian Public	64,19,239	22.33
	NRI/OCBs/Foreign National	1,68,095	0.5848
	Investor Education and Protection fund Authority	9,826	0.03
	NBFC	0	0.00
	Clearing Member	20,754	0.0722
	<b>Sub Total (B2)</b>	<b>74,61,886</b>	<b>25.96</b>
	<b>Total Public Shareholding (B=B1+B2)</b>	<b>77,94,568</b>	<b>27.12</b>
	<b>Grand Total (A+B)</b>	<b>2,87,42,098</b>	<b>100</b>

**11.13. Electronic Voting**

Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable requirements, voting at the 56<sup>th</sup> Annual General Meeting will be made through electronic voting. The electronic voting period will be from Saturday, May 28, 2022 (9.00 a.m.) to Monday, May 30, 2022 (5.00 p.m.).

No special resolution is proposed to be conducted through postal ballot or electronic voting.

## ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)

Scrutiniser for electronic voting: Mr. Mohan Ram Goenka, Practicing Company Secretary (Membership No. FCS 4515 and C.P.No.2551) has been appointed as the Scrutiniser to scrutinise the electronic voting process in a fair and transparent manner and to give his report to the Chairman.

### 11.14. Share Transfer/ Transmission/ Consolidation/ Split System

The exercises of share transfer/transmission/consolidation/split are handled by the Company's RTA and after completing the procedural formalities of Share Transfer/ Transmission/ Consolidation/ Split, the share certificates are returned to the transferees within a maximum period of 15 days from the date of lodgment of the same, in case the application is otherwise found in order. *There are no pending share transfers as on March 31, 2021.*

### 11.15. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on Equity

The Company did not issue any GDRs/ADRs or any Convertible Instruments during the year ended March 31, 2021 and no instruments are pending for conversion. As a result, there is no impact likely on equity.

### 11.16. Details of Equity Shares lying in Unclaimed Shares/ Demat Suspense Account

In Compliance with the Regulation 34(3) of SEBI LODR (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of unclaimed equity shares which was previously issued and allotted by the Company during its public issue of equity shares in the year 2006 is given as hereunder:

Aggregate number of Shareholder(s) and the outstanding shares in the suspense account lying at the beginning of the year (01-04-2020)	Number of Shareholder(s) who approached the Company for transfer of shares from suspense account during the year: (2020- 2021)	Number of Shareholder(s) to whom shares were transferred from suspense account during the year: (2020-2021)	Aggregate number of Shareholder(s) and the outstanding shares in the suspense account lying at the end of the year: (31-03-2021)
a. Aggregate No. of Shareholders- 2	None	None	Aggregate No. of Shareholders- 2
b. Outstanding Shares as on April 1, 2020– 250 Equity Shares			Outstanding Shares as on March 31, 2021 –250 Equity Shares

*The voting rights on aforesaid shares shall remain frozen till the rightful owner of such shares claims the shares.*

### 11.17. Designated E-mail Address for Investor Relations

11.17.1 As per Regulation 46 of the SEBI LODR (Listing Obligations and Disclosure Requirements) Regulations, 2015 the designated e-mail address for investor relations is [cs@tantiagroup.com](mailto:cs@tantiagroup.com)

11.17.2 In order to support the initiative of Ministry of Corporate Affairs ('MCA') 'Green Initiative in Corporate Governance' allowing paperless compliances by Companies through electronic mode. Members desirous in receiving the various documents including Notices, Reports and Accounts etc. in electronic mode may register their e-mail addresses with the Company at the designated e-mail address of the Company for this purpose, [shareholders@tantiagroup.com](mailto:shareholders@tantiagroup.com)

### 11.18. Request to Investors

Shareholders are requested to follow the general safeguards/procedures as detailed hereunder in order to avoid risks while dealing in the securities of the Company:

- Shareholders are requested to convert their physical holding to Demat/electronic form through any of the DPs to avoid any possibility of loss, mutilation etc., of physical share certificates and also to ensure safe and speedy transaction in securities
- Shareholders holding shares in physical form should communicate the change of address, if any, directly to the RTA of your Company.

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

- It has become mandatory for transferees to furnish a copy of Permanent Account Number (PAN) for registration of transfer of shares held in physical mode
- Shareholders holding shares in physical form who have not availed nomination facility and would like to do so, are requested to avail the same by submitting the nomination details in Nomination Form SH-13 as prescribed under Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. The form will be made available on request. Those holding shares in electronic form are advised to contact their DPs
- As required by SEBI, it is advised that the shareholders furnish details of their bank account number and name and address of their bank for incorporating the same in the dividend warrants. This would avoid wrong credits being obtained by unauthorized persons

**11.19. Reconciliation of Share Capital Audit Report by Practicing Company Secretary**

The Company has received Quarterly 'Reconciliation of Share Capital Audit Report' from Mr. Mohan Ram Goenka, a Practicing Company Secretary, who has carried out 'Reconciliation of 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.

The Reconciliation of Share Capital Audit Report confirms that the total issued/paid-up capital is equal to the aggregate total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. As on March 31, 2021, there was a difference of 99,19,032 shares between the issued and listed capital due to preferential allotment of Equity Shares to the promoters of Tantia Constructions Limited and there was no difference between the aggregate of shares held by investors in both physical form and in electronic form with the depositories.

**11.20. Information to Shareholders**

As required under SEBI Listing Regulations particulars of Director(s) seeking appointment/re-appointment at the forthcoming Annual General Meeting (AGM) are given in the Annexure to the Notice of the Annual General Meeting to be held on May 31, 2022.

**12. COMPLIANCE OF CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2)(b) TO (i) OF SEBI LISTING REGULATIONS**

*In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24th, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended with the Board of Directors standing retired.*

Sl. No.	Particulars	Regulation	Compliance Status (Yes/ No/ Not Applicable)	Compliance observed for the following
1.	Board of Directors	17	Not Applicable	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Meetings</li> <li>• Review of Compliance reports</li> <li>• Plans for orderly succession for appointments</li> <li>• Code of Conduct</li> <li>• Fees/compensation to Non-Executive Directors</li> <li>• Minimum information to be placed before the Board</li> <li>• Compliance Certificate</li> <li>• Risk Assessment &amp; Management</li> <li>• Performance Evaluation of Independent Director</li> </ul>

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

Sl. No.	Particulars	Regulation	Compliance Status (Yes/ No/ Not Applicable)	Compliance observed for the following
2.	Audit Committee	18	Not Applicable	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Meetings</li> <li>• Power of the Committee</li> <li>• Role of the Committee and review of information by the Committee</li> </ul>
3.	Nomination and Remuneration Committee	19	Not Applicable	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Role of the Committee</li> </ul>
4.	Stakeholders' Relationship Committee	20	Not Applicable	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Role of the Committee</li> </ul>
5.	Risk Management Committee	21	Not Applicable	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Role of the Committee</li> </ul>
6.	Vigil Mechanism	22	Yes	<ul style="list-style-type: none"> <li>• Formulation of Vigil Mechanism for Directors and employees</li> <li>• Direct access to Chairperson of Audit Committee</li> </ul>
7.	Related Party Transactions	23	Yes	<ul style="list-style-type: none"> <li>• Policy on Materiality of Related Party Transactions</li> <li>• Approval including omnibus approval of Audit Committee</li> <li>• Approval for Material related party transactions</li> </ul>
8.	Subsidiaries of the Company	24	Yes	<ul style="list-style-type: none"> <li>• Composition of Board of Directors of unlisted material subsidiary</li> <li>• Review of financial statements of unlisted subsidiary by the Audit Committee</li> <li>• Significant transactions and arrangements of unlisted subsidiary</li> </ul>
9.	Obligations with respect to Independent Directors	25	Not Applicable	<ul style="list-style-type: none"> <li>• Maximum Directorships and Tenure</li> <li>• Meetings of Independent Director</li> <li>• Familiarization of Independent Directors</li> </ul>
10.	Obligation with respect to Directors and Senior Management	26	Not Applicable	<ul style="list-style-type: none"> <li>• Memberships/Chairmanships in Committee</li> <li>• Affirmation on Compliance of Code of Conduct of Directors and Senior management</li> <li>• Disclosure of shareholding by non-executive directors</li> <li>• Disclosure by senior management of about potential conflicts of interest</li> </ul>
11.	Other Corporate Governance Requirements	27	Yes	<ul style="list-style-type: none"> <li>• Filing of quarterly compliance report on Corporate Governance</li> </ul>
12.	Website	46(2)	Yes	<ul style="list-style-type: none"> <li>• Terms and conditions for appointment of Independent Directors</li> <li>• Compositions of various Committees of the Board of Directors</li> <li>• Code of Conduct of Board of Directors and Senior Management Personnel</li> <li>• Details of establishment of Vigil Mechanism/ Whistle Blower policy</li> <li>• Policy on dealing with Related Party Transactions</li> <li>• Policy for determining material subsidiaries</li> <li>• Details of familiarization program imparted to Independent Director</li> </ul>

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)****13. DEMATERIALISATION OF SHARES**

The dematerialization facility exists with both the NSDL and CDSL for the convenience of shareholders. As on March 31, 2021, equity shares representing 65.45% of your Company's Equity Shares Capital have been dematerialized.

Sl. No.	Mode of Holding	Number of Shareholders	Number of Shares	Percentage(%)
1.	Dematerialised Mode			
i.	NSDL	5,551	15,156,531	52.74
ii.	CDSL	4,091	36,53,876	12.71
	<b>Total (a)</b>	<b>9,642</b>	<b>1,88,10,407</b>	<b>65.45</b>
2.	Physical Mode (b)	25	99,31,691	34.55
	<b>Total (a+b)</b>	<b>9,667</b>	<b>2,87,42,098</b>	<b>100.00</b>

**14. INVESTOR'S CORRESPONDENCE MAY BE ADDRESSED TO**

**Ms. Priti Todt**  
Company Secretary  
Tantia Constructions Limited  
Block-DD 30, Sector-1  
Saltlake City, Kolkata-700064  
Ph. No.: 033-40190000  
Email id: priti@tantiagroup.com

**Maheshwari Datamatics Private Limited**  
23, R.N. Mukherjee Road, 5<sup>th</sup> Floor  
Kolkata-700001  
Tel. No.: 033-22435029/ 5809, 033-22482248  
Fax: 033-22484787  
E-mail: mdpl@cal.vsnl.net.in

**DECLARATION UNDER REGULATION 17(8) and Part B of Schedule II OF THE SEBI  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

The annual certificate is attached to this Report.

For and On and behalf of **Tantia Constructions Limited**

**Tarun Chaturvedi**  
(Member of the Monitoring Committee)

Date: May 4, 2022  
Place: Kolkata

**Priti Todt**  
(Company Secretary)

**Kshitiz Chhawchharia**  
(Member of the Monitoring Committee)



**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)****DECLARATION UNDER REGULATION 34(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended.

As required under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, it is hereby confirmed that for the period ended March 31, 2021, compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management in compliance with Employee Code of Conduct, as applicable to them, is affirmed.

For and On and behalf of **Tantia Constructions Limited**

**Tarun Chaturvedi**

(Member of the Monitoring Committee)

Date: May 4, 2022

**Priti Todi**

Place: Kolkata

(Company Secretary)

**Kshitiz Chhawchharia**

(Member of the Monitoring Committee)

**DECLARATION BY CHIEF EXECUTIVE OFFICER (CEO) AS REQUIRED UNDER LISTING REGULATIONS**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended with the Board of Directors standing retired.

As required under SEBI (Listing Obligation and Disclosure Requirements) it is hereby confirmed that for the period ended March 31, 2021, compliance with the Code of Conduct for Board Members as applicable to them and members of the Senior Management in compliance with Employee Code of Conduct, as applicable to them, is affirmed.

For and On and behalf of **Tantia Constructions Limited**

**Tarun Chaturvedi**

(Member of the Monitoring Committee)

Date: May 4, 2022

**Priti Todi**

Place: Kolkata

(Company Secretary)

**Kshitiz Chhawchharia**

(Member of the Monitoring Committee)

## **ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

### **Practising Company Secretary's Certificate on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (As amended)**

To the Members

#### **Tantia Constructions Limited**

Kolkata, West Bengal, India

1. The Corporate Governance Report prepared by Tantia Constructions Limited ("the Company"), contains details as stipulated in Regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2021. This certificate is required by the Company for annual submission to the Stock exchange and to be sent to the shareholders of the Company.

#### **Management's Responsibility**

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management is also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

#### **PCS's Responsibility**

4. My responsibility is to provide a reasonable assurance that the Company has complied with the conditions of Corporate Governance, as stipulated in the Listing Regulations.
5. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

#### **Opinion**

6. According to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 1 above, except for the information provided in Para 7.

#### **Other Matters**

7. Pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench ("Hon'ble NCLT"), vide its order dated March 13, 2019, had ordered the commencement of the Corporate Insolvency Resolution Process ("CIR Process") in respect of the Company under the provisions of the Insolvency and Bankruptcy Code, 2016 ("IBC"/ "the Code"). Thereafter in accordance with Section 17 of the Code, the powers of the Board stood suspended and Mr.KshitijChhawchharia was appointed as Interim Resolution Professional of the Company who was later confirmed as the Resolution Professional of the Company on April 18, 2019 to carry out the CIR Process and manage the affairs of the Company.

On February 24, 2020, the Hon'ble NCLT approved the Resolution Plan (hereinafter referred to as the "Approved Resolution Plan") submitted for the Company by the consortium of EDCL Infrastructure Limited (hereinafter referred to as "EDCL Infra") and Upendra Singh Construction Private Limited (hereinafter referred to as "USCPL") (hereinafter EDCL Infra together with USCPL, is referred to as the "Consortium" or the "Successful Resolution Applicants" or the "RA").

In terms of the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "MC") has

**ANNEXURE VIII TO THE DIRECTOR'S REPORT (Contd.)**

been constituted comprising of seven members-three representatives from the Financial Creditors (as decided by the Committee of Creditors), three representatives from the Successful Resolution Applicants and the Erstwhile Resolution Professional, to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan until the transfer of control of the Company to the Successful Resolution Applicants.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2018, a company undergoing CIR process is not required to comply with relevant Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dealing with the requirements of, amongst others, composition of board of directors including that of independent director, constitution, meetings and terms of reference of the audit committee, constitution, meetings and terms of reference of the nomination and remuneration committee, constitution, meetings and terms of reference of the stakeholders' relationship committee.

The Company being managed by the above named Monitoring Committee has a Board with their powers suspended. Therefore, as per the management explanation, the provisions related to the Independent directors as per regulation 24, 25, 26 cannot be complied and as clarified by them the compliance of Regulation 24A and Regulation 46(2)(t) is yet to be done. There is delay in compliance of Regulation 27 during the financial year 20-21.

**Restriction for Use**

8. This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
9. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

**For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020**

**[M R Goenka]  
Partner**

**C P No.:2551**

**UDIN: F004515D000267866**

**Date: May 4, 2022**

**Place: Kolkata**

**CEO /CFO CERTIFICATION**

In terms of the SEBI (Listing Obligation and Disclosure Requirements) (Third Amendment) Regulation, 2018, May 31<sup>st</sup>, 2018 read with the Resolution Plan as approved by the NCLT Order dated February 24<sup>th</sup>, 2020, all the roles and responsibilities of the Board of Directors/ Committees shall be fulfilled by the Resolution Professional in accordance with Section 17 and Section 23 of IBC and powers of the Board of Directors/ Committee stands suspended with the Board of Directors standing retired.

For and On and behalf of **Tantia Constructions Limited**

**Tarun Chaturvedi**  
(Member of the Monitoring Committee)

Date: May 4, 2022

Place: Kolkata

**Priti Todi**  
(Company Secretary)

**Kshitiz Chhawchharia**  
(Member of the Monitoring Committee)

# Financial Statements

# Independent Auditor's Report

To  
The Members  
**Tantia Constructions Limited**

## Reports on the Audit of Standalone Ind AS Financial Statements

### Qualified Opinion

We have audited the accompanying financial statements of Tantia Constructions Limited ( the Company), which comprise the Balance sheet as at 31st March 2021, the statement of Profit and Loss including other comprehensive income), the statement of change in Equity and the statement of Cash Flows for the year then ended, and Notes to the financial statement including a summary of the significant accounting policies other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements except for the effects of the matter described in the Basis for Qualified Opinion of our report the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2021, its profit including other comprehensive income , its cash flows and the change in equity for the year ended on that date .

### Basis for Qualified Opinion

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

- (a) Amount receivables and payables including certain balances under cash & cash equivalents, trade receivables/ payables, loans, other financial assets, other assets/ liabilities are subject to balance confirmations and reconciliations thereof, if any required.
- (b) Non-ascertainment and provision for slow/non/obsolete inventory and as such consequent impact thereof on the financial statement of the company, if any, cannot be commented upon by us.
- (c) Non-ascertainment and provision for Investment in non-moving Joint ventures aggregating to Rs.277 lakhs. As such consequent impact thereof on the financial statement of the company, if any, cannot be commented upon by us.

### Matter of Emphasis

- a) There is delay in implementation of the Approved Resolution Plan for the reasons mentioned in Note 55 of the financial statements. As per the Resolution Plan approved on 24th Feb 2020 and instructions given thereafter in this matter by the Adjudicating Authority, the affairs of the Company including implementation of same are managed by the Monitoring Committee as a going concern basis.
- b) Trade receivables, and Loans and Advance - Current assets includes Rs. 5670 lakhs, and Rs.890 lakhs, respectively lying outstanding for more than three years. As receivable mainly from government agencies, subsidiary and associate company or pending under arbitration, the same has been considered good and as such no provision has been made there against by the Management.
- c) Certain fixed deposits with banks aggregating Rs. 205.22 lakhs written off last year, were restored at Rs.250.01 lakhs which includes interest earned in earlier years based on communication received from the banks. The same has been included in "Exceptional item" in profit and loss accounts. Further interest income accrued against these deposits amounting to Rs.15.25 lakhs has been included under "Other Income".
- d) Fixed deposit of Rs.1000 lakhs given as performance security to "Committee of Creditors" by Resolution Applicant

## Independent Auditor's Report

as per the Approved Resolution Plan, treated as amount received by the Company from the Successful Resolution Applicant and the same has been included in "Other banks balances" by creating corresponding liability to them and shown under "Other Current Liabilities".

Further, interest income of Rs 39.50 lakhs accrued thereon accounted for under other income and corresponding liability accounted as "other financial liabilities".

- e) Rs 350 lakhs received from Resolution Applicant as per approved resolution for payment to employees and other operational creditors. Pending implementation of Resolution Plan, the same has been deposited with bank as short-term deposit and interest accrued thereon of Rs. 4.91 lakhs has been accounted for as interest income.
- f) Advance to suppliers includes Rs. 278.84 lakhs given to different parties during the period of Corporate Insolvency Resolution Process, is still due to be recovered or adjusted and same has been considered as good.
- g) Land allotted to the Company from West Bengal Housing Infrastructure Development Corporation Limited amounting to Rs.372 lakhs is under subjudice and pending before the Hon'ble Calcutta High Court. The same has been under Fixed asset as Freehold land.
- h) Title deeds with respect to certain Lands hold by Company are not available.
- i) Exceptional item includes Rs 1317(Net) Lakhs on account of assets and liabilities written off/back during previous financial year the year has been restored during the current financial year.
- j) Tantia Infrastructure Private Limited (hereinafter referred to as "TIPL"), subsidiary company has in turn made substantial investments in inter-alia in another subsidiary company, Tantia Raxaultollway Private Limited (hereinafter referred to as "TRPL"). TRPL being an SPV entity is currently non-operational and the project is currently under arbitration. Owing to the same status of the operations at the subsidiaries and the stated pending arbitration, advance against material amounting to Rs.4475 lakhs and Advance against Contract amounting to Rs.2031.47 lakhs payable to TRPL by the Company, has been retained; and Measurement and recognition of preference share of Rs.17882 lakhs(at fair value after netting of provision for diminution in value of Rs. 13271 lakhs) in TIPL has been done and as such no further provision has been made by the management.

Our opinion is not qualified in respect of the above paragraph (a) to (j ).

### Key Audit Matters

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

Sr. No.	Key Audit Matter	How our audit addresses the key audit matters
1	<p><b>Implementation of Approved Resolution Plan (RP)</b></p> <p>Refer Note 55 to the standalone Ind AS financial statements for the details regarding CIR process and the roadmap of revival of the company in terms of approved Resolution plan.</p> <p>Pursuant to Clause 22.1 of the Approved Resolution Plan, a Monitoring Committee (MC) as specified in the plan has been constituted on the effective date, by virtue of the order of the Hon'ble NCLT approving the Resolution Plan.</p> <p>Certain anomalies with respect to regulatory procedures etc. have been observed which delayed the transfer of existing equity shares of promoters to the Resolution Applicant (RA).</p> <p>Accounting effects of the RP is significant as such delay in implementation of RP is considered by us to be a matter of most significance due to its importance to intended users understanding of the Financial Statements as a whole and materially thereof.</p>	<p>We have performed the following procedures:</p> <ul style="list-style-type: none"> <li>- Reviewed 'management's process for review and implementation of RP</li> <li>- Reviewed the provisions of RP to understand the requirements of the said plan and evaluated the possible impact of same</li> <li>- Conducted discussion with the company personnel to determine reason of delay in the implementation of RP</li> <li>- Review of minutes of monitoring committee and other related documents</li> <li>- Discussed the steps taken by MC to ensure completion of transfer of share and implementation of RP.</li> </ul>

## Independent Auditor's Report

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

The Company's Management is responsible for the preparation of the other information. The other information comprises the Corporate Information, Management Discussion and analysis and Director Report including Annexure to Director Report, Corporate Governance and Shareholder's information, but does not include Standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

### **Responsibilities of Management and those in charges with Governance for the Standalone Ind AS Financial Statements**

The Company's Management is responsible for the matters stated in section 134(5) of the Companies Act 2013 with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including comprehensive income, change in equity and cash flows of the Company in accordance with the other accounting principles generally accepted in India including India Accounting Standard (Ind AS). 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error.

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

The Management are responsible for overseeing the Company's financial reporting process.

The Hon'ble National Company Law Tribunal, Kolkata (NCLT) on 24<sup>th</sup> February 2020 approved the Resolution Plan (hereinafter referred to as the Approved Resolution Plan) submitted for the Company by the successful Resolution Applicant (RA). In terms of approved Resolution Plan, a Monitoring Committee is constituted to manage the affairs of the Company as a going concern and supervise the implementation of the Approved Resolution Plan.

### **Auditor Responsibilities for the Audit of the Financial Statements**

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

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

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

## Independent Auditor's Report

appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Ind AS financial statements, including the disclosures, and whether the Standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Ind AS 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 Standalone Ind AS financial statements.

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

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

From the matters communicated with those charged with governance we determine those matters that were of most significant in the audit of the Standalone Ind AS financial statements for the financial year ended on 31st March 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulator precludes public disclosure about the matter or when, in extreme 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 benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As Required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A" , a statement on the matters specified in paragraphs 3 and 4 of the Order , to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that :
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above , 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 the statement of other Comprehensive Income , Statement of Change in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.



