

# KASHYAP TELE-MEDICINES LIMITED

CIN: L29110MH1995PLC085738

Regd. Off.: 2<sup>nd</sup> Floor, Pushpawati Building No. 2, Girgaon Road, Chandanwadi, Mumbai -02

Corp. Off. : UL/8, Upper Floor, Suryarath Complex, Panchwati 1<sup>st</sup> Lane Ambawadi,  
Ahmedabad, Gujarat-380006

Phone: +91-6359637788, Email: [investor.relations@kashyaptele-medicines.com](mailto:investor.relations@kashyaptele-medicines.com),

Website: [www.kashyaptele-medicines.com](http://www.kashyaptele-medicines.com)

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**Date: 18<sup>th</sup> August, 2021**

To,

**BSE Limited**

Listing Department,

Phiroz Jeejeebhoy Tower, 25<sup>th</sup> Floor,

Dalal Street, Mumbai-400001

**Scrip Code: 531960**

**Sub.: 27<sup>th</sup> Annual Report - Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

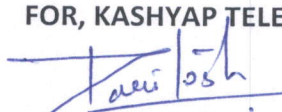
Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of 27<sup>th</sup> Annual Report of the Company for the Financial Year 2020-2021.

Kindly take the same on your record.

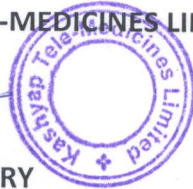
Thanking you.

Yours faithfully,

**FOR, KASHYAP TELE-MEDICINES LIMITED**



**PARITOSH TRIVEDI  
COMPANY SECRETARY**



Encl.: As Above



**KASHYAP TELE-MEDICINES LIMITED**

27<sup>th</sup> Annual Report  
2020-2021



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**CORPORATE INFORMATION****BOARD OF DIRECTORS:**

Mr. Amit Agrawal	(DIN: 00169061)	Managing Director
Mr. Raghav Agrawal	(DIN:02264149)	Non-Executive Non Independent Director
Ms. Amrita Khetan	(DIN:02781781)	Non-Executive Non Independent Director
Mr. Mayank Khetan	(DIN:02412971)	Independent Director
Ms. Surabhi Agrawal	(DIN:06940379)	Independent Director
Mr. Devkinandan Sharma	(DIN:07900496)	Independent Director

**COMPANY SECRETARY & COMPLIANCE OFFICER:**

CS Prerna Kakkar (Upto 28<sup>th</sup> February, 2021)  
CS Paritosh Trivedi (w.e.f. 1<sup>st</sup> March, 2021)

**CHIEF FINANCIAL OFFICER:**

Mr. Raghav Agrawal

**STATUTORY AUDITORS:****M/s. Saremal & Co.**

Practicing Chartered Accountants,  
Ahmedabad

**SECRETARIAL AUDITORS:****M/s. SPANJ & Associates**

Practicing Company Secretaries,  
Ahmedabad

**INTERNAL AUDITORS:****M/s. Jagdish Verma & Co.**

Practicing Chartered Accountants,  
Ahmedabad

**REGISTRAR AND SHARE TRANSFER AGENT:****Link Intime India Private Limited**

Corp. Off.: 5th floor, 506 to 508  
Amarnath Business Centre - I (ABC - I),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner, Off C G Road,  
Ellisbridge, Ahmedabad, Gujarat-380006  
**E-mail ID:-** ahmedabad@linkintime.co.in

**REGISTERED OFFICE:****Kashyap Tele-Medicines Limited**

**CIN:-L29110MH1995PLC085738**

2nd Floor, Pushpawati Building No. 2,  
Chandanwadi, Girgaon Road,  
Mumbai – 480 002

**E-mail ID:** investor.relations@kashyaptele-medicines.com

**Website:** www.kashyaptele-medicines.com

**CORPORATE OFFICE:**

UL/8, Upper Floor, Suryarath Complex,  
Panchwati 1st Lane Ambawadi,  
Ahmedabad, Gujarat-380006  
Phone No.: +91-6359637788

**E-mail ID:** investor.relations@kashyaptele-medicines.com

**Website:** www.kashyaptele-medicines.com

**BANKERS:**

Bank of India

**LISTED AT:**

BSE Limited (Scrip Code- 531960)

**ISIN No:**

INE108B01029

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## NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **27<sup>th</sup> Annual General Meeting** of the Shareholders of **KASHYAP TELE-MEDICINES LIMITED** will be held on **Thursday, 9<sup>th</sup> September, 2021 at 3.00 p.m. IST** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), to transact the businesses mentioned below.

### ORDINARY BUSINESS:

1. To consider and adopt the **Audited Financial Statements of the Company for the Financial Year ended on 31<sup>st</sup> March, 2021 including Balance Sheet as at 31<sup>st</sup> March, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Report of the Board of Directors and Statutory Auditors thereon.**
2. To appoint a Director in place of Ms. Amrita Khetan (DIN: 02781781), who retires by rotation and being eligible, offer herself for re-appointment.

### SPECIAL BUSINESS:

3. To Re-appoint Mr. Amit Agrawal (DIN: 00169061) as Managing Director of the Company:

To consider and if thought fit, pass the following Resolution as an Ordinary resolution

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (LODR) Regulations, 2015 consent of the shareholders of the Company be and is hereby accorded for the re-appointment of Mr. Amit Agrawal (DIN : 00169061) as Managing Director of the Company as recommended by Nomination and Remuneration Committee and approved by the Board of Directors in their meeting held on 18<sup>th</sup> June, 2021 for a further period of 5 (Five) years with effect from 1<sup>st</sup> October, 2021 to 30<sup>th</sup> September, 2026, without remuneration and he shall have the right to manage the day-to-day business and affairs of the Company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company.

**RESOLVED FURTHER THAT** pursuant to section 152(6) of the Companies Act, 2013, the Directorship of Mr. Amit Agrawal shall be liable to determination by retirement of directors by rotation and he shall have the right to exercise such powers of Management of the Company as may be delegated to him by the Board of Directors, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to take such steps as it may consider necessary, proper or expedient to give effect to the aforesaid resolution.”