## Independent Auditor's Report

- d. Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. The power of Board of Director of Company were suspended. On formation of a Monitoring Committee (MC) as per the Approved Resolution Plan for implementation of Resolution Plan and manage the affairs of the Company. Monitoring Committee (MC) is comprises of Erstwhile Resolution Professional , three members from the Financial Creditors and three members from Successful Resolution.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report " In Annexure B" to this report.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigation on its financial position in its Standalone Ind AS financial statement.
  - ii. The Company did not have any long term contracts including derivative contracts for which there were any materials foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For J Jain and Company**  
**Chartered Accountants**  
**Firm Reg. No. 310064E**

**CA Sanjay Lodha**  
**Partner**  
**M.No 058266**

Date: May 4, 2022  
Place: Kolkata

**UDIN No.: 22058266AIPTNF2253**

## “Annexure A” to the Independent Auditors’ Report

### Report on Other Legal and Regulatory Requirements

Statement referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the members of **Tantia Constructions Limited** on Standalone Ind AS financial statements of the Company for the period ended 31<sup>st</sup> March 2021:

- 1) (a) Fixed Assets register showing full particulars, including quantitative details and situation of its fixed assets.  
(b) The Company has regular programme of physical verification of its Fixed Assets by which same is verified on rotational basis over a period of 3 years which in our opinion is reasonable, having regard to the size of the company and nature of its assets. During the current financial year the process of verification was not made, hence reconciliation with physical balance could not be made.  
(c) Title deeds of certain immovable properties are not available for verification.
- 2) The inventories have not been physically verified during the year by the management at reasonable intervals, in absence of the same, excess or shortage if any could not be determined and given effects in the accounts.
- 3) The Company has not granted any loans secured or unsecured to companies, firms, LLP or other parties covered parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (a) to (C) of the Order are not applicable to the Company.
- 4) In our opinion and according to the information and explanation given to us, the Company has complied with the provision of section 185 and 186 of the Act in respect of loans and investments made, providing guarantees and securities, provided by it.
- 5) According to the information and explanation provided to us the Company has not accepted any deposits from the public within the meaning of Section 73 to 76 of the Act and Rules framed there under to the extent notified. Accordingly, the provisions of clause 3(v) of the order are not applicable to the company.
- 6) We have reviewed the books of accounts maintained by the Company pursuant to the Rule made by the Central Government for maintenance of cost records under section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and records have been maintained. We have, not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records of the Company, amount deducted/accrued in the books in respect of undisputed statutory dues including Provident Fund, Employee State Insurance, Income Tax, Goods and Service Tax, Duty of Customs, Cess and any other statutory dues have generally not been regularly deposited during the year by the company with the appropriate authorities.  
(b) As mentioned in note 39 to the Standalone Ind AS financial statements, as per approved Resolution Plan, which inter alia resulted in extinguishment of all contingent liabilities and commitments, claims and obligation, which pertains to the period on or before the effective date (13th March, 2019) pursuant to the implementation of the Resolution Plan. There are no due of Income Tax, Sales tax, Service Tax, duty of custom, duty of Excise, value added tax and goods and service tax which not been deposited on account of dispute.
- 8) The National Company Law Tribunal (NCLT) has approved the terms of the Resolution Plan submitted by Resolution Applicant, pursuant to which loans or borrowing owned by the Company as at the date have been partially extinguished by way of waiver. Accordingly, the Company has not defaulted in repayment of loans or borrowing to any financial institute or a bank during the year.  

There were no loans or borrowing payable to Government or debenture holders.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

## “Annexure A” to the Independent Auditors’ Report

- 11) Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration have been provided by the Company, hence this clause 3(ii) is not applicable to the company
- 12) In our opinion and according to information and explanation given to us , the Company is not a Nidhi Company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- 13) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the companies Act, 2013 and the details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards;
- 14) According to information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) According to information and explanations given to us and based on our examination of the records, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) According to information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For J Jain and Company**  
**Chartered Accountants**  
**Firm Reg. No. 310064E**

**CA Sanjay Lodha**  
**Partner**  
**M.No 058266**

Date: May 4, 2022

Place: Kolkata

**UDIN No.: 22058266AIPTNF2253**

## **“Annexure B” to the Independent Auditors’ Report**

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

We have audited the internal financial controls over financial reporting of **Tantia Constructions Limited** ('the Company') as of 31<sup>st</sup> March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by ICAI. 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 control over financial reporting were established and maintained and if such control operated effectively in all material respects.

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

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

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

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

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

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future

## “Annexure B” to the Independent Auditors’ Report

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.

### Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weakness have been identified as at 31 March 2021:

#### The Company did not have appropriate internal controls for

- **ascertainment and provision for slow/non/obsolete inventory and non-moving joint ventures**
- **reconciliation of balances lying as receivables and payables with third party balance confirmation and as such consequent impact thereof on financial statements of the Company.**

A ‘material weakness’ is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company’s annual or interim financial statements will not be prevented or detected on a timely basis.

In my opinion, the company has, in all material respects, maintained adequate internal financial controls over financial reporting as on 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI and except for the effects/possible effects of the material weakness/es described above on the achievement of the objectives of the control criteria, the Company’s internal financial controls over financial reporting were operating effectively as of March 31, 2021.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2021 standalone Ind AS financial statements of the Company, and these material weaknesses do affect our opinion on the financial statements of the Company.

**For J Jain and Company**  
**Chartered Accountants**  
**Firm Reg. No. 310064E**

**CA Sanjay Lodha**  
**Partner**  
**M.No 058266**

Date: May 4, 2022

Place: Kolkata

**UDIN No.: 22058266AIPTNF2253**

## Standalone Balance Sheet as at 31st March 2021

₹ in lakhs

	Note	As at 31 March 2021	As at 31 March 2020
<b>I ASSETS</b>			
<b>1 Non - Current Assets</b>			
a Property, Plant and Equipment	4A	2,086	2,568
b Intangible Assets	4A	2	-
c Capital Work in Progress	4B	-	41
d Financial Assets			
i Investments	5	19,157	14,576
ii Loans	6	2,987	-
e Deferred Tax Assets (net)	7	-	-
f Other Non-Current Assets	8	64	-
<b>Total Non - Current Assets</b>		<b>24,296</b>	<b>17,185</b>
<b>2 Current Assets</b>			
a Inventories	9	2,705	1,837
b Financial Assets			
i Trade Receivables	10	6,410	7,720
ii Cash and Cash Equivalents	11	882	466
iii Bank Balances (other than ii above)	12	4,184	212
iv Loans	13	2,128	5,562
v Other Financial Assets	14	436	405
c Current Tax Assets	15	1,160	1,797
d Other Current Assets	16	1,176	1,186
<b>Total Current Assets</b>		<b>19,081</b>	<b>19,185</b>
<b>Total Assets</b>		<b>43,377</b>	<b>36,370</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
a Equity Share Capital	17	2,874	2,874
b Other Equity	18	18,386	13,353
<b>Total Equity</b>		<b>21,260</b>	<b>16,227</b>
<b>2 Liabilities</b>			
<b>Non-Current Liabilities</b>			
a Financial Liabilities			
i Borrowings	19	-	-
b Provisions	20	142	202
c Deferred Tax Liabilities (net)	7	2,666	1,468
d Other Non-Current Liabilities	21	312	20
		<b>3,120</b>	<b>1,690</b>
<b>Current Liabilities</b>			
a Financial Liabilities			
i Borrowings	22	4,453	4,453
ii Trade Payables	23	1,491	1,340
iii Other Financial Liabilities	24	4,968	5,671
b Other Current Liabilities	25	7,991	6,834
c Provisions	26	94	155
		<b>18,997</b>	<b>18,453</b>
<b>Total Equity and Liabilities</b>		<b>43,377</b>	<b>36,370</b>
<b>Significant accounting policies</b>	3		

The accompanying notes form an integral part of these financial statements

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266  
Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**  
**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Toddi**  
(Company Secretary)

## Standalone Statement of Profit and Loss for the year ended 31st March 2021

₹ in lakhs

	Note	Year ended 31 March 2021	Year ended 31 March 2020
<b>I INCOME</b>			
i Revenue From operation	27	10,196	13,619
ii Other income	28	4,899	4,077
<b>Total Revenue</b>		<b>15,095</b>	<b>17,696</b>
<b>II EXPENSES</b>			
i Cost of Material Consumed	29	1,230	2,432
ii Contract Operating Expenses	30	8,074	10,660
iii Change in Inventory of Work in Progress	31	(1,055)	713
iv Employee Benefits Expenses	32	545	721
v Finance Cost	33	155	472
vi Depreciation and Amortisation Expenses	4A	496	583
vii Other Expenses	34	735	784
<b>Total Expenses</b>		<b>10,180</b>	<b>16,365</b>
<b>III Profit/(Loss) before Exceptional Items</b>		<b>4,915</b>	<b>1,331</b>
<b>IV Exceptional Items</b>		<b>(1,317)</b>	<b>(20,149)</b>
<b>V Profit/(Loss) before Tax</b>		<b>6,232</b>	<b>21,480</b>
<b>Tax expense :</b>			
i Current Tax	35	-	-
ii Deferred Tax	35	1,199	1,024
<b>VI Profit/(Loss) for the year</b>		<b>5,033</b>	<b>20,456</b>
<b>Other comprehensive income (net of tax)</b>			
<b>A i Items that will not be reclassified to Profit or Loss</b>			
(a) Remeasurements of defined benefit liability/ (asset)		-	-
(b) Net (loss)/gain on FVTOCI of investments in equity instruments		-	28
<b>ii Income taxes relating to items that will not be reclassified to profit or loss</b>		-	(7)
<b>Net other comprehensive income not to be reclassified subsequently to profit or loss</b>		-	<b>21</b>
<b>B Items that will be reclassified to profit or loss</b>		-	-
<b>Net other comprehensive income to be reclassified subsequently to profit or loss</b>		-	-
<b>VII Other Comprehensive Income (OCI)</b>		-	<b>21</b>
<b>VIII Total Comprehensive Income for the Year</b>		<b>5,033</b>	<b>20,477</b>
<b>Earning per Equity Share of ₹ 10/- each</b>	36		
Basic (₹)		<b>17.51</b>	<b>71.18</b>
Diluted (₹)		<b>17.51</b>	<b>71.18</b>
Summary of significant accounting policies	3		

The accompanying notes form an integral part of these financial statements

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266

Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Todi**  
(Company Secretary)

## Standalone Cash Flow Statement for the period ended 31st March 2021

₹ in lakhs

	31 March 2021		31-Mar-20	
<b>A Cash Flow from Operating Activities</b>				
<b>Net Profit / (Loss) before Tax</b>		<b>6,232</b>		<b>21,480</b>
<b>Add/(Less) Adjustment for :</b>				
Depreciation	496		583	
Provision for Diminution in value of Investment	-		13,323	
Exceptional Items	(1,317)		(20,149)	
(Profit)/Loss on Investment in Joint Ventures (Net)	(4,523)		(3,931)	
Interest Income	(190)		(136)	
Interest on Borrowings	97	<b>(5,437)</b>	51	<b>(10,259)</b>
<b>Operating Profit before working Capital changes</b>		<b>795</b>		<b>11,221</b>
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Debtors	1,310		13,825	
Loans & advances	447		3,542	
Other Non-Current Assets	(64)		0	
Other Current Assets	10		43,893	
Earmarked Bank balances	0		1	
Inventories	(868)		6,813	
Trade payables, Liabilities & Provisions	776	1,611	(16,566)	51,508
<b>Cash Generated from Operations</b>		<b>2,406</b>		<b>62,729</b>
Direct Taxes Paid / Refund (Net)		637		(301)
<b>Cash Flow before extraordinary items</b>		<b>3,043</b>		<b>62,428</b>
Exceptional Items		1,317		20,149
<b>Net Cash From Operating Activities</b>		<b>4,360</b>		<b>82,577</b>
<b>B Cash flow from Investing Activities</b>				
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Purchase of Fixed Assets	(16)		(19)	
Sale/discard of Fixed Assets	41		0	
Interest Income	159		172	
Investment in Joint Ventures & others	(59)		(2)	
Investment in Fixed deposit	(3,972)	(3,847)	414	565
<b>Net Cash used in investing Activities.</b>		<b>(3,847)</b>		<b>565</b>
<b>C Cash Flow from Financing Activities</b>				
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Share Capital issue	-		-	
Share Premium Account	-		-	
<b>Net Cash inflow</b>		-		-
Long term borrowings	0		(20,432)	
Short term borrowing	0		(53,255)	
Interest Paid	(97)		(9,567)	
Dividend Paid	0		(1)	
Tax on Dividend	-		-	
Dividend & Unclaimed Share Application Money Deposited	-	(97)	-	(83,255)
<b>Net Cash from financing Activities.</b>		<b>(97)</b>		<b>(83,255)</b>



## Standalone Cash Flow Statement for the period ended 31st March 2021

₹ in lakhs

	31 March 2021	31-Mar-20
<b>D Net increase/(Decrease) in Cash and Cash equivalent (A+B+C)</b>	<b>416</b>	<b>(113)</b>
<b>E Add: Balance at the beginning of the Year</b>	<b>466</b>	<b>579</b>
<b>Cash &amp; Cash equivalents as the close of the year</b>	<b>882</b>	<b>466</b>
<b>Note :</b>		
Cash & Cash equivalents		
- Balances with banks in Current Accounts	867	456
- Cash in hand	15	10
<b>Cash &amp; Cash equivalents (As per Note 11)*</b>	<b>882</b>	<b>466</b>
* i) Excluding balances with the bank in the form of Fixed		
Deposit pledged as Security / Margin with Bank for BG Limit and Lien with Client	4,184	212
ii) Earmarked Bank balances against Dividend and Unclaimed		
Share Application	0	0
<b>Total (As per Note 12)</b>	<b>4,184</b>	<b>212</b>
<b>Total [As per Note (11+12)]</b>	<b>5,066</b>	<b>678</b>

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266

Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Todi**  
(Company Secretary)

## Statement Of Change In Equity for the year ended 31st March 2021

### A. Equity Share Capital

Equity shares of Rs. 10 each issued, subscribed and full paid

₹ In Lakhs

Particulars	Numbers	Amount
As at 1 April 2019	2,87,42,098	2,874
Changes in Equity Share Capital during 2019-20	-	-
As at 31 March 2020	2,87,42,098	2,874
Changes in equity share capital during 2020-21	-	-
As at 31 March 2021	2,87,42,098	2,874

### B. Other equity

	Reserves and surplus					Items of other comprehensive income	Total
	Share Premium	Retained earnings	Capital reserve	Capital redemption reserve	General reserve	Equity Instruments through Other Comprehensive Income	
Balance at 1 April 2019	7,884	(16,567)	100	14	1,415	30	(7,124)
Profit or Loss	-	20,456	-	-	-	-	20,456
Other comprehensive income (net of tax)	-	-	-	-	-	21	21
<b>Total comprehensive income for the year</b>	-	<b>20,456</b>	-	-	-	<b>21</b>	<b>20,477</b>
Dividend	-	-	-	-	-	-	-
Income tax on dividend paid	-	-	-	-	-	-	-
Transfer from retained earnings	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
<b>Balance as at 31 March 2020</b>	<b>7,884</b>	<b>3,889</b>	<b>100</b>	<b>14</b>	<b>1,415</b>	<b>51</b>	<b>13,353</b>
Profit or Loss	-	5,033	-	-	-	-	5,033
Other comprehensive income (net of tax)	-	-	-	-	-	-	-
<b>Total comprehensive income</b>	-	<b>5,033</b>	-	-	-	-	<b>5,033</b>
Dividend	-	-	-	-	-	-	-
Income tax on dividend paid	-	-	-	-	-	-	-
Transfer from retained earnings	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
<b>Balance at 31 March 2021</b>	<b>7,884</b>	<b>8,922</b>	<b>100</b>	<b>14</b>	<b>1,415</b>	<b>51</b>	<b>18,386</b>

Summary of significant accounting policies

The accompanying notes including other explanatory information form an integral part of the financial statements

In terms of our report of even date attached

**For J Jain & Company**

Chartered Accountants

FRN No 310064E

**CA Sanjay Lodha**

Partner

Membership No : 058266

Date : May 4, 2022

Place : Kolkata

For & on behalf of Tantia Constructions Ltd

**Tarun Chaturvedi**

(Member of Monitoring Committee)

**Kshitiz Chhawchharia**

(Member of Monitoring Committee)

**Priti Todi**

(Company Secretary)

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 1 Corporate Information

Tantia Constructions Limited (hereinafter referred to as "**Company**") is one of the most proficient civil infrastructure solutions providers in India. Incorporated as a private limited Company in 1964 which became public limited Company in 1982, the Company is engaged in executing critical infrastructure projects. It began operations in the railways segment and over the years expanded to six other core infrastructure segments namely roads, urban development, infrastructure and industrial fabrication, power, marine and aviation.

Pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as "**Adjudicating Authority**"), vide its order dated 13 March 2019, had ordered the commencement of the corporate insolvency resolution process (hereinafter referred to as "**CIR process**") in respect of the company under the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "**the Code**").

During the CIR process, expression of interest was sought against which applications were received, out of which a Consortium of EDCL Infrastructure Limited and Upendra Singh Constructions Private Limited were selected as the "Successful Resolution Applicant". Pursuant to its order (hereinafter referred to as "**NCLT Order**") dated 24 February 2020 (hereinafter referred to as the "**effective date**"), the Adjudicating Authority approved the Resolution Plan (hereinafter referred to as the "**Approved Resolution Plan**") submitted by the successful Resolution Applicants (hereinafter referred to as the "**RA**") for the Company under Section 31 of the Code. As per the terms of Section 31 of the Code, the Approved Resolution Plan shall be binding on the Company, its employees, members, creditors, guarantors and other stakeholders involved in the Resolution Plan. As per the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "**MC**") has been formed to oversee its implementation and to manage the affairs of the Company as a going concern until the transfer of control of the Company to the Resolution Applicant. During the implementation of the Approved Resolution Plan, the erstwhile Board of Directors stands retired with their powers suspended and the stated MC in charge of the Company for the relevant period.

Considering the above, the financial statements are being presented on a 'Going Concern' basis.

The financial statements were certified by the Chartered Secretary (Key Managerial Personell of the Company) and members of the MC and taken on record by the MC at the meeting held on 20th December, 2021.

### 2 Basis of preparation

#### a) Statement of Compliance

These standalone financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 (hereinafter referred to as the "**Act**") (to the extent notified) and the Indian Accounting Standards (hereinafter referred to as "**Ind AS**") notified under the the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereto issued by Ministry of Corporate Affairs under section 133 of the Act. In addition, the guidance notes/ announcements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except where compliance with other statutory promulgations require a different treatment.

These standalone Financial Statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing standard requires a change in the accounting policy hitherto in use.

#### b) Functional and presentation currency

The financial statements are presented in Indian Rupees ('Rs') which is Company's presentation currency and amounts have been rounded to the nearest Lakhs, except where otherwise indicated.

#### c) Basis of preparation

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

- (i) Certain financial assets and financial liabilities measured at fair value;
- (ii) Employee's defined benefit plan as per actuarial valuation.

## Notes to the Standalone financial statements for the period ended 31st March 2021

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when valuing the asset or liability at the measurement date.

For recognition of Income and Expenses, mercantile system of accounting is followed except in case of insurance claims where on the ground of prudence and as well as uncertainty in realization, the same is accounted for as and when accepted/ received.

### **d) Use of judgments and estimates**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

### **Critical accounting judgements and key sources of estimation uncertainty: Key assumptions -**

#### **(i) Useful lives of Property, plant and equipment:**

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/ component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

#### **(ii) Fair value measurement of financial instruments:**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using certain valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

#### **(iii) Defined benefit plans:**

The cost of the defined benefit plan includes gratuity and the present value of the gratuity obligation are determined using actuarial valuations using projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### **(iv) Recognition and measurement of provisions and contingencies:**

The certain key assumptions about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies, if any, in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for.

### **e) Measurement of fair values**

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments.

## Notes to the Standalone financial statements for the period ended 31st March 2021

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 3 Significant accounting policies

#### a) Operating Cycle

All 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 the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Operating cycle for the business activities of the company covers the duration of the specific project/ contract/ product line/ service including the defect liability period wherever applicable and extends up to the realisation of receivables (including retention monies) within the agreed credit period normally applicable to the respective lines of business.

#### b) Financial instruments

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

##### i. Financial Assets

###### Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables are initially measured at transaction price. Regular way purchase and sale of financial assets are accounted for at trade date.

###### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Amortised cost
- Fair value through other comprehensive income (FVTOCI)
- Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

###### Financial assets at amortised cost

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

The effective interest rate (EIR) amortisation is included in finance income in the profit or loss.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### Financial assets at FVTOCI

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

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

### Financial assets at FVTPL

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit & Loss.

### **Other equity investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

### **Investments in Subsidiaries, Associates and Joint-Ventures**

The Company has accounted for its equity instruments in Subsidiaries, Associates and Joint-Ventures at cost except where Investments are accounted for at cost shall be accounted in accordance with Ind AS 105, wherein they are classified as assets held for sale.

### **Derecognition**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

## ii. **Financial liability**

### **Initial recognition and measurement**

Financial liabilities are initially recognised at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except financial liabilities at fair value through profit or loss which are initially measured at fair value.

### **Subsequent measurement**

For purposes of subsequent measurement, financial liabilities are classified in following categories:

- Financial liabilities through profit or loss (FVTPL)
- Financial liabilities at amortised cost

### Financial liabilities through FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

### Financial liabilities at amortised cost

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and any gain or loss on derecognition are recognised in profit or loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### Derecognition

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

### iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## c) Property, Plant and Equipment

### i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalised.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

Assets retired from active use and held for disposal are stated at the lower of their net book value and net realisable value and shown under 'Other current assets'.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit or loss.

Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

### ii. Subsequent expenditure

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Company. Ongoing repairs and maintenance are expensed as incurred.

### iii. Depreciation and amortisation

#### Tangible Assets

Depreciation on fixed assets is provided based on useful life of the assets as prescribed in Schedule – II to the Companies Act, 2013.

#### Intangible Assets

These are amortized over the best estimates of its useful economic life as decided by the management.

## d) Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and any accumulated impairment losses. They are amortised over the best estimates of its useful economic life as decided by the management. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal.

## e) Inventories

a) Stock of construction materials, stores and spares and fuel (except for those relating to Construction activities) are valued at cost (weighted average basis) or net realizable value whichever is lower.

## Notes to the Standalone financial statements for the period ended 31st March 2021

- b) Cost of construction materials, stores, spares and fuel used in construction activities are valued at cost (weighted average basis).
- c) Work-in-progress is valued at cost and reflects the work done but not certified.
- d) The cost of inventories comprises all cost of purchase, cost of conversion and other incidental cost incurred in bringing the inventories to their present location and condition.
- e) Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

### f) Impairment

#### i. Impairment of financial instruments: financial assets

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

#### ii. Impairment of non-financial assets

The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### g) Employee Benefits

#### i. Short-term employee benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

#### ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company makes specified monthly contributions towards Provident Fund, ESI and Medical. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.



## Notes to the Standalone financial statements for the period ended 31st March 2021

### iii. Defined benefit plans

#### I. Gratuity

Liability on account of Gratuity is:

- Covered through recognized gratuity fund managed by Life Insurance Corporation of India and contributions are charged to revenue; and
- Balance if any, is provided on the basis of valuation of the liability by an independent Actuary as at the year end.

#### II. Leave Encashment

Liability for leave encashment is treated as a long term liability and is provided on the basis of valuation by an independent Actuary as at the year end.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

### h) Provisions (other than for employee benefits), Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement and are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are disclosed only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. The Company does not recognize a contingent liability but only makes disclosures for the same in the Financial Statements.

Contingent assets where it is probable that future economic benefits will flow to the Company are not recognised but disclosed in the financial statements.

#### i) Revenue Recognition

##### On Construction Contracts:

The companies recognizes revenue when the control of the goods and services is transferred to the customer as against the transfer of risk and rewards. As per the Company's current revenue recognition practices, transfer of control happens at the same point as transfer of risk and rewards thus not effecting the revenue recognition. The amount of revenue recognised reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The Company has adopted the modified transitional approach as permitted by the standard under which the comparative financial information is not restated. The accounting changes required by the standard are not having material effect on the Company financial statements and no transitional adjustment is recognised in retained earnings at April 1, 2018, though there would be additional disclosure requirements for the company to comply with.

Contract modifications are accounted for when additions, deletions or changes are approved either to the scope or price or both. Goods/services added that are not distinct are accounted for on a cumulative catch up basis. Goods / services those that are distinct are accounted for prospectively as a separate contract, if the additional goods/services are priced at the standalone selling price else as a termination of the existing contract and creation of a new contract . In cases where the additional work has been approved but the corresponding change in price has not been determined, the recognition of revenue is made for an amount with respect to which it is highly probable that a significant reversal will not occur. If the consideration promised in a contract includes a variable amount, this amount is recognised only to the extent that it is highly probable that a significant reversal in the amount recognised will not occur.

##### On Sale of Goods:

- In case of sale of goods, the transfer of property in goods results in the transfer of significant risks and rewards of ownership to the buyer and revenue is recognized at the time of transfer of property. Sales are net of taxes, returns, trade discounts etc.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### j) Recognition of dividend income and interest income

#### Dividends

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

#### Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the Statement of Profit and Loss.

### k) Leases

Lease income from operating leases (excluding amount for services on maintenance, etc. and contingent rentals) where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases and another systematic basis is more representative of the time pattern in which user's benefit derived from the leased asset is diminished. Contingent rent is recognized in the period when earned. The respective leased assets are included in the balance sheet according to the nature of the asset.

### l) Income tax

Income tax expense comprises of current and deferred tax. Current tax and deferred tax is recognized in the Statement of Profit or Loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

#### i. Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, on the basis of taxable profits computed for the current accounting period in accordance with the Income Tax Act, 1961, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

#### ii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

### m) Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

### n) Foreign currencies transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. All other foreign currency assets and liabilities are stated at the rates prevailing at the date of transaction other than those covered by forward contracts, which are stated at

## Notes to the Standalone financial statements for the period ended 31st March 2021

the contracted rate. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

### o) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM").

The board of directors of the Company, which has been identified as being the CODM, generally assesses the financial performance and position of the Company and makes strategic decisions, however as per Approved Resolution Plan the power of Board of Directors remain suspended and in its place the Monitoring Committee is empowered with the power.

### p) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

### q) Interest in Joint venture

In respect of its interest as joint venture the company recognise its interest in a joint venture as an investment and accounts for the investment in accordance with Ind AS 28 "Investment in associates and joint ventures".

## 4A Property, plant and equipment

₹ In Lakhs

	Free hold land	Work shop & office shed	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total	Software	Total
<b>A. Gross carrying amount (Deemed cost) <sup>(1)</sup></b>									
As at April 1, 2019	397	231	4,320	69	297	46	5,360	2	5,362
Additions	-	-	1	-	17	1	19	-	19
Deletions / Discard	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2020</b>	<b>397</b>	<b>231</b>	<b>4,321</b>	<b>69</b>	<b>314</b>	<b>47</b>	<b>5,379</b>	<b>2</b>	<b>5,381</b>
Additions	-	-	3	-	-	1	4	12	16
Deletions / Discard	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>397</b>	<b>231</b>	<b>4,324</b>	<b>69</b>	<b>314</b>	<b>48</b>	<b>5,383</b>	<b>14</b>	<b>5,397</b>
<b>B. Depreciation</b>									
Upto April 1, 2019	-	12	2,006	6	170	34	2,228	2	2,230
For the year ended March 31, 2020	-	4	525	2	48	4	583	-	583
Adjustments/ Deletions	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2020</b>	<b>-</b>	<b>16</b>	<b>2,531</b>	<b>8</b>	<b>218</b>	<b>38</b>	<b>2,811</b>	<b>2</b>	<b>2,813</b>
For the year ended March 31, 2021	-	4	449	1	30	2	486	10	496
Adjustments/ Deletions	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>-</b>	<b>20</b>	<b>2,980</b>	<b>9</b>	<b>248</b>	<b>40</b>	<b>3,297</b>	<b>12</b>	<b>3,309</b>
<b>C. Net carrying amount</b>									
As at March 31, 2020	397	215	1,790	61	96	9	2,568	-	2,568
As at March 31, 2021	397	211	1,344	60	66	8	2,086	2	2,088

- (1) The company has elected to measure all its property, plant and equipments at the previous GAAP carrying amount i.e 31st March, 2016 as its deemed cost on the date of transition to IND AS i.e 1st April, 2016.

## Notes to the Standalone financial statements for the period ended 31st March 2021

## 4B Capital Work-in-Progress (CWIP)

₹ In Lakhs

	CWIP
<b>Gross carrying amount (Deemed cost)</b>	
As at April 1, 2019	41
Additions	-
Deletions / Discard / Converted to Tangible Assets	-
<b>As at March 31, 2020</b>	<b>41</b>
Additions	
Deletions / Discard / Converted to Tangible Assets	41
<b>As at March 31, 2021</b>	<b>-</b>

## 5 Non-Current Investments

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Unquoted, other than trade</b>		
<b>(a) Investment in equity instruments (fully paid)</b>		
<b>In Subsidiaries (at cost)</b>		
* Tantia Raxaultollway Private Limited - 172 (31st March 2020- 172) Equity Shares of ₹ 1,000/- each	2	2
Less : Provision for Dimunition in value of Investments	-2	-2
* Tantia Infrastructure Private Limited - 10,000 (31st March 2020- 10,000) Equity Shares of ₹ 1,000/- each	100	100
Less : Provision for Dimunition in value of Investments	-50	-50
<b>In Others (at fair value through other comprehensive income)</b>		
Andromeda Communications (P) Limited - 7,000 (31st March 2020 - 7,000) Equity Shares of ₹ 10/- each	21	21
Universal Realtors (P) Limited - 40,000 (31st March 2020 - 40,000) Equity Shares of ₹ 10/- each	107	107
<b>(b) Investment in preference instruments (fully paid)</b>		
<b>In Subsidiaries (at fair value through profit and loss a/c)</b>		
* Tantia Infrastructure Private Limited - 3,03,704 (31st March 2020- 3,03,704) Preference Shares of ₹ 100/- each	31,153	26,543
Less : Provision for Dimunition in value of Investments	-13,271	-13,271
<b>(c) Investment in equity instruments (fully paid)</b>		
<b>In Associate (at cost)</b>		
Tantia Sanjauliparkings Private Limited - 10,00,000 (31st March 2020- 10,00,000) Equity Shares of ₹ 10/- each	100	100
<b>(d) Investment in preference instruments (fully paid)</b>		
<b>In Associate (at cost)</b>		
Tantia Sanjauliparkings Private Limited - 62,300 (31st March 2020- 62,300) Preference Shares of ₹ 100/- each	674	694
<b>(e) Investment in joint ventures (at cost)</b>		
Tantia - RBM (JV)	79	79
Tantia - JMC (JV)	6	6
Tantia - IVRCL (JV)	-	2
Tantia - FREYSSINET (JV)	-	8
Tantia - SPML (JV)	3	3
Tantia - GONDWANA (JV)	42	41
Tantia - CCIL (JV)	15	15
Tantia - SEC (JV)	48	48

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 5 Non-Current Investments

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Tantia - PREMCO (JV)	1	1
Tantia - MPPL (Wilo) (JV)	125	125
Tantia - NMTPL (JV)	2	2
<b>Total</b>	<b>19,157</b>	<b>14,576</b>
Aggregate carrying amount of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate carrying amount of unquoted investments	19,157	14,576

The Company is holding investments in one of its subsidiaries i.e. Tantia Infrastructure Private Limited (TIPL) in the form of Equity and Preference Shares. TIPL has in turn made substantial investments in inter alia Tantia Raxaultollways Private Limited (TRPL). TRPL being an SPV entity is currently non operational and the project is currently under arbitration which in turn is expected to have an adverse impact on the net worth of TIPL. Further, TIPL also does not have any major revenue from operation in last three financial years, therefore, as a conservative approach, diminution in the value of investment of INR 13,233 Lakhs was made in the previous financial year.

### 6 Loans - Non-Current

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured, considered good)		
Security deposits and retention money	2,987	-
<b>Total</b>	<b>2,987</b>	<b>-</b>

### 7 Deferred Tax Assets (net)

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Deferred Tax Assets	4,218	4,218
Less: Deferred Tax Liabilities	6,884	5,686
<b>Total</b>	<b>(2,666)</b>	<b>(1,468)</b>

	As at 1st April 2019	Recognised in Profit or Loss	Recognised in OCI	As at 31st March 2021
<b>Movement in deferred tax assets/ (liabilities) balances</b>				
<b>Deferred tax (liabilities)/assets in relation to</b>				
Fiscal allowance on property, plant and equipment, etc.	138	-	-	138
Other timing differences	5,548	1,198	-	6,746
<b>Total deferred tax liabilities</b>	<b>5,686</b>	<b>1,198</b>	<b>-</b>	<b>6,884</b>
Employees' benefit	189	-	-	189
Unabsorbed carried forward loss	3,626	-	-	3,626
MAT credit entitlement	403	-	-	403
<b>Total deferred tax assets</b>	<b>4,218</b>	<b>-</b>	<b>-</b>	<b>4,218</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>(1,468)</b>	<b>(1,198)</b>	<b>-</b>	<b>(2,666)</b>

## Notes to the Standalone financial statements for the period ended 31st March 2021

₹ In Lakhs

	As at 1st April 2019	Recognised in Profit or Loss	Recognised in OCI	As at 31st March 2020
<b>Deferred tax (liabilities)/assets in relation to</b>				
Fiscal allowance on property, plant and equipment, etc.	138	-	-	138
Other timing differences	4,524	1,024	-	5,548
<b>Total deferred tax liabilities</b>	<b>4,662</b>	<b>1,024</b>	<b>-</b>	<b>5,686</b>
Employees' benefit	196	-	(7)	189
Unabsorbed carried forward loss	3,626	-	-	3,626
MAT credit entitlement	403	-	-	403
<b>Total deferred tax assets</b>	<b>4,225</b>	<b>-</b>	<b>-7</b>	<b>4,218</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>(437)</b>	<b>(1,024)</b>	<b>(7)</b>	<b>(1,468)</b>

The net deferred tax liabilities as on 31 March 2021 is INR 2,666 lacs (As on 31 March, 2020- INR 1,468 Lakhs). The impact of the deferred tax on the amounts written back and/ or written off through exceptional item (Refer Note 52) has not been considered in the above calculation.

**8 Other Non-Current Assets**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
- Prepaid Expenses	64	-
<b>Total</b>	<b>64</b>	<b>-</b>

**9 Inventories**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Valued at the lower of cost and net realisable value)		
Raw Materials	953	976
Construction Contract Work-In-Progress	1,133	78
Stores & Spares	349	445
Loose Tools	270	338
<b>Total</b>	<b>2,705</b>	<b>1,837</b>

Particulars	2020-21	2019-20
Cost of Materials Consumed	1,230	2,432
Contract Operating Expenses	8,074	10,660
Changes in Work-In-Progress	(1,055)	713

**10 Trade receivables**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured unless otherwise stated)		
Considered good*	6,410	7,720
<b>Total</b>	<b>6,410</b>	<b>7,720</b>

Trade receivables include Rs.5,700 Lakhs, respectively lying outstanding for more than three years. As receivables are mainly from government agencies, subsidiary and associate company, pending under arbitration, same has been considered good and as such no provision has been made thereagainst. Further, a write back of INR 573 lakhs has been made under trade receivables with a correspondig effect in "Exceptional Items" in the Profit and Loss Account (Refer Note No. 52) on account of recovery from PWD Mizoram client.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 11 Cash and Cash Equivalents

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Balances with Bank		
- In Current Account	867	456
Cash on Hand	15	10
<b>Total</b>	<b>882</b>	<b>466</b>

### 12 Other Bank Balances

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Balances with banks		
- In deposit accounts	4,184	212
<b>Total</b>	<b>4,184</b>	<b>212</b>

The Company has been carrying certain Balances with Banks – In deposit accounts for a number of years. These were primarily in the nature of earmarked deposits placed as security with government bodies and as margin money against issue of bank guarantees. In case of these deposits aggregating to INR 543 lacs it was found that the amounts had matured long back and had been adjusted by the Banks or by the Clients against liabilities, but corresponding entries were not passed in the books of accounts in the Company and no amount against the same is recoverable. Accordingly, the Company had written off fixed deposits with bank aggregating to INR 205.22 Lakhs in the previous Financial Year. Fixed Deposits and other balance with bank aggregating to INR 251 Lakh which includes interest earned in earlier years based on communication received from the banks, have been restored. The same has been included in "Exceptional Items" in the statement of profit and loss (Refer Note 52). Further, interest income accrued against these deposits amounting to INR 15.25 Lakhs has been included under "Other Income" (Refer Note 28)

Fixed Deposit amounting to INR 1000 Lakhs given as performance security to "Committee of Creditors" by the Successful Resolution Applicant as per the Approved Resolution Plan, has been recognised in "Other Bank Balances" by creating a corresponding liability under "Other Current Liabilities". Further interest income of INR 39.50 Lakhs accrued thereon has been accounted for under "other income" and a corresponding liability has been recognised under "Other Financial Liabilities".

Furthermore, INR 350 Lakhs received from the Successful Resolution Applicant as per the provisions of the Approved Resolution Plan for payment to employees and other operational creditors. Pending implementation of the Resolution Plan, the same has been deposited with bank as short term deposit and interest accrued thereon of INR 4.91 Lakhs has been accounted for as "interest income".

### 13 Loans - Current

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured, considered good)		
Security deposits & earnest money	2,128	5,562
<b>Total</b>	<b>2,128</b>	<b>5,562</b>

In terms of note 52, a write back of INR 15 lakhs has been made under Security Deposit & Earnest Money with a corresponding effect in "Exceptional Items" in the profit and loss account, on account of recovery from South Eastern Railway.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 14 Other Financial Assets

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Advance to Subsidiaries		
- Tantia Infrastructure Private Limited	346	345
Interest accrued but not due on bank deposits	90	60
<b>Total</b>	<b>436</b>	<b>405</b>

### 15 Current Tax Asset (net)

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Advance payment of tax (net of provisions)	1,160	1,797
<b>Total</b>	<b>1,160</b>	<b>1,797</b>

### 16 Other Current Assets

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Advances other than Capital Advances		
Advances to Suppliers (Goods & Services) (Refer Note 16.1)	528	696
Advance to NBFC	-	10
Works Contract Tax Receivable	480	480
Prepaid Expenses	168	-
	<b>1,176</b>	<b>1,186</b>

16.1. Advance to suppliers includes amount aggregating to INR 15,830.01, in terms of the approved Resolution Plan (Refer Note 53).

Advance to suppliers includes amount aggregating to INR 278.84 Lakhs given to various parties during the period of CIR Process, due to be recovered or adjusted, same considered as good. Further, with reference to Note 52, advances receivable to the tune of INR 24 lakhs have been derecognized in the current financial year in terms of the approved Resolution plan.

### 17 Equity share capital

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Authorised</b>		
390,00,000 (31st March 2020- 390,00,000) equity shares of ₹ 10/- each	3,900	3,900
10,00,000 (31st March 2020- 10,00,000) 10.5% cumulative redeemable preference shares of ₹ 10/- each	100	100
	4,000	4,000
<b>Issued, subscribed and fully paid-up</b>		
2,87,42,098 equity shares (31st March 2020- 2,87,42,098) of ₹ 10/- each	2,874	2,874
	<b>2,874</b>	<b>2,874</b>

#### A. Reconciliation of number of equity shares outstanding at the beginning and at the end of the period

₹ In Lakhs

	As at 31 March 2021		As at 31 March 2020	
	Number	Amount	Number	Amount
Balance as at the beginning of the year	2,87,42,098	2,874	2,87,42,098	2,874
Add: Issued during the year	-	-	-	-
Balance as at the end of the year	<b>2,87,42,098</b>	<b>2,874</b>	<b>2,87,42,098</b>	<b>2,874</b>



## Notes to the Standalone financial statements for the period ended 31st March 2021

### B. Rights, Preferences and Restrictions attaching to Equity Shares

- i) The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupee. There is no recommendation of dividend on Equity shares for the Financial Year ended 31st March, 2021.
- ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, in the proportion to their shareholding.

### C. Particulars of shareholders holding more than 5% shares of fully paid up equity shares

₹ In Lakhs

Name of the Shareholder	As at 31 March 2021		As at 31 March 2020	
	Number	% of holding	Number	% of holding
Nigolice Trading Private Limited	1,52,59,689	53.09%	1,52,59,689	53.09%
Rahul Tantia	35,73,359	12.43%	35,73,359	12.43%

- With respect to the existing share capital the Approved Resolution Plan proposes reduction of the Company's share capital without any pay out to the shareholders, by reducing the face value of each issued and outstanding equity share of the Company from INR 10 to INR 1

### 18 Other equity

#### Refer statement of changes in equity for detailed movement in equity balance

₹ In Lakhs

A. Summary of other equity balance		1st April 2020	Movement during the year	31st March 2021	1st April 2019	Movement during the year	31st March 2020
Capital reserve	(a)	100	-	100	100	-	100
Capital redemption reserve	(b)	14	-	14	14	-	14
Securities premium account	(c)	7,884	-	7,884	7,884	-	7,884
General reserve	(d)	1,415	-	1,415	1,415	-	1,415
Retained earnings	(e)	3,940	5,033	8,973	(16,537)	20,477	3,940
<b>Total other equity</b>		<b>13,353</b>	<b>5,033</b>	<b>18,386</b>	<b>-7,124</b>	<b>20,477</b>	<b>13,353</b>

B. The description of the nature and purpose of each reserve within equity is as follows:

- (a) **Capital reserve:** The Company had received INR 100 Lakhs against future call option of 7,14,285 Share warrants in the financial year 2008-09. The call was not exercised by the applicants and as per the terms of the issue of warrant, the said amount was forfeited and credited to capital reserve during the financial year 2008-09.
- (b) **Capital redemption reserve:** The Company had issued 1,40,000 10.5% cumulative preference share at par value of ₹ 10 each in the Financial Year ending on 31st March 2005 were redeemed at the option of the share holder during the financial year ended on 31.03.2015. Accordingly INR 14 Lakh equivalent to the proceeds of redemption were transferred to capital redemption reserve.
- (c) **Securities premium account:** Securities premium account represents the premium received on issue of shares over and above the face value of equity shares. The account is available for utilisation in accordance with the provisions of the Companies Act, 2013.
- (d) **General Reserve:** The Company has not transferred any amount to the reserves for the year ended 31st March, 2021.
- (e) **Retained earnings:** This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

## Notes to the Standalone financial statements for the period ended 31st March 2021

## 19 Long Term Borrowings

₹ In Lakhs

	As at 31 March 2021		As at 31 March 2020	
	Non-Current	Current Maturities	Non-Current	Current Maturities
(i) Secured				
- Term Loans from Non-Banking Finance Companies		-	-	-
- Loans from Banks				
Term Loan	-	901	-	899
Working capital term loan	-	675	-	675
Funded interest term loan	-	668	-	668
<b>Total</b>	-	<b>2,244</b>	-	<b>2,242</b>

## 20 Long Term Provisions

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Provisions for employee benefits</b>		
- Provision for gratuity	108	160
- Provision for leave encashment	34	42
	<b>142</b>	<b>202</b>

## 21 Other Non-Current Liabilities

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Other liabilities against contracts	312	20
	<b>312</b>	<b>20</b>

In reference to note 52, other liability includes security deposit of certain petty contractors amounting to INR 24 Lakhs which have been derecognized in the current financial year in terms of the approved Resolution Plan.

In reference to note 53, other liabilities against contract includes INR 58 Lakhs, payable as per the terms of the approved Resolution Plan.

## 22 Borrowings

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Secured</b>		
Cash Credit and Working Capital Demand Loan from Bank (Refer Note 22.1)	4,420	4,420
Short Term Loans from Scheduled Banks	-	-
<b>Unsecured</b>		
From Bodies Corporate (Refer Note 22.2)	33	33
<b>Total</b>	<b>4,453</b>	<b>4,453</b>

22.1. In reference to note 53, cash credit and working capital demand loan from bank aggregating to INR 4419 Lakhs is payable in terms of the approved Resolution Plan .

22.2. In reference to note 53, unsecured borrowings from bodies corporate aggregating to INR 33 Lakhs is payable in terms of the approved Resolution Plan.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 23 Trade Payables

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Dues to Micro And Small Enterprises</b> (as per the intimation received from vendors)	-	-
a. the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year	-	-
b. Interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c. Interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d. The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e. Interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-
<b>Dues to others</b>	-	-
- For goods	1,491	1,340
- For expenses	-	-
	<b>1,491</b>	<b>1,340</b>

In reference to note no. 53, Trade payable aggregating to INR 141 Lakhs is payable as per the terms of the approved Resolution Plan.

As per the Approved Resolution Plan trade payable amounting to INR 13,007 Lakhs and INR 172 Lakhs have been derecognized in the previous and current financial year respectively.

Owing to the size of the overdue credit facilities, multiplicity of contractual arrangements and large number of operational creditors, determination of the carrying amount of related liabilities at the date of approval of Resolution Plan was a complex exercise and has been completed on the basis of information, documents etc. available with the Company. Confirmations/ Reconciliations from the concerned creditors are pending and any consequential adjustments required in the books of accounts will be done in the year in which such reconciliations are received.

Further, comprehending the provisions of the Approved Resolution Plan and determining the appropriateness of the accounting treatment thereof, more particularly the accounting treatment of derecognition of liabilities, requires significant judgment and estimates, including consideration of accounting principles to be applied for presentation of difference between carrying amount of novated debt and consideration payable therefore.

### 24 Other Financial Liabilities

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Current maturities of long term debt (Refer Note- 19, 24.1)	2,244	2,242
Interest accrued and due	-	-
Unpaid dividend	-	-
Others		
- Advance from joint venture (Refer Note 24.2)	1,257	1,750
- Advance from subsidiaries	408	411
- Liabilities for employees (Refer Note 24.3)	375	527
- Liabilities for expenses (Refer Note 24.4)	684	741
	<b>4,968</b>	<b>5,671</b>

**24.1.** In reference to note 53, Current maturities of long term debt due to Financial Creditors aggregating to INR 2244 Lakhs is payable in terms of the approved Resolution Plan.

**24.2.** In reference to note 53, other liability includes liability towards Joint Ventures which in net have been derecognized by INR 306 lakhs in the current financial year in terms of the approved Resolution Plan.

## Notes to the Standalone financial statements for the period ended 31st March 2021

24.3. In reference to note 53, liability towards employees aggregating to INR 150.16 Lakhs is payable in terms of the approved Resolution Plan.

24.4. In reference to note 53, liabilities towards expenses aggregating to INR 452.75 Lakhs, form part of the CIRP Cost in terms of the approved Resolution Plan.

### 25 Other Current Liabilities – Non Financial Liabilities

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
Revenue received in Advance		
- Advance against Materials	4,475	4,475
- Advance against Contract	2,313	2,384
Others		
- Statutory liabilities	-203	-75
- Others	1,406	50
	<b>7,991</b>	<b>6,834</b>

### 26 Short Term Provisions

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
Provision for Gratuity	76	77
Provision for leave encashment	18	78
	<b>94</b>	<b>155</b>

### 27 Revenue from Operations

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
<b>Sale of services</b>		
- Contract receipts	10,171	13,594
<b>Other operating revenues</b>		
- Miscellaneous business income	25	25
	<b>10,196</b>	<b>13,619</b>

### 28 Other Income

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
<b>Interest income</b>		
- Interest on fixed deposits (Gross)	122	13
- Other Interest includes interest on income tax refund	68	123
<b>Other non-operating revenues</b>		
- Others	119	4
<b>Other gains and losses</b>		
- Net gain arising on financial assets measured at FVTPL	4,590	3,937
	<b>4,899</b>	<b>4,077</b>

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 29 Cost of Materials Consumed

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Construction Materials	965	2,157
Consumable Materials	129	178
Stores & Spares	113	40
Carriage Inwards (Including material re-handling)	23	57
	<b>1,230</b>	<b>2,432</b>

### 30 Contract Operating Expenses

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Contract Execution Expenses	6,599	8,517
Equipment Hire Expenses	465	605
Repairing Charges		
- Plant & Machinery	116	86
- Others	15	39
Power & Fuel	582	1,077
Site Expenses	1	1
Works Contract Tax & Other Taxes	-	5
Consultancy Fees	295	329
Survey & Inspection Expenses	1	1
	<b>8,074</b>	<b>10,660</b>

### 31 Change in Inventories of Works in Progress

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Opening Work-in-Progress	78	4,883
Less : Closing Work-in-Progress	1,133	4,170
	<b>(1,055)</b>	<b>713</b>

### 32 Employee Benefits Expenses

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Salaries and Wages	622	756
Contribution to Provident Fund and Other Funds	-98	-66
Staff Welfare Expenses	21	31
	<b>545</b>	<b>721</b>

### 33 Finance Cost

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Interest Expense	97	51
Other Borrowing Costs	58	421
	<b>155</b>	<b>472</b>

## Notes to the Standalone financial statements for the period ended 31st March 2021

## 34 Other Expenses

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Rent	99	108
Rates and Taxes	110	154
Insurance	-11	110
Printing & Stationery	4	7
Payment to Auditors:		
- Audit Fees	7	7
- Tax Audit Fees	2	2
Internal Audit & Other Certificate Fees	14	-
Light Vehicles Running Expenses	2	7
Travelling & Conveyance	57	121
Advertisement	-	7
Computer Maintenance	1	2
Legal Expenses	35	53
Security Guard Expenses	88	88
Telephone Expenses	13	17
Loss from Investment in Joint Venture	67	6
Miscellaneous Expenses	247	95
	<b>735</b>	<b>784</b>

## 35 Income Taxes

₹ In Lakhs

A. Amount recognised in profit or loss	As at 31 March 2021	As at 31 March 2020
<b>Current tax</b>		
Current period	-	-
MAT credit (entitlement)/ reversal	-	-
<b>a</b>	-	-
<b>Deferred tax</b>		
Deferred tax for the year	1,199	1,024
<b>b</b>	<b>1,199</b>	<b>1,024</b>

## B. Income tax recognised in other comprehensive income

	As at 31 March 2021	As at 31 March 2020
<b>Deferred tax</b>		
On items that will not be reclassified to profit or loss		
- Fair valuation of equity instruments	-	-
- Remeasurements of defined benefit plans		7
<b>c</b>	-	<b>7</b>
<b>Income tax expense reported in the Standalone Statement of Profit and Loss (a+b+c)</b>	<b>1,199</b>	<b>1,030</b>

## Notes to the Standalone financial statements for the period ended 31st March 2021

₹ In Lakhs

C. Reconciliation of effective tax rate	As at 31 March 2021	As at 31 March 2020
<b>Profit before tax</b>		
Income tax expense calculated @ 26% (2020- 26%)	6,232	21,480
Effect of items on which tax deduction is allowed on payment basis	1,620	5,585
Benefit of previously unrecognised tax loss to reduce deferred tax expense	-	-
Benefit of previously unrecognised tax credit entitlement to reduce deferred tax expense	-	-
Effect of unrecognised tax loss	-	-
Effect of different tax rate	-	-
Other differences	-	-
Effective tax rate	-	-
	<b>1,620</b>	<b>5,585</b>

The tax rate used for the year 2020-2021 and 2019-20 reconciliations above is the corporate tax rate of 26%; previous year 26% (25% + Health & Education cess @ 4%) payable on taxable profits under the Income Tax Act, 1961.