**Date : 10<sup>th</sup> August, 2021**

**Place : Ahmedabad**

**On behalf of Board of Directors  
For, Kashyap Tele-Medicines Limited**

### Registered Office:

2nd Floor, Pushpawati Building No. 2,  
Chandanwadi, Girgaon Road,  
Mumbai-400 002, Maharashtra.

CIN: L29110MH1995PLC085738

E-Mail ID: investor.relations@kashyaptele-medicines.com

**Sd/-  
Amit Agrawal  
Managing Director  
DIN: 00169061**

**NOTES:**

1. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 read with Regulation 17 and 36 of SEBI (LODR) Regulations, 2015 and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India in respect of Special Business under Item No. 3 of the Notice is annexed hereto.
2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') issued General Circular Nos.14/2020, 17/2020 and 20/2020 dated 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 05<sup>th</sup> May, 2021, respectively and by General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 (collectively referred to as "MCA Circulars") allowed companies whose AGMs were due to be held in the year 2020 or becoming due in the year 2021, to conduct their AGMs on or before 31<sup>st</sup> December, 2021 through VC/OAVM, without the physical presence of the shareholders at a common venue. The Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 the validity of which has been extended till 31<sup>st</sup> December, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 ("SEBI Circulars").

In compliance with MCA Circulars, SEBI Circulars, provisions of the Act and the SEBI (LODR) Regulations, 2015 the AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of shareholders. In accordance with the MCA Circulars, Special Business mentioned at Item No. 3 of the Notice is considered as unavoidable in nature by the Board of Directors of the Company.

3. The Company has appointed Central Depository Services (India) Limited (CDSL) for providing facility for voting through remote e-Voting, participation in the AGM through VC/OAVM facility and e-Voting during the AGM.
4. Pursuant to aforesaid MCA Circulars, the facility to appoint proxy to attend and cast vote for the shareholder is not available for this AGM and since, this AGM is being held through VC/OAVM modes, physical attendance of shareholders has been dispensed with and thus the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. Pursuant to Section 113 of the Companies Act, 2013, Institutional/Corporate shareholders can attend and vote through VC/OVAM by submitting a duly certified copy of the Board Resolution authorizing their representative to attend and vote through e-voting on its behalf. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
6. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the 27<sup>th</sup> Annual Report along with Notice of the AGM including general guidelines for participation at the 27<sup>th</sup> AGM through VC/OAVM, procedure for remote e-voting during the AGM, is being sent only by electronic mode to those shareholders whose E-mail IDs are registered with the Company/Depository/RTA. The same shall also be made available on the website of the Company, i.e. [www.kashyaptele-medicines.com](http://www.kashyaptele-medicines.com), on the website of BSE Limited, i.e. [www.bseindia.com](http://www.bseindia.com) and website of CDSL [www.evotingindia.com](http://www.evotingindia.com).
7. Shareholders who have not registered their E-mail IDs are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Registrar and Share Transfer Agent (RTA)/Company for receiving all communications including annual report and notices, in electronic mode from the Company.
8. Shareholders holding shares in physical mode and dematerialized mode are requested to notify immediately the change of their address, email ID and bank particulars to the Registrar and Share Transfer Agent/Depository Participant/Company. In case of any queries, complaints/ grievances, the shareholders are requested to kindly contact to the RTA/Company.
9. The Company's Statutory Auditors, M/S. Saremal & Company, Chartered Accountants, Ahmedabad (FRN: 109281W), were appointed as Statutory Auditors of the Company for a period of five consecutive years at the AGM of the shareholders held on 18<sup>th</sup> September, 2017 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors. Pursuant to the Companies (Amendment) Act, 2017 effective from 07<sup>th</sup> May, 2018, the requirement of seeking ratification of the shareholders for the appointment of the Statutory Auditors has been withdrawn from the Act. In view of the foregoing amendment, ratification by the shareholders for continuance of their appointment is not being sought at this AGM.

10. A brief profile of the Director retiring by rotation and proposed to be re-appointed at this AGM, nature of her expertise in specific functional areas, names of companies in which she holds directorship and Membership/Chairmanship of Board Committee(s), shareholding and relationship between Directors and Key Managerial Personnel as stipulated under Section 152 of the Companies Act, 2013, Regulations 26 and 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India (ICSI) are provided in **Annexure** to this Notice.

11. With reference to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018, shareholders whose ledger folios have incomplete details with respect to PAN and Bank Account details or where there is any change in the bank account details provided earlier, they are requested to provide such particulars as are mandatorily required to be furnished to the Company/RTA for recording the same in the respective shareholders records.

Thus, for better compliance and for the purpose of updation of the correct and valid details, all the shareholders are requested to fill in the all the details as required in the said “KYC Updation Form” which forms a part of this Annual Report and send the signed “KYC Updation Form” to the RTA of the Company and a copy of same to the Company.

12. As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30<sup>th</sup> November, 2018, approval of requests for effecting transfer of securities (except in case of transmission or transposition of securities) has been restricted w.e.f. 1<sup>st</sup> April, 2019 unless the securities are held in the dematerialized form with the depositories. With the said changes which came into effect from 1<sup>st</sup> April, 2019, Equity Shares of the Company shall be eligible for transfer only in dematerialized form. Therefore, the shareholders are requested to take necessary actions to dematerialize their physical Equity Shares of the Company promptly. The detailed procedure of conversion of physical shares into dematerialization form is available on the website of Central Depository Services (India) Limited (CDSL), National Securities Depository Limited (NSDL) and Company on their website: [www.cdslindia.com](http://www.cdslindia.com), [www.nsdl.co.in](http://www.nsdl.co.in) and [www.kashyaptele-medicines.com](http://www.kashyaptele-medicines.com) respectively.

13. Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 42 of SEBI (LODR) Regulations, 2015, as amended from time to time, the Register of shareholders and Share Transfer Books of the Company will be closed from **Friday, 3<sup>rd</sup> September, 2021 to Thursday, 9<sup>th</sup> September, 2021** (both days inclusive) for the purpose of the 27<sup>th</sup> AGM.

14. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and all other documents referred to in the notice shall be available for inspection electronically. Shareholders seeking to inspect such documents can send an email to [investor.relations@kashyaptele-medicines.com](mailto:investor.relations@kashyaptele-medicines.com).

15. In case of any queries in regards to information stated in the Annual Report, the shareholders may write to [investor.relations@kashyaptele-medicines.com](mailto:investor.relations@kashyaptele-medicines.com) to receive an email response.

**16. Instructions to shareholders for voting through electronic means and attending the AGM:**

i. 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), Regulation 44 of SEBI (LODR) Regulations 2015 (as amended), MCA Circulars and Secretarial Standard-2 issued by the ICSI, the Company is pleased to provide electronic voting facility (remote e-voting during e-voting period and e-voting during the period at which meeting will be conducted) to the Members of the Company so as to facilitate them to cast their vote on all resolution set forth in this notice electronically. 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.

ii. The shareholders can join the AGM through VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in part of this Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 shareholders on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- iii. The attendance of the shareholders attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- iv. Shareholders whose names are recorded in the Register of shareholders or in the Register of Beneficial Owners as maintained by the Depositories as on the Cut-off date i.e. Thursday, 2<sup>nd</sup> September, 2021 shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- v. Any person if becomes the shareholder of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Thursday, 2<sup>nd</sup> Thursday, 2021 shall be entitled to exercise his/her vote electronically i.e. remote e-voting or e-voting by attending the AGM through VC/OAVM.
- vi. Once the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.
- vii. Shareholders attending the meeting through VC/OAVM, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The shareholders who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- viii. The voting rights of the shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Thursday, 2<sup>nd</sup> September, 2021.
- ix. M/s. SPANJ & Associates, Practicing Company Secretaries, Ahmedabad, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting on the date of the AGM, in a fair and transparent manner.
- x. The Scrutinizer shall immediately, after the conclusion of voting at AGM, will first count the votes cast at the AGM, thereafter unblock the votes cast through remote e-voting and e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall, submit a Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman who shall countersign the same and declare the results of the voting forthwith, within 48 hours of conclusion of the AGM.
- xi. The resolutions shall be deemed to be passed on the date of the Meeting, subject to the same being passed with requisite majority.
- xii. Process for those shareholders whose E-Mail Ids are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:**
  - a. 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/RTA.
  - b. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
  - c. 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.
  - d. On receipt of above, the Company/RTA shall coordinate with CDSL and provide the login credentials accordingly.
- xiii. The remote e-voting period shall commence on **Monday, 6<sup>th</sup> September, 2021 at 9.00 a.m. and ends on Wednesday, 8<sup>th</sup> September, 2021 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 i.e Thursday, 2<sup>nd</sup> September, 2021**, may cast their vote electronically.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.



**xiv. Instructions for Shareholders for Remote E-Voting and E-Voting During AGM and attending Meeting through VC/OAVM (for all individual shareholders holding securities in demat mode):**

- a. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, under Regulation 44 of SEBI (LODR) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, SEBI has 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.

- b. In terms of the aforesaid SEBI Circular dated 9<sup>th</sup> December, 2020, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants as per the login method tabled below. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>
	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 & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	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 & voting during the meeting.

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period 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:** shareholders 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 <b>CDSL</b>	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**xv. Login method for e-Voting and joining virtual meeting for shareholders (other than individual shareholders) holding shares in Demat form & physical shareholders:**

- a. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- b. Click on "Shareholders" module.
- c. Now enter your User ID
  - i) For CDSL: 16 digits beneficiary ID,
  - ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - iii) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- f. If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form (other than individual) and Physical Form</b>
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>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<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 memberid/folio number in the Dividend Bank details field as mentioned in instruction(v).</li> </ul>

- g. After entering these details appropriately, click on “SUBMIT” tab.
- h. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- i. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j. Click on the EVSN for Kashyap Tele-Medicines Ltd.
- k. 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.
- l. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- m. 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.
- n. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- p. 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.
- q. Facility for Non – Individual Shareholders and Custodians –Remote Voting:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.

- v.) 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.
- vi.) 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, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**xvi. Instructions for shareholders attending the AGM through VC/OAVM & e-voting during meeting are as under:**

- a. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b. The link for VC/OAVM to attend AGM will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- c. 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
- d. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- e. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- f. 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.
- g. 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 the AGM mentioning their name, demat account number/folio number, email id, mobile number at the company's email id viz, **investor.relations@kashyaptele-medicines.com**. The shareholders who do not wish to speak during the AGM but have queries may send their queries **7 days prior to the AGM** mentioning their name, demat account number/folio number, email id, mobile number at company's email id. These queries will be replied to by the company suitably by email.
- h. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- i. 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.
- j. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**xvii. Queries or issues in attending AGM & e-voting:**

- a. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at 022- 23058738 and 022-23058542/43.
- b. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call on 022-23058542/43.