### 36 Earnings per equity share

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Earnings per share has been computed as under:</b>		
(a) Profit for the year	5,033	20,456
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic/diluted earnings per share	287	287
(c) Earnings per share on profit for the year		
- Basic EPS [(a)/(b)]	17.51	71.18
- Diluted EPS [(a)/(b)]	17.51	71.18

### 37 Segment information

As per Ind AS 108- "Operating Segment", segment information is not required to be provided as the Company is engaged only in construction work and in no other segment.

**38** The Company is engaged in the business of providing infrastructural facilities as per Section 186 (11) read with Schedule VI of the Act. Accordingly, disclosures under Section 186 of the Act is not applicable to the Company.

### 39 Contingent liabilities and commitments

#### Particulars

As per the Approved Resolution Plan, contingent liabilities (which have/ may crystalize) prior to 24 February, 2020 (hereinafter referred to as 'Effective Date') stand extinguished. In terms of the aforesaid plan, the following matters also need the attention of our stakeholders -

The counter-guarantees, also termed as 'corporate guarantees', extended by Tantia Constructions Limited to Consortium Banks on behalf of its subsidiaries, associates and joint ventures, stand extinguished and no further liability exists with respect to the same as at 31st March 2021.

"In respect of the Bank Guarantees of Tantia Constructions Limited, only the active Bank Guarantees as on the effective date, against the ongoing projects, shall continue to remain active. The Resolution Applicant / Corporate Debtor shall be liable to settle any claim arising as a result of invocation / encashment of the Bank Guarantee(s). However, the Resolution Applicant / Corporate Debtor shall not be liable in case of any bank guarantee invocation arising because of the relevant bank(s) refusal for extension of such Active Bank Guarantee(s). The active BG's as at 31st March 2021 is to the tune of INR 8858 Lakhs (As on 31 March 2020 – INR 9927 Lakhs).

In respect of the above bank guarantees, margin money worth INR 664 Lakhs (As on 31 March 2020- INR 89 Lakhs) is being held by banks in the form of Fixed Deposits."

## Notes to the Standalone financial statements for the period ended 31st March 2021

“Furthermore, the Approved Resolution Plan, among other matters, provides that except to the extent of the amount payable to the relevant Financial and/or Operational Creditors in accordance with the Approved Resolution Plan, all liabilities of the Company relating in any manner to the period prior to the CIRP commencement date, i.e., 13th March 2019, immediately, irrevocably and unconditionally, stand fully and finally discharged and settled, there being no further claims whatsoever, and all the rights of the Financial and/or Operational Creditors to invoke or enforce the same stands waived off. It is provided that any and all legal proceedings initiated before any forum, by or on behalf of any Financial and/or Operational Creditor (including Statutory Authorities), to enforce any rights or claims against the Company also stands extinguished. Further, in terms of the Approved Resolution Plan, no Statutory/ Governmental Authority has any right or claim against the Company, in respect of the period prior to the CIRP commencement date and/or in respect of the amounts written off, and all legal proceedings initiated before any forum by or on behalf of any Financial and/or Operational Creditor (including Governmental Authorities) or any Other Creditors to enforce any rights or claims against the Company will immediately, irrevocably and unconditionally stand withdrawn, settled and/or extinguished.

The Approved Resolution Plan provides for extinguishment of all liabilities of the Company owed to Financial and/or Operational Creditors, as of the Insolvency Commencement Date i.e. 13 March, 2019 against settlement of amount given under the resolution plan. The implementation of the Approved Resolution Plan, however, does not have any such similar effect over claims or receivables owed to the Company. Accordingly, the Company has concluded that any receivables due to the Company, evaluated based on merits of underlying litigations, from various governmental agencies continue to subsist.”

### 40 Employee Benefits

#### (a) Defined contribution plans:

Contribution to defined contribution plans, recognised as expense for the year are as under:

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Employer's contribution to Provident Fund	29	26
Employer's contribution to ESIC	2	2
	<b>31</b>	<b>28</b>

#### (a) Defined benefit plans:

##### Statement of Assets and Liabilities for defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Net defined benefit asset - Gratuity Plan				
Net defined benefit obligation - Gratuity Plan	51	120	497	236
<b>Total employee benefit liabilities</b>	<b>51</b>	<b>120</b>	<b>497</b>	<b>236</b>
Non-current	33	41	360	160
Current	18	79	137	76

#### Contribution to Gratuity

The Company's gratuity benefit scheme for its employees in India is a defined benefit plan (unfunded).

The Company provides for gratuity from employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of completed service.

Generally the present value of obligation is determined based on the actuarial valuation using the Projected Unit Credit Method as on year end which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Company's gratuity expense is recognized under the head – “Employee Benefit Expense”. However, as requires under Ind AS 19 no valuation is done for Gratuity since 2017-18 and no valuation is done for Leave Encashment during the current financial year.



## Notes to the Standalone financial statements for the period ended 31st March 2021

These defined benefit plans expose the Company to actuarial risks, such as interest rate risk, liquidity risk, salary escalation risk and regulatory risk.

### Inherent risk

The plan is defined benefit in nature which is sponsored by the Company and hence it underwrites all the risk pertaining to the plan. In particular, this exposes the Company, to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature, the plan is not subject to longevity risk.

The following tables analyze present value of defined benefit obligations, expense recognised in statement of Profit and Loss, actuarial assumptions and other information.

### Reconciliation of the net defined benefit (asset) liability

#### (i) Reconciliation of present value of defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
(a) Balance at the beginning of the year	120	333	236	182
(b) Current service cost	3	5	10	17
(c) Interest cost	8	20	16	12
(d) Actuarial (gains) / losses	-	-	-	(170)
- demographic assumptions	-	-39	-	-
- financial assumptions	(1)	-144	(1)	195
- experience adjustment	(79)	-	236	-
(e) Benefits paid	-	(55)	-	-
Balance at the end of the year	51	120	497	236

#### (ii) Net Asset / (Liability) recognised in the Balance Sheet

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Present value of obligation, as at end of the year	51	120	497	236
Fair value of plan assets, as at end of the year	-	-	-	-
<b>Net defined benefit obligations, as at end of the year</b>	<b>51</b>	<b>120</b>	<b>497</b>	<b>236</b>

#### (iii) Expense recognised in Statement of Profit and Loss

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Current service cost	3	5	9	17
Net interest cost	8	20	12	8
Actuarial Gain/loss	(80)	(183)	-	-
<b>Total expense recognised in Statement of Profit and Loss</b>	<b>(69)</b>	<b>(158)</b>	<b>21</b>	<b>25</b>

## Notes to the Standalone financial statements for the period ended 31st March 2021

## (iv) Re-measurements recognised in other comprehensive income

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Actual return on plan assets (excluding amounts included in net interest cost)	-	-	(1)	-170
Actuarial loss (gain) arising on defined benefit obligation from				
- demographic assumptions	-	-	-	-
- financial assumptions	-	-	236	195
- experience adjustment	-	-	-	-
<b>Total re-measurements included in other comprehensive income</b>	<b>-</b>	<b>-</b>	<b>235</b>	<b>25</b>

## (v) Reconciliation of fair value of plan assets

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
(a) Balance at the beginning of the year	-	-	65	61
(b) Interest income	-	-	4	4
(c) Company (employer) contributions	-	-	-	-
(d) Return on plan assets excluding interest income	-	-	-	-
(e) Benefits paid	-	-	-	-
<b>Balance at the end of the year</b>	<b>-</b>	<b>-</b>	<b>69</b>	<b>65</b>

## (vi) Actuarial assumptions

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Discount rate	6.95%	6.67%	6.71%	6.67%
Expected Return on Plan Asset	NA	NA	NA	NA
Salary escalation rate	6.00%	6.00%	6.00%	6.00%
Attrition rate	1.00%	1.00%	1.00%	1.00%
Retirement age (years)	60	60	60	60

Assumptions regarding future mortality experience are set in accordance with the published rates under Indian Assured Lives Mortality (2006-08) Ultimate.

## (vii) Sensitivity analysis

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Defined benefit obligation on discount rate plus 50 basis points	57	126	489	227
Defined benefit obligation on salary growth rate plus 50 basis points	62	131	517	245
Defined benefit obligation on attrition rate plus 50 basis points	59	128	497	236
Defined benefit obligation on mortality rate plus 100 basis points	59	128	497	236
Defined benefit obligation on discount rate minus 50 basis points	62	131	518	246
Defined benefit obligation on salary growth rate minus 50 basis points	57	126	479	228

## Notes to the Standalone financial statements for the period ended 31st March 2021

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Defined benefit obligation on attrition rate minus 50 basis points	59	128	497	236
Defined benefit obligation on mortality rate minus 100 basis points	59	128	497	236

### (viii) Maturity profile of defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Within the next 12 months	19	81	372	79
Between 1 and 5 years	10	8	23	28
Between 5 and 10 years	10	20	68	77
More than 10 years	58	70	208	297

### 41 Related Party Disclosures

#### Enterprises where control exist:

SI No	Nature of Relation	Name of the Entity
A	Holding Company	Nigolice Trading (P) Limited
B	Subsidiaries	Tantia Infrastructure (P) Limited Tantia Raxaultollway (P) Limited
C	Other related parties with whom the company had transactions - Associates & Joint Ventures :	
I	Associates Companies and Enterprises over which the Key Management personnel and its relatives are able to exercise significant influence.	Andromeda Communications (P) Limited Tantia Agrochemicals Private Limited (Under Liquidation) Tantia Sanjauliparkings (P) Limited
II	Joint Ventures	RBM Tantia (JV) Tantia BSBK (JV) JMC Tantia (JV) Tantia DBC (JV) Tantia Simplex (JV) Tantia Soma (JV) Tantia TBL (JV) Tantia SPML (JV) Tantia Freyssinet Gilcon (JV) Tantia Gondwana (JV) Tantia CCIL (JV) Tantia EDCL (JV) Tantia SEC (JV) IVRCL Tantia (JV) Tantia Premco (JV) Tantia MPPL (WILO) (JV) Tantia Nayak (JV) Tantia NMTPL (JV) TCL UTM (JV)

## Notes to the Standalone financial statements for the period ended 31st March 2021

SI No	Nature of Relation	Name of the Entity
D	Key Management Personnel (KMP)*	Sri Kshitiz Chhawchharia (Chairman of the Monitoring Committee)
		Sri Ishwari Prasad Tantia (Chairman & Managing Director)
		Sri Rahul Tantia (Director - Operations & Chief Financial Officer)
		Ms Priti Todi (Company Secretary)
E	Relatives of Key Management Personnel (KMP)	Sri Siddhartha Tantia (Son of Mr. Ishwari Prasad Tantia)
		Ms Laxmi Tantia (Daughter in law of Mr. Ishwari Prasad Tantia)
		Ms Anita Tantia (Wife of Mr. Rahul Tantia)

\* Ms. Rohini Sureka (Chief Financial Officer) and Shri Murare Lal Agarwal (Director-Projects), Key managerial personnels of the Company, resigned during the Financial Year ended March 31, 2019, their dues yet to be paid by the Company in terms of the Approved Resolution Plan (Refer Note 53).

The following transactions were carried out with related parties in the ordinary course of business: ₹ In Lakhs

Nature of Transaction	Name of Related Party	Transaction for the year ended	
		31-03-2021	31-03-2020
Rendering of Services	Tantia Gondwana (JV)	81	9
	Tantia NMTPL (JV)	47	86
	Tantia Raxaultollway Private Limited	-	-
<b>Total</b>		<b>128</b>	<b>95</b>
Consultancy Fees	Kshitiz Chhawchharia	18	20
<b>Total</b>		<b>18</b>	<b>20</b>
Remuneration Paid / Payable	Ishwari Prasad Tantia	-	-
	Rahul Tantia	-	-
	Priti Todi	5	5
	Murare Lal Agarwal	-	21
	Rohini Sureka	-	5
<b>Total</b>		<b>5</b>	<b>31</b>
Rent paid	Andromeda Communications Private Limited	2	2
	Anita Tantia	5	5
<b>Total</b>		<b>7</b>	<b>7</b>
Re-imbusement of expenses	Andromeda Communications Private Limited	5	3
	Anita Tantia	6	8
	Tantia NMTPL (JV)	-	10
<b>Total</b>		<b>11</b>	<b>21</b>
Investment in Joint Ventures	Tantia Freyssinet Gilcon (JV)	1	-
	Tantia Gondwana (JV)	-	3
	Tantia NMTPL (JV)	-	-5
<b>Total</b>		<b>1</b>	<b>-2</b>
Share of Profit/(Loss)	IVRCL Tantia (JV)	-46	-
	Tantia Freyssinet Gilcon (JV)	-20	-
	Tantia Gondwana (JV)	-1	-6

## Notes to the Standalone financial statements for the period ended 31st March 2021

₹ In Lakhs

Nature of Transaction	Name of Related Party	Transaction for the year ended	
		31-03-2021	31-03-2020
<b>Total</b>		<b>-67</b>	<b>-6</b>
Paid on behalf of Joint Venture	TCL-UTM (JV)	87	-
<b>Total</b>		<b>87</b>	<b>-</b>
Outstanding balances receivable	Tantia Infrastructure Private Limited	4,050	4,049
	IVRCL Tantia (JV)	79	179
	JMC Tantia (JV)	-	32
	Tantia BSBK (JV)	-	71
	Tantia CCIL (JV)	-	1,407
	Tantia EDCL (JV)	-	1
	Tantia Freyssinet Gilcon (JV)	-	9
	Tantia Gondwana (JV)	662	652
	Tantia NMTPL (JV)	186	510
	Anita Tantia	-3	-
	Ishwari Prasad Tantia	-3	56
	TCL-UTM (JV)	87	1
<b>Total</b>		<b>5,058</b>	<b>6,968</b>
Outstanding balance payable	Andromeda Communications Private Limited	-	2
	Tantia Agrochemicals Private Limited (Under Liquidation)	-	3
	Tantia MPPL (WILO) (JV)	907	907
	RBM Tantia (JV)	-	50
	Tantia Nayak (JV)	-	10
	Tantia Raxaultollway Private Limited	6,793	6,796
	Rahul Tantia	11	18
	Priti Todi	1	2
	Murare Lal Agarwal	8	8
	Rohini Sureka	4	13
<b>Total</b>		<b>7,712</b>	<b>7,788</b>

### Terms and conditions of transactions with related parties

The purchases from related party are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured.

### 42 Disclosure under Regulation Clause 34(3) and 53(f) read with Schedule V of SEBI (LODR) Regulations, 2015 :

The Company has not granted any Loans and Advances in the nature of Loan to its Associates and Subsidiaries, hence disclosure as per the Regulation 34(3) and Regulation 53(f) read with Schedule V of SEBI (LODR) Regulations, 2015, has not been given.

### 43 Going Concern

In accordance with note 53, 54 and 55, the approved Resolution Plan has been under implementation during the year ended 31 March, 2021. As at 31st March, 2021, the Company has earned a net profit of INR 5033 lakhs (As on 31 March 2020- INR 20477 Lakh) resulting in an accumulated profit of INR 8973 lakhs (As on 31 March, 2020- INR 3940 Lakh). The net worth of the Company stands at INR 21,260 lakhs (As on 31 March, 2020- INR 16227 Lakhs) and the Company is reported to be operating as a going-concern.

## Notes to the Standalone financial statements for the period ended 31st March 2021

- 44** A contract awarded to the Company by the Road Construction Department, Bihar State Government, Patna, for development and widening of roads in Patna had been prematurely terminated by the Govt. of Bihar on 30th of April, 2008. Being aggrieved by this action on the part of Government of Bihar, the Company approached the Hon'ble High Court of Calcutta for remedial action. In response, an Arbitrator was appointed in the matter to adjudicate the claim filed by the Company. The Arbitrator had published an award in favour of the Company which is being contested by the Road Construction Department, Bihar State Government. No accounting effect has been considered in the accounts of 2020-2021 basis conservative approach.
- 45** In the year 2011, Tantia Constructions Limited (TCL) had floated a Special Purpose Vehicle (SPV) under the name and caption Tantia Raxaultollways Private Limited (TRPL) for execution of an infrastructure project worth INR 475 crores, against which TCL (The Company) was also the EPC Contractor for the execution of the said work worth INR 373 crores in the Project. During the course of execution of the Project the Company was facing various problems, such as delay in handover of site/land at different stretches, release of Grant from NHAI, non availability of input resources due to uncontrollable factors, heavy interest cost etc. Consequently, the progress of the work slowed down. Considering the aforesaid scenario, TRPL decided not to proceed further with implementation of the aforesaid project and the same was conveyed to appropriate project authorities which led to termination of the project. Accordingly, TRPL had gone in for arbitration proceedings against NHAI in the month of May 2018, thereafter which, TCL had also lodged its claims before TRPL. The matter is currently under arbitration.

Owing to the same status of the operations at the subsidiaries and the stated pending arbitration, advance against material amounting to INR 4475 Lakhs and Advance against Contract amounting to INR 2031.47 Lakhs payable to TRPL by the Company, has been retained; and measurement and recognition of preference share of INR 17882 Lakhs (at fair value after netting of provision for diminution in value of INR 13271 Lakhs) in TIPL has been done and as such no further provision has been made there against.

### 46 Leases: Company as lessee

The company is engaged in the infrastructure sector. In the course of execution of various infrastructure projects at numerous locations, the company takes /procures, on hiring basis, various items of Machinery and Equipment. Overall, the number of such Machinery and Equipment procured on hiring basis for various project sites are numerous. Hire contracts have a contract period generally varying between 1 to 3 years.

The Company has entered into agreements in the nature of lease/leave and license agreement with different lessors/ licensors for the purpose of establishment of office premises/residential accommodations etc. These are generally in the nature of operating lease/leave and license. Period of agreements are generally up to three years and renewable at the option of the lessee.

Lease rentals charged to expenses grouped under the head Contract Operating Expenses amounting to INR 465 lakhs (Note No 30) and under the head Other Expenses amounting to INR 99 lakhs (Note No 34).

### 47 Disclosure pursuant to Indian Accounting Standard (Ind AS) 11"Construction Contracts"

Particulars	As at 31st March 2021	As at 31st March 2020
Amount of Contract Revenue Recognised during the year	10,171	13,594
Aggregate amount of costs incurred and recognised profits (less recognized losses) upto the reporting date.	99,210	89,307
Amount of customer advances outstanding for contracts in progress	6,788	6,859
Retention amount due from customers for contracts in progress	4,942	5,410
Gross amount due from customers for contract works as an asset	-	-
Gross amount due to customers for contract work as a liability	-	-

- 48** An amount of INR 3,604 lakhs was recoverable by the Company from Tantia Raxaultollways Private Limited (Subsidiary Company) and the amount was grouped under Sundry Debtors. The said subsidiary was unable to pay off its aforesaid dues because of paucity of funds. Subsequently, the said book debt was taken over by Tantia Infrastructure Private Limited, the major Promoter of Tantia Raxaultollways Private Limited. The aforesaid transaction now appears in the books of the Company as Tantia Infrastructure Private Limited being categorized as Debtors and the amount (INR 3,604 Lakhs) is continued under the head Sundry Debtors, as before.

### 49 Financial instruments and related disclosures

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 49.1 Fair values vs carrying amounts

The following table shows fair values of financial assets and liabilities, including their levels in financial hierarchy, together with the carrying amounts shown in the statement of financial position. The table does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

₹ In Lakhs

Particulars	Note No.	As at 31st March 2021		As at 31st March 2020	
		Carrying amount	Fair value	Carrying amount	Fair value
<b>A. Financial assets:</b>					
<b>a) Measured at amortised cost</b>					
Trade receivables	10	6,410	-	21,545	-
Cash and cash equivalents	11	882	-	579	-
Other bank balances	12	4,184	-	627	-
Loans	6 & 13	5,115	-	9,104	-
Other financial assets	14	436	-	441	-
<b>b) Measured at fair value through profit or loss</b>					
Investments	5	18,556	18,556	23,300	23,300
<b>c) Measured at fair value through other comprehensive income</b>					
Investments	5	128	128	127	127
<b>B. Financial liabilities:</b>					
<b>a) Measured at amortised cost</b>					
Borrowings	22	4,453	-	57,708	-
Trade payables	23	1,491	-	12,902	-
Other financial liabilities	24	4,968	-	35,450	-

### 49.2 Fair value measurement

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: The hierarchy uses quoted (adjusted) price or NAV is measured at quoted price.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The management assessed that trade receivables, cash and cash equivalent, other bank balances, trade payable and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

## 50 Financial risk management

### Risk management framework

The Company's principal financial liabilities comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that derive directly from its operations.

## Notes to the Standalone financial statements for the period ended 31st March 2021

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

The Company has exposure to the following risks arising from financial instruments:

- (i) Credit risk
- (ii) Liquidity risk
- (iii) Market risk

### (i) Credit risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company receivables from customers. Credit arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables), including deposits with bank. The Company has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

#### Trade receivable

A credit policy has been established under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Counterparty credit risk with respect to these receivables is very low in respect of construction contracts, the Company has receivables from subsidiary companies where the management perceives the risk of recovery to be remote. The risk of recovery in these businesses is reduced to the extent of security deposits already collected and held as collaterals.

#### Exposure to credit risks

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below :

₹ In Lakhs

Particulars	Year ended 31st March 2021		Year ended 31st March 2020	
	%	A mount	%	Amount
Revenue from top customer	54.03%	5,949	59.72%	7,997
Revenue from top five customers	99.53%	10,124	98.59%	13,427

Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. As per simplified approach, the Company makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk.

#### Movement in impairment loss account is as follows:

₹ In Lakhs

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
Balance at the beginning	-	-
Impairment loss recognised/ reversed	-	-
Amounts written-back	-	-
Balance at the end	-	-



## Notes to the Standalone financial statements for the period ended 31st March 2021

### (ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's finance team is responsible for liquidity, funding as well as settlement management. In addition, Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

#### Exposure to liquidity risk

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	₹ In Lakhs			
	Less than 1 year	1-5 years	> 5 years	Total
<b>As at 31 March 2021</b>				
Borrowings	4,453	-	-	4,453
Trade payables	1,491	-	-	1,491
Other financial liabilities	4,968	-	-	4,968
	<b>10,912</b>	-	-	<b>10,912</b>
<b>As at 31 March 2020</b>				
Borrowings	4,453	-	-	4,453
Trade payables	1,340	-	-	1,340
Other financial liabilities	5,671	-	-	5,671
	<b>11,464</b>	-	-	<b>11,464</b>

### (iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, receivables, payables and borrowings.

#### (a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

#### Exposure to interest rate risk

The interest rate profile of the Company's interest bearing financial instruments at the end of the reporting period are as follows:

#### Movement in impairment loss account is as follows:

Particulars	₹ In Lakhs	
	Year ended 31st March 2021	Year ended 31st March 2020
Fixed rate instruments		
Financial assets	5,115	212
Financial liabilities	(4,453)	(6,695)
	<b>662</b>	<b>(6,483)</b>
Variable rate instruments		
Financial assets	-	-
Financial liabilities	-	-

## Notes to the Standalone financial statements for the period ended 31st March 2021

### Sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

### Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 100 basis points in variable rate instruments at the reporting dates would have increased or decreased profit or loss by the amounts shown below.

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
<b>As at 31 March 2021</b>				
Variable rate instruments	-	-	-	-
<b>As at 31 March 2020</b>				
Variable rate instruments	-	-	-	-

### (b) Equity price risk

The Company is not exposed to equity risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade these investments.

### (c) Currency risk

The Company does not have currency risks since it is not exposed to any foreign currency transaction.

## 51 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Company's objective when managing capital are to: (a) to maximise shareholders value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Company's capital management, capital includes issued equity share capital and other equity reserves attributable to the equity holders.

The Company monitors capital using debt-equity ratio, which is total debt less investments divided by total equity.

₹ In Lakhs

Particulars		31 March 2021	31 March 2020
Total debt (Bank and other borrowings)	a	6,697	6,695
Equity	b	21,260	16,226
Liquid investments including bank deposits	c	5,066	678
Debt to equity (a / b)		0.32	0.41
Debt to equity (net) [(a - c) / b]		0.08	0.37

In addition the Company has financial covenants relating to the banking facilities that it has taken from all the lenders like interest service coverage ratio, Debt to EBITDA, current ratio etc. which is maintained by the company.

## 52 Notes on Exceptional Items

In terms of the approved resolution plan, the company had in the previous financial year, restructured liabilities of operational and financial creditors of the company. Further, for the closed projects, assets which were irrecoverable were also written off during the previous financial year.

In the current financial year, the company had taken balance confirmation from banks and have also received additional documents basis which below given treatment has been affected through "Exceptional Items" in statement of Profit or loss account.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### Liabilities :

₹ In Lakhs

Main Head	Sub Head	Amount
Other Long Term Liabilities	Other Liabilities	24
Trade Payables	Trade Payables	172
Other Current Liabilities	Liabilities for Employees	(18)
	Liabilities for Expenses	(169)
	Advance from Joint Ventures	493
<b>Total</b>		<b>502</b>

### Assets :

₹ In Lakhs

Main Head	Sub Head	Amount
Trade Receivable		(573)
Loan - Current	Security Deposits and Earnest Money	(15)
Other Current Assets	Advance Recoverable in cash or in kind	24
Balances with Bank	Deposits with Bank	(251)
<b>Total</b>		<b>(815)</b>

### 53 CIR process and the roadmap of revival of the company in terms of approved Resolution Plan

Pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as 'Adjudicating Authority'), vide its order dated 13 March 2019, had ordered the commencement of the corporate insolvency resolution (CIR) process in respect of the company under the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as 'the Code').

During the CIR process, for resolution plan (hereinafter referred to as 'Resolution Plan') three expression of interest (EOI) were received, out of which resolution plan submitted by the consortium of EDCL Infrastructure Limited and Upendra Singh Constructions Private Limited (hereinafter referred to as 'Resolution Applicants') was approved by the committee of creditors and submitted to the Adjudicating Authority for its approval.. Pursuant to its order (hereinafter referred to as 'NCLT Order') dated 24 February 2020 (hereinafter referred to as 'effective date'), the Adjudicating Authority approved the Resolution Plan (hereinafter referred to as 'Approved Resolution Plan') submitted by the Resolution Applicants (RA) for the Company under Section 31 of the Code. As per the terms of Section 31 of the Code, the Approved Resolution Plan shall be binding on the Company, its employees, members, creditors, guarantors and other stakeholders involved in the Resolution Plan.

As per the terms of the approved Resolution Plan, the creditors of TCL (financial, operational and others) will receive a total consideration of Rs. 176.629 crores (hereinafter referred to as 'Discharge Consideration') on account of their admitted dues amounting to Rs. 1601 crores. The Discharge Consideration will be towards all admitted dues including the CIRP costs, employee dues, liability towards Active Bank Guarantees in case of devolvement/invocation etc.. The RA will infuse funds to finance the Discharge Consideration through a combination of (a) equity subscription and (b) loans over a period of time, as specified in the Approved Resolution Plan.

During the course of the successful implementation of the Approved Resolution Plan, the RA shall be classified as the 'promoter' of TCL, and the share-holding of the existing promoters/promoter group will stand transferred to the RA.

The implementation of the Approved Resolution Plan, inter-alia, entails the following:

- Formation of the Monitoring Committee (MC)

## Notes to the Standalone financial statements for the period ended 31st March 2021

- With reference to the infusion of funds and payment on account of CIRP Costs, dues of Employees & Other Operational Creditors and, Financial Creditors, and Transfer of Promoter shareholding in Corporate Debtor the following steps are envisaged:
  - o Payment of the CIRP Costs
  - o Payment of INR 3.50 crores to Employees & Other Operational creditors against their admitted dues of INR 62.29 crores;
  - o Transfer of existing promoter's shares in their custody as well as promoter's shareholding pledged with Bankers.
  - o Payment of INR 71.50 crores to Financial Creditors (prior to deduction of CIRP costs) in three tranches, the first being called the Upfront Payment, against their admitted dues of INR 1526.15 crores (including Active Bank Guarantees of INR 101.629 crores).
  - o Active Bank Guarantees amounting to INR 10162.90 Lakh would be extinguished by way of discharge of client obligations for which the Bank Guarantees have been given. In the event of a default / invocation the RA will take full responsibility to ensure prompt payment of the devolved amount.
- With respect to the taking full control of the company by the Resolution Applicant the following steps are envisaged (after the conclusion of the above steps w.r.t. payment):
  - o Settlement of all the dues of the MC including costs of operations, supervision costs, agency costs etc.
  - o Resignation of existing directors of the Board of Directors of TCL and constitution of the New Board by the RA.
- In the final leg the Approved Resolution Plan envisages the remaining payment to the Financial Creditors in two tranches.
- With respect to the existing share capital the Approved Resolution Plan proposes reduction of the Company's share capital without any payout to the shareholders, by reducing the face value of each issued and outstanding equity share of the Company from INR 10 to INR 1.
- With respect to infusion of funds the Approved Resolution Plan permits the RA to infuse need based funds to discharge the obligations as well as to fund the working capital and other capital needs of the Company. The Approved Resolution Plan permits the RA to infuse funds through a combination of debt and equity – the final Debt to Equity mix will be formalised by the RA basis the decision on the equity structure of the Corporate Debtor as well as other changes, in commercial consideration of the Approved Resolution Plan. The Approved Resolution Plan permits the RA to own up to 95% of the revised equity capital in the Corporate Debtor the same to be taken care of through preferential allotment of equity shares of face value of Rs 1/- per share to the RA within the implementation period of the Approved Resolution Plan.

### 54 Formation of the Monitoring Committee

Pursuant to Clause 22.1 of the Approved Resolution Plan, a Monitoring Committee ("MC") as specified in the Plan has been constituted on the Effective Date, by virtue of the order of the Hon'ble NCLT approving the Resolution Plan. The monitoring committee formed comprises of 3 representatives from the Financial Creditors (as decided by Committee of Creditors), 3 representatives from the RA, as well as the erstwhile Resolution Professional for supervision of implementation of the Approved Resolution Plan. Thus, for the period between the "effective date" and the Plan Implementation Completion (as defined in the Approved Resolution Plan), the Monitoring Committee has accordingly been formed to supervise the implementation of the Plan and to manage the affairs of the Company as a going concern.

## Notes to the Standalone financial statements for the period ended 31st March 2021

### 55 Current Status of Implementation of the Approved Resolution Plan

During the course of implementation of the Approved Resolution Plan certain anomalies with respect to regulatory procedures etc. have been observed which have delayed the transfer of the existing equity shares of promoters to the RA. The RA has moved the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT"), inter alia, praying for speedy transfer of the same. The NCLT has directed the erstwhile Committee of Creditors and the current MC to take steps to ensure completion of the process of transfer of shares. Since there is no stay on the implementation of the Approved Resolution Plan, and all parties concerned have already initiated the process identified in the law for the transfer of shares, the MC has begun implementation of those parts of the Approved Resolution Plan which are not affected by the proceedings at the NCLT. These include inter-alia giving effect to the debt resolution arrived at by the Approved Resolution Plan, dealing with the various regulatory authorities etc.

56 The Figures of the previous year are regrouped and rearranged, wherever necessary.

57 INR '0' represents amount less than INR 50,000/-.

In terms of our report of even date attached

**For J Jain & Company**

*Chartered Accountants*

FRN No 310064E

**CA Sanjay Lodha**

*Partner*

Membership No : 058266

Date : May 4, 2022

Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**

*(Member of Monitoring Committee)*

**Kshitiz Chhawchharia**

*(Member of Monitoring Committee)*

**Priti Todi**

*(Company Secretary)*

# Independent Auditor's Report

To  
**The Members**  
**Tantia Constructions Limited**

## Reports on the Audit of Consolidated Ind AS Financial Statements

### QUALIFIED OPINION

We have audited the accompanying Consolidated Ind AS financial statements of **Tantia Constructions Limited** ( the Holding Company ), and its subsidiaries and associates (the Holding Company and its subsidiaries and associates together referred to as 'the Group') which comprise the Consolidated Balance sheet as at 31<sup>st</sup> March 2021, the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of change in Equity and the consolidated statement of Cash Flows for the year then ended, and Notes to the consolidated financial statement including a summary of the significant accounting policies 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 Ind AS financial statements except for the effects of the matter described in the Basis for Qualified Opinion of our report the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at 31<sup>st</sup> March 2021, its profit including other comprehensive income , its cash flows and the change in equity for the year ended on that date.

### Basis for Qualified Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their report referred to into the sub para (a) and (b) of the Other Matters section below, except with regard to matter set out below in paragraph (a) to (d), is sufficient and appropriate to provide a basis for our qualified opinion on the consolidated Ind AS financial statements.

With respect to the Holding company:

- (a) Amount receivables and payables including certain balances under cash & cash equivalents, trade receivables/ payables, loans, other financial assets, other assets/ liabilities are subject to balance confirmations and reconciliations thereof, if any required.
- (b) Non-ascertainment and provision for slow/non/obsolete inventory and as such consequent impact thereof on the consolidated financial statement of the Group, if any, cannot be commented upon by us.
- (c) Non-ascertainment and provision for Investment in non-moving Joint ventures aggregating to Rs.277 lakhs. As such consequent impact thereof on the consolidated financial statement of the Group, if any, cannot be commented upon by us.
- (d) Financial Statement of Tantia Raxaultollway Private Limited (TRPL) whose financial statement reflect total assets Rs 54798.09 Lakh and total revenue of Rs Nil and net Cash flow of Rs 0.02 Lakh as at 31<sup>st</sup> March 2019 is considered in the Consolidated Financial Statement which is not in compliance with the requirement of Ind AS 110 – Consolidated financial statements issued by ICAI.

## Independent Auditor's Report

### Matter of Emphasis

With respect to the Holding company

- a) There is delay in implementation of the Approved Resolution Plan for the reasons mentioned therein Note No. 55 of the consolidated Financial Statements. As per the Resolution Plan approved on 24th Feb 2020 and instructions given thereafter in this matter by the Adjudicating Authority, the affairs of the Holding Company including implementation of same are managed by the Monitoring Committee as a going concern basis.
- b) Trade receivables, and Loans and Advance - Current assets includes Rs. 1974 lakhs, and Rs.890 lakhs, respectively lying outstanding for more than three years. As receivable mainly from government agencies or pending under arbitration, the same has been considered good and as such no provision has been made there against by the Management.
- c) Certain fixed deposits with bank aggregating Rs. 205.22 lakhs written off last year, were restored at Rs.250.01 lakhs which includes interest earned in earlier years based on communication received from the banks. The same has been included in "Exceptional item" in the Consolidated profit and loss accounts. Further interest income accrued against these deposits amounting to Rs.15.25 lakhs has been included under "other income".
- d) Fixed deposit of Rs.1000 lakhs given as performance security to "Committee Of Creditors" by Resolution Applicant as per the Approved Resolution Plan, treated as amount received by the Holding Company from the Successful Resolution Applicant and the same has been included in "Other banks balances" by creating corresponding liability to them and shown under "Other Current Liabilities".

Further, interest income of Rs 39.50 lakhs accrued thereon accounted for under other income and corresponding liability accounted as "other financial liabilities".

- e) Rs 350 lakhs received from Resolution Applicant as per approved resolution for payment to employees and other operational creditors. Pending implementation of Resolution Plan, the same has been deposited with bank as short-term deposit and interest accrued thereon of Rs. 4.91 lakhs has been accounted for as interest income.
- f) Advance to suppliers includes Rs. 278.84 lakhs given to different parties during the period of Corporate Insolvency Resolution Process, is still due to be recovered or adjusted and same has been considered as good.
- g) Land allotted to the Holding Company from West Bengal Housing Infrastructure Development Corporation Limited amounting to Rs.372 lakhs is under subjudice and pending before the Hon'ble Calcutta High Court. The same has been under Fixed asset as Freehold land.
- h) Title deeds with respect to certain Lands hold by the Holding Company are not available.
- i) Exceptional item includes Rs 1317(Net) Lakhs on account of assets and liabilities written off/back during previous financial year the year has been restored during the current financial year.
- j) As mentioned in note 45 of the consolidated financial statement regarding Subsidiary company, Tantia Raxaultollway Private Limited an SPV entity which is currently non-operational, and the project is under arbitration.

Our opinion is not qualified in respect of the above paragraph (a) to (j).

### 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.

## Independent Auditor's Report

We have determined the matter described below to be key audit matters to be communicated in our report

Sr. No.	With respect the Holding Company Key Audit Matter	How our audit addresses the key audit matters
1	<p><b>Implementation of Approved Resolution Plan (RP)</b></p> <p>Refer Note 55 to the consolidated financial statements for the details regarding CIR process and the roadmap of revival of the holding company in terms of approved Resolution plan.</p> <p>Pursuant to Clause 22.1 of the Approved Resolution Plan, a Monitoring Committee (MC) as specified in the plan has been constituted on the effective date, by virtue of the order of the Hon'ble NCLT approving the Resolution Plan.</p> <p>Certain anomalies with respect to regulatory procedures etc. have been observed which delayed the transfer of existing equity shares of promoters to the Resolution Applicant (RA).</p> <p>Accounting effects of the RP is significant as such delay in implementation of RP is considered by us to be a matter of most significance due to its importance to intended users understanding of the Financial Statements as a whole and materially thereof.</p>	<p>We have performed the following procedures:</p> <ul style="list-style-type: none"> <li>- Reviewed 'management's process for review and implementation of RP</li> <li>- Reviewed the provisions of RP to understand the requirements of the said plan and evaluated the possible impact of same</li> <li>- Conducted discussion with the company personnel to determine reason of delay in the implementation of RP</li> <li>- Review of minutes of monitoring committee and other related documents</li> <li>- Discussed the steps taken by MC to ensure completion of transfer of share and implementation of RP.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report There on

- The Holding Company's Management is responsible for the preparation of the other information. The other information comprises the Corporate Information, Management Discussion and analysis and Director Report including Annexure to Director Report, Corporate Governance and Shareholder's information, but does not include Consolidated Ind AS financial statements and standalone Ind AS Financial and our auditor's 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 Ind AS financial statements, our responsibility is to read the other information, compare with the Ind AS financial statements of the subsidiaries and associates audited by the 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 Ind As 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 subsidiaries and associates is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and those Charges with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Management is responsible for the matters stated in section 134(5) of the Companies Act 2013 with respect to the preparation of these Consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated change in equity and consolidated cash flows of the Group including its associates in accordance with the other accounting principles generally accepted in India including India Accounting Standard (Ind AS). 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 it's associates 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error.



## Independent Auditor's Report

In preparing the Consolidated Ind AS Financial Statements, management is responsible for assessing the respective entity'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 their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Management of companies included in the group and its associates are also responsible for overseeing the financial reporting process of the group and its associates.

The Hon'ble National Company Law Tribunal, Kolkata (NCLT) on 24<sup>th</sup> February 2020 approve the Resolution Plan (hereinafter referred to as the Approved Resolution Plan) submitted for the Holding Company by the successful Resolution Applicant (RA). In terms of approved Resolution Plan, a Monitoring Committee is constituted to manage the affairs of the Holding Company as a going concern and supervise the implementation of the Approved Resolution Plan.

### Auditor Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to financial statements 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 ability of the group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS financial statements, including the disclosures, and whether the Consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Ind AS 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 Ind AS financial statements.

## Independent Auditor's Report

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 significant in the audit of the Consolidated Ind AS financial statements for the financial year ended on 31<sup>st</sup> March 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulator precludes public disclosure about the matter or when, in extreme 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 benefits of such communication.

### **Other Matters**

We did not Audit the Ind AS financial statements and other financial information of both the subsidiaries. In respect of the subsidiary, Tantia Infrastructure Private Limited (TIPL) whose financial statements reflects total assets of Rs11817.71 Lacs as at 31 March 2021 , total revenue of Rs Nil and net Cash flow of Rs 0.00 Lacs for the year ended on that date which are considered in the consolidated Ind AS financial statements is based on unaudited financial statement . Whereas in respect of the subsidiary, Tantia Raxaultollway Private Limited (TRPL referred in note 'd' of Qualified Opinion para above) whose financial statements reflect total assets of Rs 54798.09 Lacs as at 31 March 2019 , total revenue of Rs Nil and net Cash flow of Rs 0.02 Lacs for the year ended on that date which are considered in the consolidated Ind AS financial statements. These Ind AS financial statements and certain other adjustments carried out in the consolidated Ind AS financial statements based on unaudited financial statement.

The Consolidated Ind As financial statement also includes the Group share of net loss and total loss of Rs 24 Lacs for the year ended 31<sup>st</sup> march 2021 as considered in the consolidated Ind AS Financial statement, in respect of one associate based on unaudited financial statements. This financial information is unaudited and have been furnished by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosure included in respect of this associate , is based solely on such unaudited financial information.

### **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. Except for the effects of the matter describe in the Basis for Qualified Opinion paragraph above , 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 the statement of other Comprehensive Income, Statement of Change in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - d. Except for the effects of the matter describe in the Basis for Qualified Opinion paragraph above In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. The power of Board of Director of Company were suspended. On formation of a Monitoring Committee (MC) as per the Approved Resolution Plan for implementation of Resolution Plan and manage the affairs of the Company. Monitoring Committee (MC) comprises of Erstwhile Resolution Professional, three representatives of the Financial Creditors and three representatives of Successful Resolution Applicant.

## Independent Auditor's Report

- 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" to this report.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigation on its financial position in its Consolidated Ind AS financial statement;
  - ii. The Company did not have any long term contracts including derivative contracts for which there were any materials foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For J Jain and Company**  
**Chartered Accountants**  
**Firm Reg. No. 310064E**

**CA Sanjay Lodha**  
**Partner**  
**M.No 058266**  
Date: May 4, 2022  
Place: Kolkata  
**UDIN No.: 22058266AIPUBA8961**

## **“Annexure A” to the Independent Auditor’s Report**

**“Annexure A” to the Independent Auditor’s Report On Even Date On The Consolidated Ind AS Financial Statements of Tantia Constructions Limited**

**Report on the Internal Financial Controls 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 Ind AS financial statements of the Group as of and for the year ended 31 March 2021, We have audited the internal financial controls over financial reporting of **Tantia Constructions Limited** ('the Holding Company') and its subsidiary companies and its associates companies, which are companies incorporated in India, as of that date.

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

The respective management /Board of Directors of the Holding Companies, its subsidiary companies and its associates companies, which are companies incorporated in India, are responsible for establishing and maintaining internal control based on the internal control over financial reporting criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent application to an audit of internal financial controls, both issued by ICAI. 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 control over financial reporting were established and maintained and if such control operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary Companies and its associates 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 Company’s internal financial controls system over financial reporting.

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

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

- 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and

## “Annexure A” to the Independent Auditor’s Report

- 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.

### Qualified Opinion

According to the information and explanations given to us and based on consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the following material weakness have been identified as at 31 March 2021:

#### The Holding Company did not have appropriate internal controls for

- ascertainment and provision for slow/non/obsolete inventory and non-moving joint ventures
- reconciliation of balances lying as receivables and payables with third party balance confirmation and as such consequent impact thereof on the financial statements of the Group and its associate.

With respect to Subsidiary and Associate audit report are not available.

A ‘material weakness’ is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company’s annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion to the best of our information and explanation given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Holding Company, its subsidiary companies and its associate companies, which are companies incorporated in India, have, in all material respects, maintained adequate internal financial controls over financial reporting as on 31 March 2021, based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in Guidance Note on the Audit of Internal Financial Controls Over Financial Reporting issued by ICAI and except for the effects/possible effects of the material weakness/es described above on the achievement of the objectives of the control criteria, the Company’s internal financial controls over financial reporting were operating effectively as of March 31, 2021.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2021 of standalone financial statements of the Holding Company, and these material weaknesses do affect our opinion on the consolidated Ind AS financial statements of the Company.

### Other Matters

In case of both subsidiaries and an associate, the audit reports are not available and, accordingly Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial control over financial reporting does not cover these subsidiaries and associate.

**For J Jain and Company**  
**Chartered Accountants**  
**Firm Reg. No. 310064E**

**CA Sanjay Lodha**  
**Partner**  
**M.No 058266**  
Date: May 4, 2022  
Place: Kolkata  
**UDIN No.: 22058266AIPUBA8961**

**Consolidated Balance Sheet** as at 31st March 2021

₹ In Lakhs

	Note	As at 31 March 2021	As at 31 March 2020
<b>I ASSETS</b>			
<b>1 Non - Current Assets</b>			
a Property, Plant and Equipment	4A	2,231	2,737
b Intangible Assets	4A	2	-
c Capital Work in Progress	4B	42,002	42,043
d Goodwill		33	33
e Financial Assets			
i Investments	5	1,489	1,538
ii Loans	6	2,987	-
f Deferred Tax Assets (net)	7	4,058	4,057
g Other Non-Current Assets	8	67	3
<b>Total Non - Current Assets</b>		<b>52,869</b>	<b>50,411</b>
<b>2 Current Assets</b>			
a Inventories	9	2,705	1,837
b Financial Assets			
i Trade Receivables	10	2,769	4,079
ii Cash and Cash Equivalents	11	891	475
iii Bank Balances (other than ii above)	12	4,184	212
iv Loans	13	2,572	5,962
v Other Financial Assets	14	90	104
c Current Tax Assets	15	1,281	1,918
d Other Current Assets	16	1,320	1,330
<b>Total Current Assets</b>		<b>15,812</b>	<b>15,917</b>
<b>Total Assets</b>		<b>68,681</b>	<b>66,328</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
a Equity Share Capital	17	2,874	2,874
b Other Equity	18	23,201	21,627
c Non-controlling interest		2	2
<b>Total Equity</b>		<b>26,077</b>	<b>24,503</b>
<b>2 Liabilities</b>			
<b>Non-Current Liabilities</b>			
a Financial Liabilities			
i Borrowings	19	-	-
b Provisions	20	217	202
c Deferred Tax Liabilities (net)	7	-	-
d Other Non-Current Liabilities	21	312	20
		<b>529</b>	<b>222</b>
<b>Current Liabilities</b>			
a Financial Liabilities			
i Borrowings	22	5,080	5,080
ii Trade Payables	23	1,536	1,382
iii Other Financial Liabilities	24	33,078	33,781
b Other Current Liabilities	25	2,309	1,151
c Provisions	26	72	209
		<b>42,075</b>	<b>41,603</b>
<b>Total Equity and Liabilities</b>		<b>68,681</b>	<b>66,328</b>
<b>Significant accounting policies</b>	3		

The accompanying notes form an integral part of these financial statements

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266  
Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Todri**  
(Company Secretary)