<b>Contact Details</b>	
<b>Company</b>	: <b>Kashyap Tele- Medicines Limited</b> <b>CIN : L29110MH1995PLC085738</b> <b>Regd. Office :</b> 2nd Floor, Pushpawati Building No. 2, Chandanwadi, Girgaon Road, Mumbai-400002, Maharashtra. <b>Corporate Office :</b> UL/8, Upper Floor, Suryarath Complex, Panchwati 1st Lane, Ambawadi, Ahmedabad - 380006 Gujarat <b>E-mail ID: investor.relations@kashyaptele-medicines.com</b> <b>Website: www.kashyaptele-medicines.com</b> Mobile No.: +91-6359637788
<b>Registrar and Transfer Agent</b>	: <b>Link Intime India Private Limited</b> <b>Corp. Office:</b> 5th floor, 506 to 508 Amarnath Business Centre-I, (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad, Gujarat, 380 006. <b>E-mail ID: ahmedabad@linkintime.co.in</b> <b>Website: www.linkintime.co.in</b> Phone No.: 079-26465179
<b>E-Voting Agency</b>	: <b>Central Depository Services (India) Limited</b> <b>E-mail ID: helpdesk.evoting@cdslindia.com</b>
<b>Scrutinizer</b>	: <b>M/s. SPANJ &amp; Associates</b> Practicing Company Secretaries, Ahmedabad <b>E-mail ID: csdoshiac@gmail.com</b>

**Date : 10<sup>th</sup> August, 2021**  
**Place : Ahmedabad**

**On behalf of Board of Directors**  
**For, Kashyap Tele-Medicines Limited**

**Registered Office:**  
2nd Floor, Pushpawati Building No. 2,  
Chandanwadi, Girgaon Road,  
Mumbai-400 002, Maharashtra.  
CIN: L29110MH1995PLC085738  
E-Mail ID: investor.relations@kashyaptele-medicines.com

**Sd/-**  
**Amit Agrawal**  
**Managing Director**  
**DIN: 00169061**

**EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH REGULATION 17 AND 36 OF SEBI (LODR) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA IN RESPECT OF SPECIAL BUSINESS UNDER ITEM NO. 3 OF THE NOTICE:**

**ITEM NO. 3**

**To Re-appoint Mr. Amit Agrawal (DIN: 00169061) as Managing Director of the Company:**

Mr. Amit Agrawal was re-appointed as Managing Director of the Company by the shareholders in 22<sup>nd</sup> AGM dated 20<sup>th</sup> September, 2016 for a period of five years w.e.f. 1<sup>st</sup> October, 2016 to 30<sup>th</sup> September, 2021 and thus due to expiry of his existing term of appointment, the Board of Directors of the Company in its meeting held on 18<sup>th</sup> June, 2021 has considered and approved re-appointment of Mr. Amit Agrawal as Managing Director of the Company without remuneration for a period of 5 years w.e.f. 1<sup>st</sup> October, 2021 to 30<sup>th</sup> September, 2026 as recommended by Nomination and Remuneration Committee.

**Brief resume of Mr. Amit Agrawal is given below:**

Mr. Amit Agrawal holds Master Degree of business Management from U.S.A and has a rich and varied experience in the field of IT and textiles industry. He has been involved in the Operation of the Company over a long period of time result of which it would be advantageous and in the interest of the Company if Mr. Amit Agrawal continues as Managing Director of the Company.

Mr. Amit Agrawal is a committee member of the Stakeholders' Relationship Committee of the Company.

**Declarations:**

Mr. Amit Agrawal satisfies all the applicable conditions as set out under Section 196 read with Schedule V of the Act for being eligible for the office of the Managing Director. The Company has received from Mr. Amit Agrawal:

- i) Consent to act as the MD in the prescribed form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014;
- ii) Intimation in the prescribed form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a director under the Act;
- iii) Declaration under Section 152 of the Act to the effect that he is not disqualified to become a director under the Act.

**Broad particulars of the terms of re-appointment of Mr. Amit Agrawal is as under:**

- i) Remuneration, perquisites and benefits :NIL
- ii) Tenure & Term of Re-appointment: 5 years w.e.f. 1<sup>st</sup> October, 2021 to 30<sup>th</sup> September, 2026
- iii) The Managing Director shall have the right to manage the day-to-day business and affairs of the Company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company
- iv) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of Directors.
- v) The Managing Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel.
- vi) The office of the Managing Director may be terminated by the Company or the concerned Director on such terms and conditions as may be decided by the Board and the Managing Director mutually.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Amit Agrawal under Section 190 of the Act.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested financially or otherwise, in passing of the above mentioned resolution, except the re-appointing Director himself i.e.

Mr. Amit Agarwal, Dr. Yamunadutt Agrawal (Promoter of the Company and relative of the re-appointing Director) & Kaushal Agarwal (relative of the re-appointing Director) to the extent of their shareholding interest in the company wherever applicable.

The Boards recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

<b>Name</b>	<b>Mr. Amit Agrawal</b>
<b>DIN</b>	00169061
<b>Date of Birth</b>	28 <sup>th</sup> April, 1977
<b>Date of First Appointment</b>	01 <sup>st</sup> February 2001
<b>Age</b>	44 Years
<b>Educational Qualification</b>	Master Degree of Business Management from USA
<b>Experience and expertise</b>	He is having experience of over 22 years in expansion of new services, products and strategies. He is an expert in Project Execution, Qualitative and quantitative economic analysis, Strategic Planning, Leadership Development, Customer Engagement and Risk Mitigation. He possess core experience in textile industry.
<b>Remuneration last drawn</b>	NIL
<b>Directorship held in other companies as on 31<sup>st</sup> March, 2021</b>	<ol style="list-style-type: none"> <li>1. BALAJI WEFT PRIVATE LIMITED</li> <li>2. JINDAL DENIFIN LINE PRIVATE LIMITED</li> <li>3. SAROJ WEAVERS PRIVATE LIMITED</li> <li>4. JINDAL SHIRTINGS PRIVATE LIMITED</li> <li>5. SHAPE OF YOU PRIVATE LIMITED</li> <li>6. AMITARA GREEN HI-TECH PARK PRIVATE LIMITED</li> <li>7. PREMIUM YOGA FITNESS CENTRE PRIVATE LIMITED</li> <li>8. JINDAL WORLDWIDE LIMITED</li> <li>9. JINDAL SPECIALITY CHEMICALS INDIA PRIVATE LIMITED</li> <li>10. DEEPSHIKHA EXIM PRIVATE LIMITED</li> <li>11. AEGIOS POLYFILMS PRIVATE LIMITED</li> <li>12. APPARELLELY TEXTILES PRIVATE LIMITED</li> <li>13. GOODCORE SPINTEX PRIVATE LIMITED</li> <li>14. SPINBELL TEXTILES PRIVATE LIMITED</li> <li>15. FINETRENDS TEXTILES PRIVATE LIMITED</li> <li>16. DENIMADE TEXTILES PRIVATE LIMITED</li> <li>17. EXPEDE-TECH RESEARCH &amp; DEVELOPMENT PRIVATE LIMITED</li> <li>18. CRYSTALIZE RESEARCH AND SOLUTIONS PRIVATE LIMITED</li> </ol>
<b>Membership / Chairmanship in Committees of other companies as on 31<sup>st</sup> March, 2021</b>	JINDAL WORLDWIDE LTD. <ul style="list-style-type: none"> <li>• Audit Committee-Member</li> <li>• Stakeholders Relationship Committee-Member</li> <li>• Corporate Social Responsibility Committee-Member</li> <li>• Operational Committee-Member</li> </ul>
<b>Shareholding in the Company as on 31<sup>st</sup> March, 2021</b>	Mr. Amit Agrawal holds 5,00,000 equity shares of the Company (1.05 % of total shareholding)
<b>Relationship with other Directors/ Key Managerial Personnel</b>	Not related to any Director / Key Managerial Personnel
<b>Number of meetings of the Board attended during the Financial Year (2020-2021)</b>	5 out of 5
<b>Candidature details</b>	The Company has duly received candidature for re-appointment of Mr. Amit Agrawal as managing director of the Company from one of the shareholder of the Company.