## Consolidated Statement of Profit and Loss for the year ended 31st March 2021

₹ In Lakhs

	Note	Year ended 31 March 2021	Year ended 31 March 2020
<b>I INCOME</b>			
i Revenue From operation	27	10,196	13,594
ii Other income	28	309	4,103
<b>Total Revenue</b>		<b>10,505</b>	<b>17,697</b>
<b>II EXPENSES</b>			
i Cost of Material Consumed	29	1,230	2,432
ii Contract Operating Expenses	30	8,074	10,660
iii Change in Inventory of Work in Progress	31	(1,055)	713
iv Employee Benefits Expenses	32	545	721
v Finance Cost	33	155	474
vi Depreciation and Amortisation Expenses	4A	520	608
vii Other Expenses	34	754	4,711
<b>Total Expenses</b>		<b>10,223</b>	<b>20,319</b>
<b>III Profit/(Loss) before Exceptional Items</b>		<b>282</b>	<b>(2,622)</b>
<b>IV Transfer of profit / (loss) on account of change in shareholding</b>			<b>(18)</b>
<b>V Share of net profit / (loss) of associate</b>		<b>(24)</b>	<b>-</b>
<b>VI Exceptional Items</b>		<b>(1,317)</b>	<b>(33,472)</b>
<b>VII Profit/(Loss) before Tax</b>		<b>1,575</b>	<b>30,832</b>
<b>Tax expense :</b>			
i Current Tax	35	-	-
ii Deferred Tax	35	1	(1)
<b>VIII Profit/(Loss) for the year</b>		<b>1,574</b>	<b>30,833</b>
<b>Other comprehensive income (net of tax)</b>			
<b>A i Items that will not be reclassified to Profit or Loss</b>			
(a) Remeasurements of defined benefit liability/ (asset)		-	-
(b) Net (loss)/gain on FVTOCI of investments in equity instruments		-	28
<b>ii Income taxes relating to items that will not be reclassified to profit or loss</b>		-	(7)
<b>Net other comprehensive income not to be reclassified subsequently to profit or loss</b>		-	<b>21</b>
<b>B Items that will be reclassified to profit or loss</b>		-	-
<b>Net other comprehensive income not to be reclassified subsequently to profit or loss</b>		-	-
<b>VII Other Comprehensive Income (OCI)</b>		-	<b>21</b>
<b>VIII Total Comprehensive Income for the Year</b>		<b>1,574</b>	<b>30,854</b>
<b>Earning per Equity Share of ₹ 10/- each</b>	36		
Basic (₹)		<b>5.48</b>	<b>107.28</b>
Diluted (₹)		<b>5.48</b>	<b>107.28</b>
Summary of significant accounting policies	3		

The accompanying notes including other explanatory information form an integral part of the financial statements

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266

Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Todi**  
(Company Secretary)

**Consolidated Cash Flow Statement** for the period ended 31st March 2021

₹ In Lakhs

	31 March 2021		31-Mar-20	
<b>A Cash Flow from Operating Activities</b>				
<b>Net Profit / (Loss) before Tax</b>		1,575		30,832
<b>Add/(Less) Adjustment for :</b>				
Depreciation	520		608	
Exceptional Items	-1,317		-33,472	
(Profit)/Loss on Investment in Joint Ventures (Net)	-25		-7	
(Profit)/Loss on account of change in shareholding	85		18	
Interest Income	-190		-39	
Interest on Borrowings	97	-830	53	-32,839
<b>Operating Profit before working Capital changes</b>		745		-2,007
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Debtors	1,310		13,825	
Loans & advances	403		3,542	
Other Non-Current Assets	-64		-3	
Other Current Assets	10		43,892	
Earmarked Bank balances	0		1	
Inventories	-868		6,813	
Trade payables, Liabilities & Provisions	723	1,514	-16,570	51,500
<b>Cash Generated from Operations</b>		2,259		49,493
Direct Taxes Paid / Refund (Net)		637		-295
<b>Cash Flow before extraordinary items</b>		2,896		49,198
Exceptional Items		1,317		33,472
<b>Net Cash From Operating Activities</b>		4,213		82,670
<b>B Cash flow from Investing Activities</b>				
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Purchase of Fixed Assets	(16)		(19)	
Sale/discard of Fixed Assets	41		0	
Interest Income	204		75	
Investment in Joint Ventures & others	48		-2	
Investment in Fixed deposit	(3,971)	(3,694)	414	468
<b>Net Cash used in investing Activities</b>		(3,694)		468
<b>C Cash Flow from Financing Activities</b>				
<b>Add/(Less) (Increase)/decrease in Assets/Liabilities :</b>				
Share Capital issue	-		-	
Share Premium Account	-		-	
<b>Net Cash inflow</b>		-		-
Long term borrowings	0		(20,432)	
Short term borrowing	0		(53,255)	
Interest Paid	(97)		(9,569)	
Dividend Paid	0		-1	
Tax on Dividend	-		-	
Dividend & Unclaimed Share Application Money Deposited	-	(97)	-	(83,257)
<b>Net Cash from financing Activities</b>		(97)		(83,257)



## Consolidated Cash Flow Statement for the period ended 31st March 2021

₹ In Lakhs

	31 March 2021	31-Mar-20
<b>D Net increase/(Decrease) in Cash and Cash equivalent (A+B+C)</b>	<b>422</b>	<b>(119)</b>
<b>E Add: Balance at the beginning of the Year</b>	<b>469</b>	<b>588</b>
<b>Cash &amp; Cash equivalents as the close of the year</b>	<b>891</b>	<b>469</b>
<b>Note :</b>		
Cash & Cash equivalents		
- Balances with banks in Current Accounts	873	456
- Cash in hand	18	13
<b>Cash &amp; Cash equivalents (As per Note 11)*</b>	<b>891</b>	<b>469</b>
* i) Excluding balances with the bank in the form of Fixed		
Deposit pledged as Security / Margin with Bank for BG Limit and Lien with Client	4,184	212
ii) Earmarked Bank balances against Dividend and Unclaimed		
Share Application	0	0
<b>Total (As per Note 12)</b>	<b>4,184</b>	<b>212</b>
<b>Total [As per Note (11+12)]</b>	<b>5,075</b>	<b>681</b>

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266

Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Todi**  
(Company Secretary)

**Consolidated Statement of Change In Equity** for the year ended 31st March 2021**A. Equity Share Capital**

Equity shares of Rs. 10 each issued, subscribed and full paid

₹ In Lakhs

Particulars	Numbers	Amount
As at 1 April 2019	2,87,42,098	2,874
Changes in Equity Share Capital during 2019-20	-	-
As at 31 March 2020	2,87,42,098	2,874
Changes in equity share capital during 2020-21	-	-
As at 31 March 2021	2,87,42,098	2,874

**B. Other equity**

	Reserves and surplus					Items of other comprehensive income	Total
	Share Premium	Retained earnings	Capital reserve	Capital redemption reserve	General reserve	Equity Instruments through Other Comprehensive Income	
Balance at 1 April 2019	7,884	(18,632)	100	14	1,415	(8)	(9,227)
Profit or Loss	-	30,833	-	-	-	-	30,833
Other comprehensive income (net of tax)	-	-	-	-	-	21	21
<b>Total comprehensive income for the year</b>	-	<b>30,833</b>	-	-	-	<b>21</b>	<b>30,854</b>
Dividend	-	-	-	-	-	-	-
Income tax on dividend paid	-	-	-	-	-	-	-
Transfer from retained earnings	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
<b>Balance as at 31 March 2020</b>	<b>7,884</b>	<b>12,201</b>	<b>100</b>	<b>14</b>	<b>1,415</b>	<b>13</b>	<b>21,627</b>
Profit or Loss	-	1,574	-	-	-	-	1,574
Other comprehensive income (net of tax)	-	-	-	-	-	-	-
<b>Total comprehensive income</b>	-	<b>1,574</b>	-	-	-	-	<b>1,574</b>
Dividend	-	-	-	-	-	-	-
Income tax on dividend paid	-	-	-	-	-	-	-
Transfer from retained earnings	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
<b>Balance at 31 March 2021</b>	<b>7,884</b>	<b>13,775</b>	<b>100</b>	<b>14</b>	<b>1,415</b>	<b>13</b>	<b>23,201</b>

Summary of significant accounting policies

The accompanying notes including other explanatory information form an integral part of the financial statements

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
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Date : May 4, 2022  
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**Tarun Chaturvedi**  
(Member of Monitoring Committee)

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(Member of Monitoring Committee)

**Priti Todi**  
(Company Secretary)

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 1 Corporate Information

Tantia Constructions Limited (hereinafter referred to as "**Company**") is one of the most proficient civil infrastructure solutions providers in India. Incorporated as a private limited Company in 1964 which became public limited Company in 1982, the Company is engaged in executing critical infrastructure projects. It began operations in the railways segment and over the years expanded to six other core infrastructure segments namely roads, urban development, infrastructure and industrial fabrication, power, marine and aviation.

Pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as "**Adjudicating Authority**"), vide its order dated 13 March 2019, had ordered the commencement of the corporate insolvency resolution process (hereinafter referred to as "**CIR process**") in respect of the company under the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "**the Code**").

During the CIR process, expression of interest was sought against which applications were received, out of which a Consortium of EDCL Infrastructure Limited and Upendra Singh Constructions Private Limited were selected as the "Successful Resolution Applicant". Pursuant to its order (hereinafter referred to as "**NCLT Order**") dated 24 February 2020 (hereinafter referred to as the "**effective date**"), the Adjudicating Authority approved the Resolution Plan (hereinafter referred to as the "**Approved Resolution Plan**") submitted by the successful Resolution Applicants (hereinafter referred to as the "**RA**") for the Company under Section 31 of the Code. As per the terms of Section 31 of the Code, the Approved Resolution Plan shall be binding on the Company, its employees, members, creditors, guarantors and other stakeholders involved in the Resolution Plan. As per the Approved Resolution Plan, a Monitoring Committee (hereinafter referred to as the "**MC**") has been formed to oversee its implementation and to manage the affairs of the Company as a going concern until the transfer of control of the Company to the Resolution Applicant. During the implementation of the Approved Resolution Plan, the erstwhile Board of Directors stands retired with their powers suspended and the stated MC in charge of the Company for the relevant period.

Considering the above, the financial statements are being presented on a 'Going Concern' basis.

The financial statements were certified by the Chartered Secretary (Key Managerial Personell of the Company) and members of the MC and taken on record by the MC at the meeting held on 20th December, 2021.

### 2 Basis of preparation

#### a) Statement of Compliance

Tantia Constructions Limited consolidates entities which it owns or controls. The consolidated financial statements comprise financial statements of the company, its subsidiaries and associates. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability direct relevant activities, those which significantly affect the entity's returns.

#### b) Basis of Consolidation

Tantia Constructions Limited consolidates entities which it owns or controls. The consolidated financial statements comprise financial statements of the company, its subsidiaries and associates. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability direct relevant activities, those which significantly affect the entity's returns.

#### Investment in Subsidiary

Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of the Group Companies are consolidated on a line by line basis and intra group balances and transactions including unrealized gain/loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the group. Non-controlling interests, which represents part of the net profit/loss and net asset of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are excluded.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### Investment in Associate

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105 - Non-current Assets Held for Sale and Discontinued Operations. Under the equity method, an investment in an associate is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate. When the Group's share of losses of an associate exceeds the Group's interest in that associate (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

#### c) Functional and presentation currency

The financial statements are presented in Indian Rupees ('Rs') which is Company's presentation currency and amounts have been rounded to the nearest Lakhs, except where otherwise indicated.

#### d) Basis of preparation

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

- (i) Certain financial assets and financial liabilities measured at fair value;
- (ii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when valuing the asset or liability at the measurement date.

For recognition of Income and Expenses, mercantile system of accounting is followed except in case of insurance claims where on the ground of prudence and as well as uncertainty in realization, the same is accounted for as and when accepted/ received.

#### e) Use of judgments and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively."

#### Critical accounting judgements and key sources of estimation uncertainty: Key assumptions -

##### (i) Useful lives of Property, plant and equipment:

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/ component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

##### (ii) Fair value measurement of financial instruments:

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be

## Notes to the Consolidated financial statements for the period ended 31st March 2021

measured based on quoted prices in active markets, their fair value is measured using certain valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

### (iii) Defined benefit plans:

The cost of the defined benefit plan includes gratuity and the present value of the gratuity obligation are determined using actuarial valuations using projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

### (iv) Recognition and measurement of provisions and contingencies:

The certain key assumptions about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies, if any, in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for.

### f) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## 3 Significant accounting policies

### a) Operating Cycle

All 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 the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Operating cycle for the business activities of the company covers the duration of the specific project/ contract/ product line/ service including the defect liability period wherever applicable and extends up to the realisation of receivables (including retention monies) within the agreed credit period normally applicable to the respective lines of business.

### b) Financial instruments

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

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### i. Financial Assets

#### Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables are initially measured at transaction price. Regular way purchase and sale of financial assets are accounted for at trade date.

#### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Amortised cost
- Fair value through other comprehensive income (FVTOCI)
- Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

#### Financial assets at amortised cost

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

The effective interest rate (EIR) amortisation is included in finance income in the profit or loss.

#### Financial assets at FVTOCI

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

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

#### Financial assets at FVTPL

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit & Loss.

#### Other equity investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

#### Investments in Subsidiaries, Associates and Joint-Ventures

The Company has accounted for its equity instruments in Subsidiaries, Associates and Joint-Ventures at cost except where Investments are accounted for at cost shall be accounted in accordance with Ind AS 105, wherein they are classified as assets held for sale.

#### Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### ii. Financial liability

#### Initial recognition and measurement

Financial liabilities are initially recognised at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except financial liabilities at fair value through profit or loss which are initially measured at fair value.

#### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in following categories:

- Financial liabilities through profit or loss (FVTPL)
- Financial liabilities at amortised cost

#### Financial liabilities through FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

#### Financial liabilities at amortised cost

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and any gain or loss on derecognition are recognised in profit or loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

#### Derecognition

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

### iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## c) Property, Plant and Equipment

### i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalised.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

Assets retired from active use and held for disposal are stated at the lower of their net book value and net realisable value and shown under 'Other current assets'.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit or loss.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.”

### ii. Subsequent expenditure

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Company. Ongoing repairs and maintenance are expensed as incurred.

### iii. Depreciation and amortisation

#### Tangible

Depreciation on fixed assets is provided based on useful life of the assets as prescribed in Schedule – II to the Companies Act, 2013.

#### Intangible Assets

These are amortized over the best estimates of its useful economic life as decided by the management.

### d) Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and any accumulated impairment losses. They are amortised over the best estimates of its useful economic life as decided by the management. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal.

### e) Inventories

- a) Stock of construction materials, stores and spares and fuel (except for those relating to Construction activities) are valued at cost (weighted average basis) or net realizable value whichever is lower.
- b) Cost of construction materials, stores, spares and fuel used in construction activities are valued at cost (weighted average basis).
- c) Work-in-progress is valued at cost and reflects the work done but not certified.
- d) The cost of inventories comprises all cost of purchase, cost of conversion and other incidental cost incurred in bringing the inventories to their present location and condition.
- e) Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

### f) Impairment

#### i. Impairment of financial instruments: financial assets

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financials assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

#### ii. Impairment of non-financial assets

The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.



## Notes to the Consolidated financial statements for the period ended 31st March 2021

If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### g) Employee Benefits

#### i. Short-term employee benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

#### ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company makes specified monthly contributions towards Provident Fund, ESI and Medical. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

#### iii. Defined benefit plans

##### I. Gratuity

Liability on account of Gratuity is:

- Covered through recognized gratuity fund managed by Life Insurance Corporation of India and contributions are charged to revenue; and

- Balance if any, is provided on the basis of valuation of the liability by an independent Actuary as at the year end.

##### II. Leave Encashment

Liability for leave encashment is treated as a long term liability and is provided on the basis of valuation by an independent Actuary as at the year end.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income

### h) Provisions (other than for employee benefits), Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement and are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are disclosed only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. The Company does not recognize a contingent liability but only makes disclosures for the same in the Financial Statements.

Contingent assets where it is probable that future economic benefits will flow to the Company are not recognised but disclosed in the financial statements.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### i) Revenue Recognition

#### On Construction Contracts:

The companies recognizes revenue when the control of the goods and services is transferred to the customer as against the transfer of risk and rewards. As per the Company's current revenue recognition practices, transfer of control happens at the same point as transfer of risk and rewards thus not effecting the revenue recognition. The amount of revenue recognised reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The Company has adopted the modified transitional approach as permitted by the standard under which the comparative financial information is not restated. The accounting changes required by the standard are not having material effect on the Company financial statements and no transitional adjustment is recognised in retained earnings at April 1, 2018, though there would be additional disclosure requirements for the company to comply with.

Contract modifications are accounted for when additions, deletions or changes are approved either to the scope or price or both. Goods/services added that are not distinct are accounted for on a cumulative catch up basis. Goods / services those that are distinct are accounted for prospectively as a separate contract, if the additional goods/services are priced at the consolidated selling price else as a termination of the existing contract and creation of a new contract . In cases where the additional work has been approved but the corresponding change in price has not been determined, the recognition of revenue is made for an amount with respect to which it is highly probable that a significant reversal will not occur. If the consideration promised in a contract includes a variable amount, this amount is recognised only to the extent that it is highly probable that a significant reversal in the amount recognised will not occur.

#### On Sale of Goods:

- In case of sale of goods, the transfer of property in goods results in the transfer of significant risks and rewards of ownership to the buyer and revenue is recognized at the time of transfer of property. Sales are net of taxes, returns, trade discounts etc.

### j) Recognition of dividend income and interest income

#### Dividends

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

#### Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the Statement of Profit and Loss.

### k) Leases

Lease income from operating leases (excluding amount for services on maintenance, etc. and contingent rentals) where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases and another systematic basis is more representative of the time pattern in which user's benefit derived from the leased asset is diminished. Contingent rent is recognized in the period when earned. The respective leased assets are included in the balance sheet according to the nature of the asset.

### l) Income tax

Income tax expense comprises of current and deferred tax. Current tax and deferred tax is recognized in the Statement of Profit or Loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### i. Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, on the basis of taxable profits computed for the current accounting period in accordance with the Income Tax Act, 1961, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

### ii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

### m) Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

### n) Foreign currencies transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. All other foreign currency assets and liabilities are stated at the rates prevailing at the date of transaction other than those covered by forward contracts, which are stated at the contracted rate. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

### o) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM")

The board of directors of the Company, which has been identified as being the CODM, generally assesses the financial performance and position of the Company and makes strategic decisions, however as per Approved Resolution Plan the power of Board of Directors remain suspended and in its place the Monitoring Committee is empowered with the power.

### p) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

### q) Interest in Joint venture

In respect of its interest as joint venture the company recognise its interest in a joint venture as an investment and accounts for the investment in accordance with Ind AS 28 "Investment in associates and joint ventures".

## Notes to the Consolidated financial statements for the period ended 31st March 2021

## 4A Property, plant and equipment

₹ In Lakhs

	Free hold land	Work shop & office shed	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total	Software	Total
<b>A. Gross carrying amount (Deemed cost) <sup>(1)</sup></b>									
As at April 1, 2019	397	232	4,691	69	303	47	5,739	2	5,741
Additions	-	-	1	-	17	1	19	-	19
Deletions / Discard	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2020</b>	<b>397</b>	<b>232</b>	<b>4,692</b>	<b>69</b>	<b>320</b>	<b>48</b>	<b>5,758</b>	<b>2</b>	<b>5,760</b>
Additions	-	-	3	-	-	1	4	12	16
Deletions / Discard	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>397</b>	<b>232</b>	<b>4,695</b>	<b>69</b>	<b>320</b>	<b>49</b>	<b>5,762</b>	<b>14</b>	<b>5,776</b>
<b>B. Depreciation</b>									
Upto April 1, 2019	-	12	2,188	6	173	34	2,413	2	2,415
For the year ended March 31, 2020	-	4	549	2	49	4	608	-	608
Adjustments/ Deletions	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2020</b>	<b>-</b>	<b>16</b>	<b>2,737</b>	<b>8</b>	<b>222</b>	<b>38</b>	<b>3,021</b>	<b>2</b>	<b>3,023</b>
For the year ended March 31, 2021	-	4	472	1	31	2	510	10	520
Adjustments/ Deletions	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>-</b>	<b>20</b>	<b>3,209</b>	<b>9</b>	<b>253</b>	<b>40</b>	<b>3,531</b>	<b>12</b>	<b>3,543</b>
<b>C. Net carrying amount</b>									
As at March 31, 2020	397	216	1,955	61	98	10	2,737	-	2,737
As at March 31, 2021	397	212	1,486	60	67	8	2,231	2	2,233

(1) The company has elected to measure all its property, plant and equipments at the previous GAAP carrying amount i.e 31st March, 2016 as its deemed cost on the date of transition to IND AS i.e 1st April, 2016.

## 4B Capital Work-in-Progress (CWIP)

₹ In Lakhs

	CWIP
<b>Gross carrying amount (Deemed cost)</b>	
As at April 1, 2019	42,043
Additions	-
Deletions / Discard / Converted to Tangible Assets	-
<b>As at March 31, 2020</b>	<b>42,043</b>
Additions	-
Deletions / Discard / Converted to Tangible Assets	41
<b>As at March 31, 2021</b>	<b>42,002</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 5 Non-Current Investments

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Unquoted , other than trade</b>		
<b>(a) Investment in equity instruments (fully paid)</b>		
<b>In Others (at fair value through other comprehensive income)</b>		
Andromeda Communications (P) Limited - 7,000 (31st March 2020 - 7,000) Equity Shares of ₹ 10/- each	21	21
Universal Realtors (P) Limited - 40,000 (31st March 2020 - 40,000) Equity Shares of ₹ 10/- each	107	107
<b>(b) Investment in equity instruments (fully paid)</b>		
<b>In Associate (at cost)</b>		
Tantia Sanjauliparkings Private Limited - 10,00,000 (31st March 2020- 10,00,000) Equity Shares of ₹ 10/- each	221	243
<b>(c) Investment in preference instruments (fully paid)</b>		
<b>In Associate (at cost)</b>		
Tantia Sanjauliparkings Private Limited - 62,300 (31st March 2020- 62,300) Preference Shares of ₹ 100/- each	818	836
<b>(d) Investment in joint ventures (at cost)</b>		
Tantia - RBM (JV)	79	79
Tantia - JMC (JV)	6	6
Tantia - IVRCL (JV)		2
Tantia - FREYSSINET (JV)		8
Tantia - SPML (JV)	3	3
Tantia - GONDWANA (JV)	42	41
Tantia - CCIL (JV)	15	15
Tantia - SEC (JV)	48	48
Tantia - PREMCO (JV)	1	1
Tantia - MPPL (Wilo) (JV)	125	125
Tantia - NMTPL (JV)	2	2
<b>Total</b>	<b>1,489</b>	<b>1,538</b>
Aggregate carrying amount of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate carrying amount of unquoted investments	1,489	1,538

### 6 Loans - Non-Current

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured, considered good)		
Security deposits and retention money	2,987	-
<b>Total</b>	<b>2,987</b>	<b>-</b>

### 7 Deferred Tax Assets (net)

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Deferred Tax Assets	4,284	4,284
Less: Deferred Tax Liabilities	226	227
<b>Total</b>	<b>4,058</b>	<b>4,057</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

₹ In Lakhs

Movement in deferred tax assets/ (liabilities) balances	As at 1st April 2020	Recognised in Profit or Loss	Recognised in OCI	As at 31st March 2021
<b>Deferred tax (liabilities)/assets in relation to</b>				
Fiscal allowance on property, plant and equipment, etc.	163	-	-	163
Other timing differences	64	(1)	-	63
<b>Total deferred tax liabilities</b>	<b>227</b>	<b>-1</b>	<b>-</b>	<b>226</b>
Employees' benefit	197	-	-	197
Unabsorbed carried forward loss	3,684	-	-	3,684
MAT credit entitlement	403	-	-	403
<b>Total deferred tax assets</b>	<b>4,284</b>	<b>-</b>	<b>-</b>	<b>4,284</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>4,057</b>	<b>1</b>	<b>-</b>	<b>4,058</b>

₹ In Lakhs

	As at 1st April 2019	Recognised in Profit or Loss	Recognised in OCI	As at 31st March 2020
<b>Deferred tax (liabilities)/assets in relation to</b>				
Fiscal allowance on property, plant and equipment, etc.	163	-	-	163
Other timing differences	53	4	7	64
<b>Total deferred tax liabilities</b>	<b>216</b>	<b>4</b>	<b>7</b>	<b>227</b>
Employees' benefit	197	-	-	197
Unabsorbed carried forward loss	3,684	-	-	3,684
MAT credit entitlement	403	-	-	403
<b>Total deferred tax assets</b>	<b>4,284</b>	<b>-</b>	<b>-</b>	<b>4,284</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>4,068</b>	<b>(4)</b>	<b>(7)</b>	<b>4,057</b>

The net deferred tax liabilities as on 31st March 2021 are INR 4058 lakhs. Pursuant to the order dated February 24, 2020, the Adjudicating Authority approved the resolution plan submitted by the Resolution Applicants for the Company under Section 31 of the Insolvency and Bankruptcy Code, 2016. Reliable projections of future taxable income, therefore, shall be available only when the Approved Resolution Plan is fully implemented. Accordingly, deferred tax assets for the Current period and the financial year are presently not recognised and the net deferred tax assets as at the end of the previous financial year have been carried forward. The change in Deferred Tax is due to application of Ind-AS.