**ANNEXURE TO THE NOTICE**
**DETAILS OF DIRECTORS RETIRING BY ROTATION AND BEING ELIGIBLE SEEKING RE-APPOINTMENT AT THE 27<sup>TH</sup> AGM OF THE COMPANY:**

<b>Name</b>	<b>Ms. Amrita Khetan</b>
<b>Designation</b>	Non-Executive Non Independent Director
<b>DIN</b>	<b>02781781</b>
<b>Date of Birth</b>	21 <sup>st</sup> January, 1971
<b>Date of First Appointment</b>	12 <sup>th</sup> August, 2017
<b>Age</b>	50 Years
<b>Educational Qualification</b>	Graduation in Arts
<b>Experience and expertise</b>	11 Years of vast experience & expertise in strategic thinking and Business Management
<b>Terms and conditions of Appointment/Re-appointment</b>	As may be mutually decided by the Board of Directors from time to time and shall be liable to retire by rotation pursuant to relevant provisions of the Companies Act, 2013.
<b>Remuneration last drawn</b>	NIL
<b>Directorship held in other companies</b>	NIL
<b>Membership / Chairmanship in Committees of other companies as on 31st March, 2021</b>	NIL
<b>Shareholding in the Company as on 31st March, 2021</b>	NIL
<b>Relationship with other Directors / Key Managerial Personnel</b>	Not related to any Director of the Company / Key Managerial Personnel of the Company
<b>Number of meetings of the Board attended during the Financial Year (2020-21)</b>	4 out of 5



**BOARD OF DIRECTOR'S REPORT 2020-2021**

To,  
The Members,  
**KASHYAP TELE - MEDICINES LIMITED**

Your Directors have pleasure in presenting the 27<sup>th</sup> Annual Report of the Company together with the Audited Financial Statements and the Auditors' Report thereon for the Financial Year ended, 31<sup>st</sup> March, 2021.

**1. FINANCIAL HIGHLIGHTS:**

The summary of the financial results for the year is given below:

**Amount (₹)**

<b>Particulars</b>	<b>31<sup>st</sup> March, 2021</b>	<b>31<sup>st</sup> March, 2020</b>
Revenue from Operations	18,54,000	20,07,500
Other Income	13,660	-
<b>Total Income</b>	<b>18,67,660</b>	<b>20,07,500</b>
Expenditure:		
Changes in inventories of finished goods, work-in progress and Stock – in Trade	-	-
Employee benefit expense	8,65,367	9,08,384
Depreciation and Amortization Expenses	-	-
Other Expenses	8,53,519	9,52,657
<b>Total Expenses</b>	<b>17,18,886</b>	<b>18,61,041</b>
Profit Before Tax	1,48,774	1,46,459
<b>Tax Expenses:</b>		
Current Tax	34,039	33,510
Tax relating to P.Y.	5,044	(20,883)
<b>Income tax expenses</b>	<b>39,083</b>	<b>12,627</b>
<b>Net Profit/ (Loss) for the period</b>	<b>1,09,691</b>	<b>1,33,832</b>
Earning per Equity Share @ of Face Value of ₹ 1/- each (Basic & Diluted)	0.002	0.003

**2. HIGHLIGHTS OF PERFORMANCE:**

During the year under review the total Income of the Company has been decreased by 6.97% to ₹ 18,67,660/- as compared to ₹ 20,07,500/- in Previous Financial Year 2019-2020, the total expenses of the Company stood at ₹ 17,18,886/- as compared to ₹ 18,61,041/- in Previous Financial Year 2019-2020 and the net profit of the Company has been reduced by 18.04% to ₹ 1,09,691/- as compared to the Profit of ₹ 1,33,832/- in the Previous Financial Year 2019-2020.

**3. IMPACT OF COVID - 19:**

Due to outbreak of Covid-19 globally and in India, the company's management has made initial assessment of likely adverse impact on business and financial risks on account of Covid-19 and believes that the impact is likely to be short term in nature. The Management does not see any medium to long term risks in the company's ability to Continue as a going concern and meeting its liabilities as and when they fall due, and Compliance with the debt covenants as applicable. During the said period the initial focus was to ensure safety of our employees by proper sanitization and other measures and providing seamless service to our customers. As the nation is gearing up with major vaccination drive, we expect normalcy to return sooner.

**4. DIVIDEND:**

Due to inadequate profit the Company is not in position to recommend any dividend for the Financial Year ended 31<sup>st</sup> March, 2021.

Further the Dividend Distribution Policy as per Regulation 43A of the SEBI (LODR) Regulations, 2015 is not applicable to the Company as it does not fall under top 1000 Listed Companies based on its market capitalization as at the end of the Financial Year 31<sup>st</sup> March, 2021.