**8 Other Non-Current Assets**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Others		
- Prepaid Expenses	64	-
- Others	3	3
<b>Total</b>	<b>67</b>	<b>3</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 9 Inventories

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Valued at the lower of cost and net realisable value)		
Raw Materials	953	976
Construction Contract Work-In-Progress	1,133	78
Stores & Spares	349	445
Loose Tools	270	338
<b>Total</b>	<b>2,705</b>	<b>1,837</b>

₹ In Lakhs

Particulars	2020-21	2019-20
Cost of Materials Consumed	1,230	2,432
Contract Operating Expenses	8,074	10,660
Changes in Work-In-Progress	(1,055)	713

### 10 Trade receivables

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured unless otherwise stated)		
Considered good (Refer Note 10.1)	2,769	4,079
<b>Total</b>	<b>2,769</b>	<b>4,079</b>

10.1 Trade receivables include Rs.1,974 Lakhs, respectively lying outstanding for more than three years. As receivables are mainly from government agencies, subsidiary and associate company, pending under arbitration, same has been considered good and as such no provision has been made thereagainst. Further, a write back of INR 573 lakhs has been made under trade receivables with a correspondig effect in "Exceptional Items" in the Profit and Loss Account (Refer Note No. 52) on account of recovery from PWD Mizoram client.

### 11 Cash and Cash Equivalents

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Balances with Bank		
- In Current Account	867	456
Cash on Hand	19	13
Balances with Scheduled Bank	5	6
<b>Total</b>	<b>891</b>	<b>475</b>

### 12 Other Bank Balances

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Earmarked balances with Banks		
Balances with banks	4,184	212
- In deposit accounts	<b>4,184</b>	<b>212</b>

The Company has been carrying certain Balances with Banks – In deposit accounts for a number of years. These were primarily in the nature of earmarked deposits placed as security with government bodies and as margin money against issue of bank guarantees. In case of these deposits aggregating to INR 543 lacs it was found that the amounts had matured long back and had been adjusted by the Banks or by the Clients against liabilities, but corresponding entries were not passed in the books of accounts in the Company and no amount against the same is recoverable. Accordingly, the Company had

## Notes to the Consolidated financial statements for the period ended 31st March 2021

written off fixed deposits with bank aggregating to INR 205.22 Lakhs in the previous Financial Year. Fixed Deposits and other balance with bank aggregating to INR 251 Lakh which includes interest earned in earlier years based on communication received from the banks, have been restored. The same has been included in "Exceptional Items" in the statement of profit and loss (Refer Note 52). Further, interest income accrued against these deposits amounting to INR 15.25 Lakhs has been included under "Other Income" (Refer Note 28).

Fixed Deposit amounting to INR 1000 Lakhs given as performance security to "Committee of Creditors" by the Successful Resolution Applicant as per the Approved Resolution Plan, has been recognised in "Other Bank Balances" by creating a corresponding liability under "Other Current Liabilities". Further interest income of INR 39.50 Lakhs accrued thereon has been accounted for under "other income" and a corresponding liability has been recognised under "Other Financial Liabilities".

Furthermore, INR 350 Lakhs received from the Successful Resolution Applicant as per the provisions of the Approved Resolution Plan for payment to employees and other operational creditors. Pending implementation of the Resolution Plan, the same has been deposited with bank as short term deposit and interest accrued thereon of INR 4.91 Lakhs has been accounted for as "interest income".

### 13 Loans - Current

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
(Unsecured, considered good)		
Security deposits & earnest money	2,028	5,462
Loan given to NBFC	544	500
<b>Total</b>	<b>2,572</b>	<b>5,962</b>

In terms of note 52, a write back of INR 15 lakhs has been made under Security Deposit & Earnest Money with a corresponding effect in "Exceptional Items" in the profit and loss account, on account of recovery from South Eastern Railway.

### 14 Other Financial Assets

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Interest accrued but not due on bank deposits	90	104
<b>Total</b>	<b>90</b>	<b>104</b>

### 15 Current Tax Asset (net)

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Advance payment of tax (net of provisions)	1,281	1,918
<b>Total</b>	<b>1,281</b>	<b>1,918</b>

### 16 Other Current Assets

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Advances other than Capital Advances		
Advances to Suppliers (Goods & Services) (Refer Note-16.1)	546	714
Advance to NBFC	-	10
Prepaid Expenses	168	-
Other advances (including advances with statutory authorities)	606	606
	<b>1,320</b>	<b>1,330</b>



## Notes to the Consolidated financial statements for the period ended 31st March 2021

**16.1.** Advance to suppliers includes amount aggregating to INR 15,830.01, in terms of the approved Resolution Plan (Refer Note 53).

Advance to suppliers includes amount aggregating to INR 278.84 Lakhs given to various parties during the period of CIR Process, due to be recovered or adjusted, same considered as good. Further, with reference to Note 52, advance receivable to the tune of INR 24 lakhs have been derecognized in the current financial year in terms of the approved Resolution plan.

### 17 Equity share capital

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Authorised</b>		
390,00,000 (31st March 2020- 390,00,000) equity shares of ₹ 10/- each	3,900	3,900
10,00,000 (31st March 2020- 10,00,000) 10.5% cumulative redeemable preference shares of ₹ 10/- each	100	100
	4,000	4,000
<b>Issued, subscribed and fully paid-up</b>		
2,87,42,098 equity shares (31st March 2020- 2,87,42,098) of ₹ 10/- each	2,874	2,874
	<b>2,874</b>	<b>2,874</b>

### A. Reconciliation of number of equity shares outstanding at the beginning and at the end of the period

₹ In Lakhs

	As at 31 March 2021		As at 31 March 2020	
	Number	Amount	Number	Amount
Balance as at the beginning of the year	2,87,42,098	2,874	2,87,42,098	2,874
Add: Issued during the year	-	-	-	-
Balance as at the end of the year	<b>2,87,42,098</b>	<b>2,874</b>	<b>2,87,42,098</b>	<b>2,874</b>

### B. Rights, Preferences and Restrictions attaching to Equity Shares

- The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupee. There is no recommendation of dividend on Equity shares for the Financial Year ended 31st March, 2021.
- In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, in the proportion to their shareholding.

### C. Particulars of shareholders holding more than 5% shares of fully paid up equity shares

₹ In Lakhs

Name of the Shareholder	As at 31 March 2021		As at 31 March 2020	
	Number	% of holding	Number	% of holding
Nigolice Trading Private Limited	1,52,59,689	53.09%	1,52,59,689	53.09%
Rahul Tantia	35,73,359	12.43%	35,73,359	12.43%

- With respect to the existing share capital the Approved Resolution Plan proposes reduction of the Company's share capital without any pay out to the shareholders, by reducing the face value of each issued and outstanding equity share of the Company from INR 10 to INR 1

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 18 Other equity

Refer statement of changes in equity for detailed movement in equity balance

₹ In Lakhs

A. Summary of other equity balance		1st April 2020	Movement during the year	31st March 2021	1st April 2019	Movement during the year	31st March 2020
Capital reserve	(a)	100	-	100	100	-	100
Capital redemption reserve	(b)	14	-	14	14	-	14
Securities premium account	(c)	7,884	-	7,884	7,884	-	7,884
General reserve	(d)	1,415	-	1,415	1,415	-	1,415
Retained earnings	(e)	12,214	1,574	13,788	(18,640)	30,854	12,214
<b>Total other equity</b>		<b>21,627</b>	<b>1,574</b>	<b>23,201</b>	<b>(9,227)</b>	<b>30,854</b>	<b>21,627</b>

#### B. The description of the nature and purpose of each reserve within equity is as follows:

- (a) **Capital reserve:** The Company had received INR 100 Lakhs against future call option of 7,14,285 Share warrants in the financial year 2008-09. The call was not exercised by the applicants and as per the terms of the issue of warrant, the said amount was forfeited and credited to capital reserve during the financial year 2008-09.
- (b) **Capital redemption reserve:** The Company had issued 1,40,000 10.5% cumulative preference share at par value of ₹ 10 each in the Financial Year ending on 31st March 2005 were redeemed at the option of the share holder during the financial year ended on 31.03.2015. Accordingly INR 14 Lakh equivalent to the proceeds of redemption were transferred to capital redemption reserve.
- (c) **Securities premium account:** Securities premium account represents the premium received on issue of shares over and above the face value of equity shares. The account is available for utilisation in accordance with the provisions of the Companies Act, 2013.
- (d) **General Reserve:** The Company has not transferred any amount to the reserves for the year ended 31st March, 2021.
- (e) **Retained earnings:** This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

### 19 Long Term Borrowings

₹ In Lakhs

	As at 31 March 2021		As at 31 March 2020	
	Non-Current	Current Maturities	Non-Current	Current Maturities
(i) Secured				
- Term Loans from Non-Banking Finance Companies		-	-	-
- Loans from Banks				
Term Loan	-	27,347	-	27,347
Working capital term loan	-	675	-	673
Funded interest term loan	-	668	-	668
<b>Total</b>	-	<b>28,690</b>	-	<b>28,688</b>

### 20 Long Term Provisions

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Provisions for employee benefits</b>		
- Provision for gratuity	184	160
- Provision for leave encashment	33	42
	<b>217</b>	<b>202</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 21 Other Non-Current Liabilities

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Other liabilities against contracts	312	20
	<b>312</b>	<b>20</b>

In reference to note 52, other liability includes security deposit of certain petty contractors amounting to INR 24 Lakhs which have been derecognized in the current financial year in terms of the approved Resolution Plan.

In reference to note 53, other liabilities against contract includes INR 58 Lakhs, payable as per the terms of the approved Resolution Plan.

### 22 Borrowings

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Secured</b>		
Cash Credit and Working Capital Demand Loan from Bank*	4,420	4,420
Short Term Loans from Scheduled Banks**	-	-
<b>Unsecured</b>		
From Bodies Corporate	660	660
<b>Total</b>	<b>5,080</b>	<b>5,080</b>

22.1. In reference to note 53, cash credit and working capital demand loan from bank aggregating to INR 4419 Lakhs is payable in terms of the approved Resolution Plan.

22.2. In reference to note 53, unsecured borrowings from bodies corporate aggregating to INR 33 Lakhs is payable in terms of the approved Resolution Plan.

### 23 Trade Payables

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Dues to Micro And Small Enterprises (as per the intimation received from vendors)</b>		-
a. the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year		-
b. Interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year		-
c. Interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)		-
d. The amount of interest accrued and remaining unpaid at the end of accounting year		-
e. Interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.		-
<b>Dues to others</b>	-	-
- For goods	1,536	1,382
- For expenses	-	-
	<b>1,536</b>	<b>1,382</b>

In reference to note no. 53, Trade payable aggregating to INR 141 Lakhs is payable as per the terms of the approved Resolution Plan.

As per the Approved Resolution Plan trade payable amounting to INR 13,007 Lakhs and INR 172 Lakhs have been derecognized in the previous and current financial year respectively.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

Owing to the size of the overdue credit facilities, multiplicity of contractual arrangements and large number of operational creditors, determination of the carrying amount of related liabilities at the date of approval of Resolution Plan was a complex exercise and has been completed on the basis of information, documents etc. available with the Company. Confirmations/ Reconciliations from the concerned creditors are pending and any consequential adjustments required in the books of accounts will be done in the year in which such reconciliations are received.

Further, comprehending the provisions of the Approved Resolution Plan and determining the appropriateness of the accounting treatment thereof, more particularly the accounting treatment of derecognition of liabilities, requires significant judgment and estimates, including consideration of accounting principles to be applied for presentation of difference between carrying amount of novated debt and consideration payable therefore.

### 24 Other Financial Liabilities

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
Current maturities of long term debt (Refer Note- 19, 24.1)	28,690	28,688
Interest accrued but not due	2,074	2,074
Others		
- Advance from joint venture (Refer Note 24.2)	1,257	1,750
- Advance from subsidiaries	-3	-
- Liabilities for employees (Refer Note 24.3)	375	527
- Liabilities for expenses (Refer Note 24.4)	685	742
	<b>33,078</b>	<b>33,781</b>

**24.1.** In reference to note 53, Current maturities of long term debt due to Financial Creditors aggregating to INR 2244 Lakhs is payable in terms of the approved Resolution Plan.

**24.2.** In reference to note 53, other liability includes liability towards Joint Ventures which in net have been derecognized by INR 306 lakhs in the current financial year in terms of the approved Resolution Plan.

**24.3.** In reference to note 53, liability towards employees aggregating to INR 150.16 Lakhs is payable in terms of the approved Resolution Plan

**24.4.** In reference to note 53, liabilities towards expenses aggregating to INR 452.75 Lakhs, form part of the CIRP Cost in terms of the approved Resolution Plan.

### 25 Other Current Liabilities – Non Financial Liabilities

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
Revenue received in Advance		
- Advance against Materials	282	353
- Advance against Contract	437	436
Others		
- Statutory liabilities	184	312
- Others	1,406	50
	<b>2,309</b>	<b>1,151</b>

### 26 Short Term Provisions

	₹ In Lakhs	
	As at 31 March 2021	As at 31 March 2020
Provision for Gratuity	54	78
Provision for leave encashment	18	77
Provision for Expenses	-	54
	<b>72</b>	<b>209</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 27 Revenue from Operations

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Sale of services</b>		
- Contract receipts	10,171	13,594
<b>Other operating revenues</b>		
- Miscellaneous business income	25	-
	<b>10,196</b>	<b>13,594</b>

### 28 Other Income

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Interest income</b>		
- Interest on fixed deposits (Gross)	122	26
- Other Interest includes interest on income tax refund	68	13
<b>Other non-operating revenues</b>		
- Profit from Sale of Fixed Assets	-	4
- Miscellaneous Income	119	123
<b>Other gains and losses</b>		
- Net gain arising on financial assets measured at FVTPL	-	3,937
	<b>309</b>	<b>4,103</b>

### 29 Cost of Materials Consumed

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Construction Materials	965	2,157
Consumable Materials	129	178
Stores & Spares	113	40
Carriage Inwards (Including material re-handling)	23	57
	<b>1,230</b>	<b>2,432</b>

### 30 Contract Operating Expenses

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Contract Execution Expenses	6,599	8,517
Equipment Hire Expenses	465	605
Repairing Charges		
- Plant & Machinery	116	86
- Others	15	39
Power & Fuel	582	1,077
Site Expenses	1	1
Works Contract Tax & Other Taxes	-	5
Consultancy Fees	295	329
Survey & Inspection Expenses	1	1
	<b>8,074</b>	<b>10,660</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

**31 Change in Inventories of Works in Progress**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Opening Work-in-Progress	78	4,883
Less : Closing Work-in-Progress	1,133	4,170
	<b>(1,055)</b>	<b>713</b>

**32 Employee Benefits Expenses**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Salaries and Wages	622	756
Contribution to Provident Fund and Other Funds	(98)	(66)
Staff Welfare Expenses	21	31
	<b>545</b>	<b>721</b>

**33 Finance Cost**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Interest Expense	97	53
Other Borrowing Costs	58	421
	<b>155</b>	<b>474</b>

**34 Other Expenses**

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Rent	99	108
Rates and Taxes	110	154
Insurance	-11	110
Printing & Stationery	4	7
Payment to Auditors:		
- Audit Fees	7	7
- Tax Audit Fees	2	2
- Other Services	-	-
Internal Audit & Other Certificate Fees	14	-
Light Vehicles Running Expenses	2	7
Travelling & Conveyance	57	121
Advertisement	-	7
Computer Maintenance	1	2
Legal Expenses	35	53
Security Guard Expenses	88	88
Telephone Expenses	13	17
Loss on Fair Valuation	18	3,925
Loss from Investment in Joint Venture	67	6
Miscellaneous Expenses	248	97
	<b>754</b>	<b>4,711</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 35 Income Taxes

₹ In Lakhs

A. Amount recognised in profit or loss	As at 31 March 2021	As at 31 March 2020
<b>Current tax</b>		
Current period	-	-
MAT credit (entitlement)/ reversal	-	-
<b>a</b>	-	-
<b>Deferred tax</b>		
Deferred tax for the year	1	(1)
<b>b</b>	<b>1</b>	<b>(1)</b>

₹ In Lakhs

B. Income tax recognised in other comprehensive income	As at 31 March 2021	As at 31 March 2020
<b>Deferred tax</b>		
On items that will not be reclassified to profit or loss		
- Fair valuation of equity instruments	-	-
- Remeasurements of defined benefit plans	-	7
<b>c</b>	-	<b>7</b>
<b>Income tax expense reported in the Standalone Statement of Profit and Loss (a+b+c)</b>	<b>1</b>	<b>5</b>

₹ In Lakhs

C. Reconciliation of effective tax rate	As at 31 March 2021	As at 31 March 2020
<b>Profit before tax</b>		
Income tax expense calculated @ 26% (2019- 26%)	1,575	30,832
Effect of items on which tax deduction is allowed on payment basis	410	8,016
Benefit of previously unrecognised tax loss to reduce deferred tax expense	-	-
Benefit of previously unrecognised tax credit entitlement to reduce deferred tax expense	-	-
Effect of unrecognised tax loss	1	-
Effect of different tax rate	(38)	30,833
Other differences	-	-
Effective tax rate	-	-
	<b>373</b>	<b>38,849</b>

The tax rate used for the year 2020-21 and 2019-20 reconciliations above is the corporate tax rate of 26%; previous year 26% (25% + Health & Education cess @ 4%) payable on taxable profits under the Income Tax Act, 1961.

### 36 Earnings per equity share

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
<b>Earnings per share has been computed as under:</b>		
(a) Profit for the year	1,574	30,833
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic/diluted earnings per share	287	287
(c) Earnings per share on profit for the year		
- Basic EPS [(a)/(b)]	5.48	107.28
- Diluted EPS [(a)/(b)]	5.48	107.28

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 37 Segment information

As per Ind AS 108- "Operating Segment", segment information is not required to be provided as the Company is engaged only in construction work and in no other segment.

38 The Company is engaged in the business of providing infrastructural facilities as per Section 186 (11) read with Schedule VI of the Act. Accordingly, disclosures under Section 186 of the Act is not applicable to the Company.

### 39 Contingent liabilities and commitments

#### Particulars

As per the Approved Resolution Plan, contingent liabilities (which have/ may crystalize) prior to 24 February, 2020 (hereinafter referred to as 'Effective Date') stand extinguished. In terms of the aforesaid plan, the following matters also need the attention of our stakeholders -

The counter-guarantees, also termed as 'corporate guarantees', extended by Tantia Constructions Limited to Consortium Banks on behalf of its subsidiaries, associates and joint ventures, stand extinguished and no further liability exists with respect to the same as at 31st March 2021.

"In respect of the Bank Guarantees of Tantia Constructions Limited, only the active Bank Guarantees as on the effective date, against the ongoing projects, shall continue to remain active. The Resolution Applicant / Corporate Debtor shall be liable to settle any claim arising as a result of invocation / encashment of the Bank Guarantee(s). However, the Resolution Applicant / Corporate Debtor shall not be liable in case of any bank guarantee invocation arising because of the relevant bank(s) refusal for extension of such Active Bank Guarantee(s). The active BG's as at 31st March 2021 is to the tune of INR 8858 Lakhs (As on 31 March 2020 – INR 9927 Lakhs).

In respect of the above bank guarantees, margin money worth INR 664 Lakhs (As on 31 March 2020- INR 89 Lakhs) is being held by banks in the form of Fixed Deposits."

"Furthermore, the Approved Resolution Plan, among other matters, provides that except to the extent of the amount payable to the relevant Financial and/or Operational Creditors in accordance with the Approved Resolution Plan, all liabilities of the Company relating in any manner to the period prior to the CIRP commencement date, i.e., 13th March 2019, immediately, irrevocably and unconditionally, stand fully and finally discharged and settled, there being no further claims whatsoever, and all the rights of the Financial and/or Operational Creditors to invoke or enforce the same stands waived off. It is provided that any and all legal proceedings initiated before any forum, by or on behalf of any Financial and/or Operational Creditor (including Statutory Authorities), to enforce any rights or claims against the Company also stands extinguished. Further, in terms of the Approved Resolution Plan, no Statutory/ Governmental Authority has any right or claim against the Company, in respect of the period prior to the CIRP commencement date and/or in respect of the amounts written off, and all legal proceedings initiated before any forum by or on behalf of any Financial and/or Operational Creditor (including Governmental Authorities) or any Other Creditors to enforce any rights or claims against the Company will immediately, irrevocably and unconditionally stand withdrawn, settled and/or extinguished.

The Approved Resolution Plan provides for extinguishment of all liabilities of the Company owed to Financial and/or Operational Creditors, as of the Insolvency Commencement Date i.e. 13 March, 2019 against settlement of amount given under the resolution plan. The implementation of the Approved Resolution Plan, however, does not have any such similar effect over claims or receivables owed to the Company. Accordingly, the Company has concluded that any receivables due to the Company, evaluated based on merits of underlying litigations, from various governmental agencies continue to subsist."

### 40 Employee Benefits

#### (a) Defined contribution plans:

Contribution to defined contribution plans, recognised as expense for the year are as under:

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Employer's contribution to Provident Fund	29	26
Employer's contribution to ESIC	2	2
	<b>31</b>	<b>28</b>



## Notes to the Consolidated financial statements for the period ended 31st March 2021

### (b) Defined benefit plans:

#### Statement of Assets and Liabilities for defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Net defined benefit asset - Gratuity Plan				
Net defined benefit obligation - Gratuity Plan	-	120	497	236
<b>Total employee benefit liabilities</b>	<b>-</b>	<b>120</b>	<b>497</b>	<b>236</b>
Non-current		41	360	160
Current		79	137	76

#### Contribution to Gratuity

The Company's gratuity benefit scheme for its employees in India is a defined benefit plan (unfunded).

The Company provides for gratuity from employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of completed service.

Generally the present value of obligation is determined based on the actuarial valuation using the Projected Unit Credit Method as on year end which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Company's gratuity expense is recognized under the head – "Employee Benefit Expense". However, as requires under Ind AS 19 no valuation is done for Gratuity since 2017-18 and no valuation is done for Leave Encashment during the current financial year.

These defined benefit plans expose the Company to actuarial risks, such as interest rate risk, liquidity risk, salary escalation risk and regulatory risk.

#### Inherent risk

The plan is defined benefit in nature which is sponsored by the Company and hence it underwrites all the risk pertaining to the plan. In particular, this exposes the Company, to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature, the plan is not subject to longevity risk.

The following tables analyze present value of defined benefit obligations, expense recognised in statement of Profit and Loss, actuarial assumptions and other information.