**5. NON APPLICABILITY OF BUSINESS RESPONSIBILITY REPORT:**

The Business Responsibility Report as per Regulation 34(2) of the SEBI (LODR) Regulations, 2015 is not applicable to the Company as the Company does not fall under top 1000 listed Companies on the basis of market capitalization as at the end of the Financial Year 31<sup>st</sup> March, 2021.

**6. APPLICABILITY OF THE INDIAN ACCOUNTING STANDARDS (IND AS):**

Pursuant to the notification dated 16th February, 2015 issued by the Ministry of Corporate Affairs, the Company has adopted the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 (as amended from time to time) with effect from 1<sup>st</sup> April, 2017 and the Financial Statements for the Financial Year 2020-2021 are prepared in accordance with IND AS.

**7. SHARE CAPITAL:**

**a) Authorized Share Capital**

There was no change in the Authorised Capital of the Company during the Financial Year 2020-2021. The Authorized Share Capital of the Company as at 31<sup>st</sup> March, 2021 stood at ₹15,00,00,000/-.

**b) Issued Share Capital**

The Issued Share Capital of the Company as at 31<sup>st</sup> March, 2021 stood at ₹ 5,00,00,000/-. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31<sup>st</sup> March, 2021, none of the Directors of the Company hold any instruments convertible into equity shares of the Company.

**c) Subscribed and Paid up Share Capital**

The Subscribed and Paid up Share Capital of the Company as at 31<sup>st</sup> March, 2021 stood at ₹ 4,77,22,000/-.

**8. CIRCULATION OF ANNUAL REPORTS IN ELECTRONIC FORM:**

In view of the prevailing COVID-19 pandemic situation and pursuant to the exemptions provided by SEBI and MCA, the Annual Report for the F.Y. 2020-2021 will be sent to shareholders through electronic mode (via e-mail) only on the email ids registered with the RTA of the Company. Members are requested to register/ update their respective email IDs for receiving further electronic communications.

**9. AMOUNTS TRANSFERRED TO RESERVES:**

No amount has been transferred to General Reserve.

However the balance of Shares Forfeiture Account of ₹ 11,97,500/- against application money of 2278000 equity shares as forfeited by the Company has been duly transferred to Capital Reserve Account in the Financial Year 2018-2019, in accordance with the applicable accounting provisions.

**10. INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURE /ASSOCIATE COMPANY:**

The Company does not have any Associate/Subsidiary/Joint Venture Company.

However, the Company is an Associate Company of M/s. Jindal Worldwide Limited and M/s. Amitara Industries Private Limited having a stake of 31.25% and 25.94%, respectively in your company's equity share capital.

**11. ANNUAL RETURN:**

The details forming part of the Annual Return in Form MGT-7, as required under Section 92(3) of the Companies Act, 2013, is annexed as **Annexure-A** which forms an integral part of this Report and is also available on the Company's website i.e. <http://www.kashyaptele-medicines.com>.

**12. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURE:**

A Statement of particulars of employees pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-B** which forms an integral part of this Report.

Further no employee has received remuneration in excess of the limits set out in rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during Financial Year 2020-2021.

**13. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

Since there was no Dividend declared in past years by the Company, the requirement to transfer unclaimed dividend to Investor Education and Protection Fund is not applicable to the Company.

**14. CHANGE IN THE NATURE OF BUSINESS:**

There has been no change in the nature of business of the Company during the year. Further, there were no material changes and commitments between the end of the Financial Year of the Company to which the Financial Statements relates and date of Directors' Report affecting the financial position of the Company, except those of COVID-19 as mentioned in financial statements forming part of this Annual Report.

**15. BOARD OF DIRECTORS, COMPOSITION AND INDEPENDENCE:**

Your Company's Board consists of leaders and visionaries who provide strategic direction and guidance to the organization. The Board consists of a combination of Executive, Non – Executive and Independent Directors with an extensive and diverse experience in different fields of operations. As on 31<sup>st</sup> March 2021, the Board comprises of One Executive Director, two Non-Executive Non-Independent Directors and three Independent Directors. During the year under review, no changes in the Board of Directors took place.

Further, all the Directors of the Company have confirmed that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013.

Further the Company has received necessary declarations from each of the Independent Director that they continue to meet the criteria of independence as laid down under Section 149(6) & 149(7) of the Companies Act, 2013 and Regulations 16(1)(b) & 25 of the SEBI (LODR) Regulations, 2015 and that they are not debarred from holding the office of director by virtue of any SEBI order or any other such authority. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. They have also submitted a copy of valid registration certificate to the Company as a proof of registration.

In accordance with the provisions of the Companies Act, 2013 read with Regulation 36 and Secretarial Standard-2 as issued by the Institute of Company Secretaries of India and in terms of the Memorandum and Articles of Association of the Company, **Ms. Amrita Khetan (DIN 02781781)**, Director of the Company retires by rotation at the this AGM and being eligible, offered herself for re-appointment. Her brief resume, nature of expertise, details of directorships held in other companies & other details is appended as an Annexure to the Notice of this AGM.

**16. MEETINGS OF THE BOARD:**

The Board of Directors of the Company met 5 (Five) times during the Financial Year 2020-2021 on 26<sup>th</sup> June, 2020, 7<sup>th</sup> August, 2020, 30<sup>th</sup> October, 2020, 4<sup>th</sup> February, 2021 and 27<sup>th</sup> February, 2021. The maximum gap between two Board Meetings was less than one hundred and twenty days. However, pursuant to relaxation provided vide MCA circular no. 11/2020 dated 24<sup>th</sup> March, 2020 & SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020, your company has availed the relaxation and has accordingly conducted its 1<sup>st</sup> Board Meeting for F.Y. 2020-2021 after having a gap of more than 120 days from its previous Board Meeting held on 7<sup>th</sup> February, 2020.

Name of Director	Category	Attendance at Meeting of Board of Directors held on				
		26 <sup>th</sup> June, 2020	7 <sup>th</sup> August, 2020	30 <sup>th</sup> October, 2020	4 <sup>th</sup> February, 2021	27 <sup>th</sup> February, 2021
Mr. Amit Agrawal	Managing Director	✓	✓	✓	✓	✓
Ms. Amrita Khetan	Non-Executive Non Independent Director	✓	x	✓	✓	✓
Mr. Raghav Agrawal	Non-Executive Non Independent Director	✓	✓	✓	✓	✓
Mr. Devkinandan Sharma	Independent Director	✓	✓	✓	✓	✓
Mr. Mayank Khetan	Independent Director	✓	✓	✓	✓	✓
Ms. Surabhi Agrawal	Independent Director	x	✓	x	✓	x

✓ : Present, x : Leave of Absence

#### 17. KEY MANAGERIAL PERSONNEL (KMP):

Pursuant to the provisions of Sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended from time to time), the following are the Key Managerial Personnel of the Company:

- Mr. Amit Agrawal: Managing Director;
- Mr. Raghav Agrawal: Chief Financial Officer;
- Ms. Perna Kakkar: Company Secretary & Compliance Officer (Upto 28<sup>th</sup> February, 2021);
- Mr. Paritosh Trivedi: Company Secretary & Compliance Officer (w.e.f. 1<sup>st</sup> March, 2021).

During the Financial Year, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 27<sup>th</sup> February, 2021, has recommended & approved the appointment of Mr. Paritosh Trivedi as Company Secretary & Compliance Officer of the Company w.e.f. 1<sup>st</sup> March, 2021.

Ms. Perna Kakkar has resigned from the position of Company Secretary & Compliance Officer w.e.f. 1<sup>st</sup> March, 2021 due to her personal and unavoidable circumstances. The Board of Directors placed on record her appreciation for the assistance and valuable guidance during her tenure as Company Secretary & Compliance Officer of the Company.

#### 18. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Sections 134(3)(c) and 134(5) of the Companies Act, 2013 in relation to Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021 the Board of Directors states that:

- In the preparation of the annual accounts for the Financial Year ended 31<sup>st</sup> March, 2021 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors had prepared the annual accounts on a going concern basis;
- The proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and

- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**19. ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

Pursuant to the provisions of Section 134(3)(p) and 178(2) of the Companies Act, 2013, Regulation 19 and 34 read with Part D of Schedule II of SEBI (LODR) Regulations, 2015 the Board has carried out the annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its various committees as per the criteria laid down by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation of the individual directors, the Board and the Committees was carried out includes profile, experience, contribution of each Director to the growth of the Company, board structure and composition, dedication, knowledge, sharing of information with the Board, regular attendance, preparedness & participation, team work, decision making process, Board culture and dynamics, independence, governance, ethics and values, adherence to corporate governance norms, quality of relationship between the Board and Management, their roles, rights, responsibilities in the Company.

In addition, pursuant to the provisions of Schedule IV to the Companies Act, 2013 the Independent Directors reviewed the performance of the Non-Independent Directors and of the Board as a whole, performance of the Chairman of the Board taking into account the views of all the Directors and the quality, quantity and timeliness of flow of information between the Company management and the Board and its sufficiency for the Board to effectively perform its duties.

Separate meeting of Independent Directors of the Company was held on 4<sup>th</sup> February, 2021 and it reviewed the performance of Non-Independent Directors & the Board as a whole and also reviewed the performance of Chairman of the Company. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual Directors was also discussed.

**20. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:**

The Company has adopted a Remuneration Policy for the Directors, Key Managerial Personnel and other employees, pursuant to Section 178(3) of the Companies Act, 2013. The broad parameters covered under the Policy are - Company Philosophy, Guiding Principles, Nomination of Directors, Remuneration of Directors, Nomination and Remuneration of the Key Managerial Personnel and the Remuneration of Other Employees and is based on the commitment of fostering a culture of leadership with trust.

Pursuant to Section 134(3) of the Companies Act, 2013, the Nomination and Remuneration policy of the Company is available on the Company's website i.e. <https://kashyaptele-medicines.com>. It is affirmed that the remuneration paid to Directors, Key Managerial Personnel and all other employees is as per the Remuneration Policy of the Company.

**21. AUDITORS:**

**(a) Statutory Auditors and Auditor's Report:**

As per the provisions of Sections 139, 142 and all other applicable provisions of the Companies Act, 2013, at the 23<sup>rd</sup> AGM of the Company held on 18<sup>th</sup> September, 2017, the Members of the Company has appointed M/s. Saremal & Company, Chartered Accountants (Firm Registration No. 109281W), as the Statutory Auditors of the Company to hold the office for a term of 5 (five) years from the conclusion of 23<sup>rd</sup> AGM till the conclusion of the 28<sup>th</sup> AGM to be held in the year 2022.

Further the Ministry of Corporate Affairs (MCA) vide notification dated 7<sup>th</sup> May, 2018 has done away with the requirement of ratification of appointment of Statutory Auditors at every Annual General Meeting, as per the first proviso of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Amendment Rules, 2018. Accordingly, the Company is not required to pass any resolution pertaining to ratification of the appointment of Statutory Auditors in the Annual General Meeting and thus the said agenda does not forms the part of the notice to the said Annual General Meeting.

The Statutory Auditors' report annexed to the financial statement for the Financial Year 2020-2021 does not contain any qualification, reservation or adverse remark and is self-explanatory and unmodified and thus does not require any further clarifications/ comments.

**(b) Secretarial Auditors:**

Pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s. SPANJ & Associates, Practicing Company Secretaries, Ahmedabad as Secretarial Auditors of the Company for the Financial Year 2020-2021 to conduct Secretarial Audit of the Company. The Secretarial Audit Report for the F.Y. 2020-2021 in Form MR-3 as furnished by the Auditor is annexed herewith as **Annexure-C**, the said report forms an integral part of Board Report and it does not contain any qualification, reservation or adverse remark and is self-explanatory and thus does not require any further clarifications / comments.