#### Reconciliation of the net defined benefit (asset) liability

##### (i) Reconciliation of present value of defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
(a) Balance at the beginning of the year	120	333	236	182
(b) Current service cost	3	5	10	17
(c) Interest cost	8	20	16	12
(d) Actuarial (gains) / losses	-	-	-	(170)
- demographic assumptions	-	(39)	-	-
- financial assumptions	(1)	(144)	(1)	195
- experience adjustment	(79)	-	236	-
(e) Benefits paid	-	(55)	-	-
Balance at the end of the year	<b>51</b>	<b>120</b>	<b>497</b>	<b>236</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

## (ii) Net Asset / (Liability) recognised in the Balance Sheet

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Present value of obligation, as at end of the year	51	120	497	236
Fair value of plan assets, as at end of the year	-	-	-	-
<b>Net defined benefit obligations, as at end of the year</b>	<b>51</b>	<b>120</b>	<b>497</b>	<b>236</b>

## (iii) Expense recognised in Statement of Profit and Loss

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Current service cost	3	5	9	17
Net interest cost	8	20	12	8
Actuarial Gain/loss	(80)	(183)	-	-
<b>Total expense recognised in Statement of Profit and Loss</b>	<b>(69)</b>	<b>(158)</b>	<b>21</b>	<b>25</b>

## (iv) Re-measurements recognised in other comprehensive income

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Actual return on plan assets (excluding amounts included in net interest cost)	-	-	(1)	-170
Actuarial loss (gain) arising on defined benefit obligation from				
- demographic assumptions	-	-	-	-
- financial assumptions	-	-	236	195
- experience adjustment	-	-	-	-
<b>Total re-measurements included in other comprehensive income</b>	<b>-</b>	<b>-</b>	<b>235</b>	<b>25</b>

## (v) Reconciliation of fair value of plan assets

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
(a) Balance at the beginning of the year	-	-	65	61
(b) Interest income	-	-	4	4
(c) Company (employer) contributions	-	-	-	-
(d) Return on plan assets excluding interest income	-	-	-	-
(e) Benefits paid	-	-	-	-
<b>Balance at the end of the year</b>	<b>-</b>	<b>-</b>	<b>69</b>	<b>65</b>

## (vi) Actuarial assumptions

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Discount rate	6.95%	6.67%	6.71%	6.67%
Expected Return on Plan Asset	NA	NA	NA	NA
Salary escalation rate	6.00%	6.00%	6.00%	6.00%
Attrition rate	1.00%	1.00%	1.00%	1.00%
Retirement age (years)	60	60	60	60

Assumptions regarding future mortality experience are set in accordance with the published rates under Indian Assured Lives Mortality (2006-08) Ultimate.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### (vii) Sensitivity analysis

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Defined benefit obligation on discount rate plus 50 basis points	57	126	489	227
Defined benefit obligation on salary growth rate plus 50 basis points	62	131	517	245
Defined benefit obligation on attrition rate plus 50 basis points	59	128	497	236
Defined benefit obligation on mortality rate plus 100 basis points	59	128	497	236
Defined benefit obligation on discount rate minus 50 basis points	62	131	518	246
Defined benefit obligation on salary growth rate minus 50 basis points	57	126	479	228
Defined benefit obligation on attrition rate minus 50 basis points	59	128	497	236
Defined benefit obligation on mortality rate minus 100 basis points	59	128	497	236

### (viii) Maturity profile of defined benefit obligation

₹ In Lakhs

	Leave Encashment		Gratuity	
	As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
Within the next 12 months	19	81	372	79
Between 1 and 5 years	10	8	23	28
Between 5 and 10 years	10	20	68	77
More than 10 years	58	70	208	297

### 41 Related Party Disclosures

#### Enterprises where control exist:

SI No	Nature of Relation	Name of the Entity
A	Holding Company	Nigolice Trading (P) Limited
B	Subsidiaries	Tantia Infrastructure (P) Limited Tantia Raxaultollway (P) Limited
C	Other related parties with whom the company had transactions - Associates & Joint Ventures :	
I	Associates Companies and Enterprises over which the Key Management personnel and its relatives are able to exercise significant influence.	Andromeda Communications (P) Limited Tantia Agrochemicals Private Limited (Under Liquidation) Tantia Sanjauliparkings (P) Limited
II	Joint Ventures	RBM Tantia (JV) Tantia BSBK (JV) JMC Tantia (JV) Tantia DBC (JV) Tantia Simplex (JV) Tantia Soma (JV) Tantia TBL (JV) Tantia SPML (JV) Tantia Freyssinet Gilcon (JV)

## Notes to the Consolidated financial statements for the period ended 31st March 2021

₹ In Lakhs

SI No	Nature of Relation	Name of the Entity
		Tantia Gondwana (JV)
		Tantia CCIL (JV)
		Tantia EDCL (JV)
		Tantia SEC (JV)
		IVRCL Tantia (JV)
		Tantia Premco (JV)
		Tantia MPPL (WILO) (JV)
		Tantia Nayak (JV)
		Tantia NMTPL (JV)
		TCL UTM (JV)
D	Key Management Personnel (KMP)*	Sri Kshitiz Chhawchharia (Chairman of the Monitoring Committee)
		Sri Ishwari Prasad Tantia (Chairman & Managing Director)
		Sri Rahul Tantia (Director - Operations & Chief Financial Officer)
		Ms Priti Todi (Company Secretary)
E	Relatives of Key Management Personnel (KMP)	Sri Siddhartha Tantia (Son of Mr. Ishwari Prasad Tantia)
		Ms Laxmi Tantia (Daughter in law of Mr. Ishwari Prasad Tantia)
		Ms Anita Tantia (Wife of Mr. Rahul Tantia)

\* Ms. Rohini Sureka (Chief Financial Officer) and Shri Murare Lal Agarwal (Director-Projects), Key managerial personnels of the Company, resigned during the Financial Year ended March 31, 2019, their dues yet to be paid by the Company in terms of the Approved Resolution Plan (Refer Note 53)

The following transactions were carried out with related parties in the ordinary course of business:

₹ In Lakhs

Nature of Transaction	Name of Related Party	Transaction for the year ended	
		31-03-2021	31-03-2020
Rendering of Services	Tantia Gondwana (JV)	81	9
	Tantia NMTPL (JV)	47	86
	Tantia Raxaultollway Private Limited	-	-
<b>Total</b>		<b>128</b>	<b>95</b>
Consultancy Fees	Kshitiz Chhawchharia	18	20
<b>Total</b>		<b>18</b>	<b>20</b>
Remuneration Paid / Payable	Ishwari Prasad Tantia	-	-
	Rahul Tantia	-	-
	Priti Todi	5	5
	Murare Lal Agarwal	-	21
	Rohini Sureka	-	5
<b>Total</b>		<b>5</b>	<b>31</b>
Rent paid	Andromeda Communications Private Limited	2	2
	Anita Tantia	5	5
<b>Total</b>		<b>7</b>	<b>7</b>

## Notes to the Consolidated financial statements for the period ended 31st March 2021

₹ In Lakhs

Nature of Transaction	Name of Related Party	Transaction for the year ended	
		31-03-2021	31-03-2020
Re-imbusement of expenses	Andromeda Communications Private Limited	5	3
	Anita Tantia	6	8
	Tantia NMTPL (JV)	-	10
<b>Total</b>		<b>11</b>	<b>21</b>
Investment in Joint Ventures	Tantia Freyssinet Gilcon (JV)	1	-
	Tantia Gondwana (JV)	-	3
	Tantia NMTPL (JV)	-	-5
<b>Total</b>		<b>1</b>	<b>-2</b>
Share of Profit/(Loss)	IVRCL Tantia (JV)	-46	-
	Tantia Freyssinet Gilcon (JV)	-20	-
	Tantia Gondwana (JV)	-1	-6
<b>Total</b>		<b>-67</b>	<b>-6</b>
Paid on behalf of Joint Venture	TCL-UTM (JV)	87	-
<b>Total</b>		<b>87</b>	<b>-</b>
Outstanding balances receivable	Tantia Infrastructure Private Limited	4,050	4,049
	IVRCL Tantia (JV)	79	179
	JMC Tantia (JV)	-	32
	Tantia BSBK (JV)	-	71
	Tantia CCIL (JV)	-	1,407
	Tantia EDCL (JV)	-	1
	Tantia Freyssinet Gilcon (JV)	-	9
	Tantia Gondwana (JV)	662	652
	Tantia NMTPL (JV)	186	510
	Anita Tantia	-3	-
	Ishwari Prasad Tantia	-3	56
	TCL-UTM (JV)	87	1
	<b>Total</b>	<b>5,058</b>	<b>6,968</b>
Outstanding balance payable	Andromeda Communications Private Limited	-	2
	Tantia Agrochemicals Private Limited (Under Liquidation)	-	3
	Tantia MPPL (WILO) (JV)	907	907
	RBM Tantia (JV)	-	50
	Tantia Nayak (JV)	-	10
	Tantia Raxaultollway Private Limited	6,793	6,796
	Rahul Tantia	11	18
	Priti Todi	1	2
	Murare Lal Agarwal	8	8
Rohini Sureka	4	13	
<b>Total</b>	<b>7,712</b>	<b>7,788</b>	

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### Terms and conditions of transactions with related parties

The purchases from related party are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured.

#### 42 Disclosure under Regulation Clause 34(3) and 53(f) read with Schedule V of SEBI (LODR) Regulations, 2015 :

The Company has not granted any Loans and Advances in the nature of Loan to its Associates and Subsidiaries, hence disclosure as per the Regulation 34(3) and Regulation 53(f) read with Schedule V of SEBI (LODR) Regulations, 2015, has not been given.

#### 43 Going Concern

In accordance with note 53, 54 and 55, the approved Resolution Plan has been under implementation during the year ended 31 March, 2021. As at 31st March, 2021, the Company has earned a consolidated net profit of INR 1574 lakhs (As on 31 March 2020- INR 30854 Lakh) resulting in an accumulated consolidated profit of INR 13788 lakhs (As on 31 March, 2020- INR 12214 Lakh). The net worth of the Company stands at INR 21,260 lakhs (As on 31 March, 2020- INR 16227 Lakhs) and the Company is reported to be operating as a going-concern.

44 A contract awarded to the Company by the Road Construction Department, Bihar State Government, Patna, for development and widening of roads in Patna had been prematurely terminated by the Govt. of Bihar on 30th of April, 2008. Being aggrieved by this action on the part of Government of Bihar, the Company approached the Hon'ble High Court of Calcutta for remedial action. In response, an Arbitrator was appointed in the matter to adjudicate the claim filed by the Company. The Arbitrator had published an award in favour of the Company which is being contested by the Road Construction Department, Bihar State Government. No accounting effect has been considered in the accounts of 2020-2021 basis conservative approach.

45 In the year 2011, Tantia Constructions Limited (TCL) had floated a Special Purpose Vehicle (SPV) under the name and caption Tantia Raxaultollways Private Limited (TRPL) for execution of an infrastructure project worth INR 475 crores, against which TCL (The Company) was also the EPC Contractor for the execution of the said work worth INR 373 crores in the Project. During the course of execution of the Project the Company was facing various problems, such as delay in handover of site/land at different stretches, release of Grant from NHAI, non availability of input resources due to uncontrollable factors, heavy interest cost etc. Consequently, the progress of the work slowed down. Considering the aforesaid scenario, TRPL decided not to proceed further with implementation of the aforesaid project and the same was conveyed to appropriate project authorities which led to termination of the project. Accordingly, TRPL had gone in for arbitration proceedings against NHAI in the month of May 2018, thereafter which, TCL had also lodged its claims before TRPL. The matter is currently under arbitration.

Owing to the same status of the operations at the subsidiaries and the stated pending arbitration, advance against material amounting to INR 4475 Lakhs and Advance against Contract amounting to INR 2031.47 Lakhs payable to TRPL by the Company, has been retained; and measurement and recognition of preference share of INR 17882 Lakhs (at fair value after netting of provision for diminution in value of INR 13271 Lakhs) in TIPL has been done and as such no further provision has been made there against.

#### 46 Leases: Company as lessee

The company is engaged in the infrastructure sector. In the course of execution of various infrastructure projects at numerous locations, the company takes /procures, on hiring basis, various items of Machinery and Equipment. Overall, the number of such Machinery and Equipment procured on hiring basis for various project sites are numerous. Hire contracts have a contract period generally varying between 1 to 3 years.

The Company has entered into agreements in the nature of lease/leave and license agreement with different lessors/licensors for the purpose of establishment of office premises/residential accommodations etc. These are generally in the nature of operating lease/leave and license. Period of agreements are generally up to three years and renewable at the option of the lessee.

Lease rentals charged to expenses grouped under the head Contract Operating Expenses amounting to INR 465 lakhs (Note No 30) and under the head Other Expenses amounting to INR 99 lakhs (Note No 34).

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### 47 Disclosure pursuant to Indian Accounting Standard (Ind AS) 11 "Construction Contracts"

₹ In Lakhs

	As at 31 March 2021	As at 31 March 2020
Amount of Contract Revenue Recognised during the year	10,171	13,594
Aggregate amount of costs incurred and recognised profits (less recognized losses) upto the reporting date.	99,210	89,307
Amount of customer advances outstanding for contracts in progress	6,788	6,859
Retention amount due from customers for contracts in progress	4,942	5,410
Gross amount due from customers for contract works as an asset	-	-
Gross amount due to customers for contract work as a liability	-	-

48 An amount of INR 3,604 lakhs was recoverable by the Company from Tantia Raxaultollways Private Limited (Subsidiary Company) and the amount was grouped under Sundry Debtors. The said subsidiary was unable to pay off its aforesaid dues because of paucity of funds. Subsequently, the said book debt was taken over by Tantia Infrastructure Private Limited, the major Promoter of Tantia Raxaultollways Private Limited. The aforesaid transaction now appears in the books of the Company as Tantia Infrastructure Private Limited being categorized as Debtors and the amount (INR 3,604 Lakhs) is continued under the head Sundry Debtors, as before.

### 49 Financial instruments and related disclosures

#### 49.1 Fair values vs carrying amounts

The following table shows fair values of financial assets and liabilities, including their levels in financial hierarchy, together with the carrying amounts shown in the statement of financial position. The table does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

₹ In Lakhs

Particulars	Note No.	As at 31st March 2021		As at 31st March 2020	
		Carrying amount	Fair value	Carrying amount	Fair value
<b>A. Financial assets:</b>					
<b>a) Measured at amortised cost</b>					
Trade receivables	10	2,769	-	4,079	-
Cash and cash equivalents	11	891	-	475	-
Other bank balances	12	4,184	-	212	-
Loans	6 & 13	5,559	-	5,962	-
Other financial assets	14	90	-	105	-
<b>b) Measured at fair value through profit or loss</b>					
Investments	5	818	818	836	836
<b>c) Measured at fair value through other comprehensive income</b>					
Investments	5	128	128	128	128
<b>B. Financial liabilities:</b>					
<b>a) Measured at amortised cost</b>					
Borrowings	22	5,080	-	5,080	-
Trade payables	23	1,536	-	1,382	-
Other financial liabilities	24	33,078	-	33,781	-

#### 49.2 Fair value measurement

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

## Notes to the Consolidated financial statements for the period ended 31st March 2021

Level 1: The hierarchy uses quoted (adjusted) price or NAV is measured at quoted price.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The management assessed that trade receivables, cash and cash equivalent, other bank balances, trade payable and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

### 50 Financial risk management

#### Risk management framework

The Company's principal financial liabilities comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

The Company has exposure to the following risks arising from financial instruments:

- (i) Credit risk
- (ii) Liquidity risk
- (iii) Market risk

#### (i) Credit risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company receivables from customers. Credit arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables), including deposits with bank. The Company has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

#### Trade receivable

A credit policy has been established under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Counterparty credit risk with respect to these receivables is very low in respect of construction contracts, the Company has receivables from subsidiary companies where the management perceives the risk of recovery to be remote. The risk of recovery in these businesses is reduced to the extent of security deposits already collected and held as collaterals.

#### Exposure to credit risks

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below :



## Notes to the Consolidated financial statements for the period ended 31st March 2021

₹ In Lakhs

Particulars	Year ended 31st March 2021		Year ended 31st March 2020	
	%	A mount	%	Amount
Revenue from top customer	54.03%	5,949	59.72%	7,997
Revenue from top five customers	<b>99.53%</b>	<b>10,124</b>	<b>98.59%</b>	<b>13,427</b>

Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. As per simplified approach, the Company makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk.

### Movement in impairment loss account is as follows:

₹ In Lakhs

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
Balance at the beginning	-	-
Impairment loss recognised/ reversed	-	-
Amounts written-back	-	-
Balance at the end	-	-

### (ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's finance team is responsible for liquidity, funding as well as settlement management. In addition, Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

#### Exposure to liquidity risk

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

₹ In Lakhs

Particulars	Less than 1 year	1-5 years	> 5 years	Total
<b>As at 31 March 2021</b>				
Borrowings	5,080	-	-	5,080
Trade payables	1,536	-	-	1,536
Other financial liabilities	33,078	-	-	33,078
	<b>39,694</b>	-	-	<b>39,694</b>
<b>As at 31 March 2020</b>				
Borrowings	5,080	-	-	5,080
Trade payables	1,382	-	-	1,382
Other financial liabilities	33,781	-	-	33,781
	<b>40,243</b>	-	-	<b>40,243</b>

### (iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, receivables, payables and borrowings.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

### (a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

#### Exposure to interest rate risk

The interest rate profile of the Company's interest bearing financial instruments at the end of the reporting period are as follows:

#### Movement in impairment loss account is as follows:

₹ In Lakhs

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
Fixed rate instruments		
Financial assets	5,558	5,562
Financial liabilities	(5,080)	(4,453)
	<b>478</b>	<b>1,109</b>
Variable rate instruments		
Financial assets	-	-
Financial liabilities	-	-

#### Sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

#### Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 100 basis points in variable rate instruments at the reporting dates would have increased or decreased profit or loss by the amounts shown below.

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
<b>As at 31 March 2021</b>				
Variable rate instruments	-	-	-	-
<b>As at 31 March 2020</b>				
Variable rate instruments	-	-	-	-

### (b) Equity price risk

The Company is not exposed to equity risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade these investments.

### (c) Currency risk

The Company does not have currency risks since it is not exposed to any foreign currency transaction.

## 51 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Company's objective when managing capital are to: (a) to maximise shareholders value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Company's capital management, capital includes issued equity share capital and other equity reserves attributable to the equity holders.

## Notes to the Consolidated financial statements for the period ended 31st March 2021

The Company monitors capital using debt-equity ratio, which is total debt less investments divided by total equity.

₹ In Lakhs

Particulars		31 March 2021	31 March 2020
Total debt (Bank and other borrowings)	a	33,770	33,768
Equity	b	24,503	24,503
Liquid investments including bank deposits	c	5,075	687
Debt to equity (a / b)		1.38	1.38
Debt to equity (net) [(a - c) / b]		1.17	1.35

In addition the Company has financial covenants relating to the banking facilities that it has taken from all the lenders like interest service coverage ratio, Debt to EBITDA, current ratio etc. which is maintained by the company.

### 52 Notes on Exceptional Items

In terms of the approved resolution plan, the company had in the previous financial year, restructured liabilities of operational and financial creditors of the company. Further, for the closed projects, assets which were irrecoverable were also written off during the previous financial year.

In the current financial year, the company had taken balance confirmation from banks and have also received additional documents basis which below given treatment has been affected through "Exceptional Items" in statement of Profit or loss account.

#### Liabilities :

₹ In Lakhs

Main Head	Sub Head	Amount
Other Long Term Liabilities	Other Liabilities	24
Trade Payables	Trade Payables	172
Other Current Liabilities	Liabilities for Employees	(18)
	Liabilities for Expenses	(169)
	Advance from Joint Ventures	493
<b>Total</b>		<b>502</b>

#### Assets :

₹ In Lakhs

Main Head	Sub Head	Amount
Trade Receivable		(573)
Loan - Current	Security Deposits and Earnest Money	(15)
Other Current Assets	Advance Recoverable in cash or in kind	24
Balances with Bank	Deposits with Bank	(251)
<b>Total</b>		<b>(815)</b>

### 53 CIR process and the roadmap of revival of the company in terms of approved Resolution Plan

Pursuant to an application made by State Bank of India, the Hon'ble National Company Law Tribunal, Kolkata bench (hereinafter referred to as 'Adjudicating Authority'), vide its order dated 13 March 2019, had ordered the commencement of the corporate insolvency resolution (CIR) process in respect of the company under the provisions of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as 'the Code').

During the CIR process, for resolution plan (hereinafter referred to as 'Resolution Plan') three expression of interest (EOI) were received, out of which resolution plan submitted by the consortium of EDCL Infrastructure Limited and Upendra Singh Constructions Private Limited (hereinafter referred to as 'Resolution Applicants') was approved by the

## Notes to the Consolidated financial statements for the period ended 31st March 2021

committee of creditors and submitted to the Adjudicating Authority for its approval.. Pursuant to its order (hereinafter referred to as 'NCLT Order') dated 24 February 2020 (hereinafter referred to as 'effective date'), the Adjudicating Authority approved the Resolution Plan (hereinafter referred to as 'Approved Resolution Plan') submitted by the Resolution Applicants (RA) for the Company under Section 31 of the Code. As per the terms of Section 31 of the Code, the Approved Resolution Plan shall be binding on the Company, its employees, members, creditors, guarantors and other stakeholders involved in the Resolution Plan.

As per the terms of the approved Resolution Plan, the creditors of TCL (financial, operational and others) will receive a total consideration of Rs. 176.629 crores (hereinafter referred to as 'Discharge Consideration') on account of their admitted dues amounting to Rs. 1601 crores. The Discharge Consideration will be towards all admitted dues including the CIRP costs, employee dues, liability towards Active Bank Guarantees in case of devolvement/invocation etc.. The RA will infuse funds to finance the Discharge Consideration through a combination of (a) equity subscription and (b) loans over a period of time, as specified in the Approved Resolution Plan.

During the course of the successful implementation of the Approved Resolution Plan, the RA shall be classified as the 'promoter' of TCL, and the share-holding of the existing promoters/promoter group will stand transferred to the RA.

The implementation of the Approved Resolution Plan, inter-alia, entails the following:

- Formation of the Monitoring Committee (MC)
- With reference to the infusion of funds and payment on account of CIRP Costs, dues of Employees & Other Operational Creditors and, Financial Creditors, and Transfer of Promoter shareholding in Corporate Debtor the following steps are envisaged:
  - o Payment of the CIRP Costs
  - o Payment of INR 3.50 crores to Employees & Other Operational creditors against their admitted dues of INR 62.29 crores;
  - o Transfer of existing promoter's shares in their custody as well as promoter's shareholding pledged with Bankers.
  - o Payment of INR 71.50 crores to Financial Creditors (prior to deduction of CIRP costs) in three tranches, the first being called the Upfront Payment, against their admitted dues of INR 1526.15 crores (including Active Bank Guarantees of INR 101.629 crores).
  - o Active Bank Guarantees amounting to INR 10162.90 Lakh would be extinguished by way of discharge of client obligations for which the Bank Guarantees have been given. In the event of a default / invocation the RA will take full responsibility to ensure prompt payment of the devolved amount.
- With respect to the taking full control of the company by the Resolution Applicant the following steps are envisaged (after the conclusion of the above steps w.r.t. payment):
  - o Settlement of all the dues of the MC including costs of operations, supervision costs, agency costs etc.
  - o Resignation of existing directors of the Board of Directors of TCL and constitution of the New Board by the RA.
- In the final leg the Approved Resolution Plan envisages the remaining payment to the Financial Creditors in two tranches.
- With respect to the existing share capital the Approved Resolution Plan proposes reduction of the Company's share capital without any payout to the shareholders, by reducing the face value of each issued and outstanding equity share of the Company from INR 10 to INR 1.
- With respect to infusion of funds the Approved Resolution Plan permits the RA to infuse need based funds to discharge the obligations as well as to fund the working capital and other capital needs of the Company. The

## Notes to the Consolidated financial statements for the period ended 31st March 2021

Approved Resolution Plan permits the RA to infuse funds through a combination of debt and equity – the final Debt to Equity mix will be formalised by the RA basis the decision on the equity structure of the Corporate Debtor as well as other changes, in commercial consideration of the Approved Resolution Plan. The Approved Resolution Plan permits the RA to own up to 95% of the revised equity capital in the Corporate Debtor the same to be taken care of through preferential allotment of equity shares of face value of Rs 1/- per share to the RA within the implementation period of the Approved Resolution Plan.

### 54 Formation of the Monitoring Committee

Pursuant to Clause 22.1 of the Approved Resolution Plan, a Monitoring Committee ("MC") as specified in the Plan has been constituted on the Effective Date, by virtue of the order of the Hon'ble NCLT approving the Resolution Plan. The monitoring committee formed comprises of 3 representatives from the Financial Creditors (as decided by Committee of Creditors), 3 representatives from the RA, as well as the erstwhile Resolution Professional for supervision of implementation of the Approved Resolution Plan. Thus, for the period between the "effective date" and the Plan Implementation Completion (as defined in the Approved Resolution Plan), the Monitoring Committee has accordingly been formed to supervise the implementation of the Plan and to manage the affairs of the Company as a going concern.

### 55 Current Status of Implementation of the Approved Resolution Plan

During the course of implementation of the Approved Resolution Plan certain anomalies with respect to regulatory procedures etc. have been observed which have delayed the transfer of the existing equity shares of promoters to the RA. The RA has moved the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT"), inter alia, praying for speedy transfer of the same. The NCLT has directed the erstwhile Committee of Creditors and the current MC to take steps to ensure completion of the process of transfer of shares. Since there is no stay on the implementation of the Approved Resolution Plan, and all parties concerned have already initiated the process identified in the law for the transfer of shares, the MC has begun implementation of those parts of the Approved Resolution Plan which are not affected by the proceedings at the NCLT. These include inter-alia giving effect to the debt resolution arrived at by the Approved Resolution Plan, dealing with the various regulatory authorities etc.

56 The Figures of the previous year are regrouped and rearranged, wherever necessary.

57 INR '0' represents amount less than INR 50,000/-.

In terms of our report of even date attached

**For J Jain & Company**  
Chartered Accountants  
FRN No 310064E

**CA Sanjay Lodha**  
Partner  
Membership No : 058266

Date : May 4, 2022  
Place : Kolkata

For & on behalf of **Tantia Constructions Ltd**

**Tarun Chaturvedi**  
(Member of Monitoring Committee)

**Kshitiz Chhawchharia**  
(Member of Monitoring Committee)

**Priti Toddi**  
(Company Secretary)





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