Further, the Board of Directors in its board meeting held on 18<sup>th</sup> June, 2021, has appointed M/s. SPANJ & Associates, Company Secretaries, Ahmedabad as the Secretarial Auditors of the Company for the Financial Year 2021-2022. Further the Company has received consent letter regarding such appointment in accordance with the applicable provisions of the Companies Act and rules framed thereunder.

**(c) Internal Auditors:**

Pursuant to Section 138 of the Companies Act, 2013 the Board of Directors has appointed M/s. Jagdish Verma & Co., Chartered Accountants, Ahmedabad (FRN: 103837W) as an Internal Auditors of the Company for the Financial Year 2020-2021 to conduct Internal Audit of the Company.

Further, the Board of Directors in their Meeting held on 18<sup>th</sup> June, 2021 has appointed M/s. Jagdish Verma & Co., Chartered Accountants, Ahmedabad (FRN: 103837W) as an Internal Auditors of the Company for the Financial Year 2021-2022.

As regards the comments made in the Auditor's Report, the Board is of the opinion that they are self-explanatory and does not require any further clarification.

**22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT 2013:**

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

**23. MANAGEMENT DISCUSSION AND ANALYSIS:**

As per requirements of Regulation 34 of SEBI (LODR) Regulations, 2015, the Management's Discussion and Analysis report of the Company forms an integral part of this Report is annexed as **Annexure-D**.

**24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188 OF THE COMPANIES ACT, 2013:**

All transactions with related parties were in the ordinary course of business and on arm's length basis. The Company has not entered into any transaction of a material nature with any of the related parties which are in conflict with the interest of the Company.

All transactions with related parties were periodically reviewed and approved by the Audit Committee. Further, there were no transactions with related parties which qualify as material transactions under the Regulations 23 of the SEBI (LODR) Regulations, 2015.

Pursuant to Section 134(3)(h) of the Companies Act, 2013, a statement showing contracts and arrangements with related parties under Section 188(1) of the Companies Act, 2013 in prescribed Form-AOC-2 is annexed to the this Report as **Annexure-E**.

The details of related party transactions are disclosed in Note No. 29 of the notes to the financial statement forming part of the Annual Reports.

**25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**
**(A) Conservation of energy and Technology absorption**

The particulars as required under the provisions of Section 134 (3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished as they are not applicable considering the nature of activities undertaken by the Company during the year under review.

**(B) Foreign exchange earnings and Outgo**

There were no foreign exchange earnings and outgo during the year under review.

**26. REPORT ON RISK MANAGEMENT POLICY:**

The Company has laid down a Risk Management Policy and identified threat of such events which if occurs will adversely affect either/or, value to shareholders, ability of Company to achieve objectives, ability to implement business strategies, the manner in which the Company operates and reputation as "Risks". A detailed exercise is carried out to identify, evaluate, manage and monitoring all types of risks.

**27. DEPOSITS:**

During the period under report, the Company has not accepted any deposits from the public falling within the purview of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

**28. COMMITTEES OF THE BOARD:**

The Company's Board has the following Committees:

- I. Audit Committee
- II. Stakeholders Relationship Committee
- III. Nomination & Remuneration Committee

**I. AUDIT COMMITTEE**

The Audit Committees is constituted in accordance with the provisions of Regulation 18 of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013. The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015, as applicable, besides other terms as referred by the Board of Directors.

During the year, the Audit Committee met four times on 26<sup>th</sup> June, 2020, 7<sup>th</sup> August, 2020, 30<sup>th</sup> October, 2020 and 04<sup>th</sup> February, 2021. The maximum gap between two meetings was less than one hundred and twenty days. However, pursuant to relaxation provided vide SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020, your company has availed the relaxation and has accordingly conducted 1<sup>st</sup> Meeting of Audit Committee for F.Y. 2020-2021 after having a gap of more than 120 days from its previous Board Meeting held on 7<sup>th</sup> February, 2020.

Name of Members	Designation	Category	Attendance at the Audit Committee Meetings Held on			
			26 <sup>th</sup> June, 2020	7 <sup>th</sup> August, 2020	30 <sup>th</sup> October, 2020	04 <sup>th</sup> February, 2021
Mr. Devkinandan Sharma	Chairperson	Independent Director	✓	✓	✓	✓
Mr. Mayank Khetan	Member	Independent Director	✓	✓	✓	✓
Mr. Raghav Agrawal	Member	Non-Executive Non-Independent Director	✓	✓	✓	✓

**TERMS OF REFERENCE OF AUDIT COMMITTEE:**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013,
  - b. Changes, if any, in accounting policies and practices and reasons for the same,
  - c. Major accounting entries involving estimates based on the exercise of judgment by management,
  - d. Significant adjustments made in the financial statements arising out of audit findings,
  - e. Compliance with SEBI (LODR) Regulations, 2015 and other legal requirements relating to financial statements,
  - f. Disclosure of any related party transactions,
  - g. Qualifications in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. 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 to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. 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;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. 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;
16. 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;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;



18. To review the functioning of the Whistle Blower mechanism;
19. 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;
20. Reviewing the Management letters/ letters of Internal Control weaknesses issued by Statutory Auditor.
21. Review of Management discussion and analysis of financial condition and results of operations;
22. Review of Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
23. Review of Management letters / letters of internal control weaknesses issued by the statutory auditors;
24. Review of Internal audit reports relating to internal control weaknesses;
25. Review of appointment, removal and terms of remuneration of the Chief internal auditor; and
26. Carrying out any other function as may be required in pursuance of the decision of the Board of Directors of the Company or any provision under the Companies Act or SEBI (LODR) Regulations, 2015 or any other applicable law.

## II. STAKEHOLDERS RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015. The Board has constituted Stakeholders' Relationship Committee inter alia, to consider and review the complaints received from shareholders like transfer of shares, non- receipt of balance sheet etc.

During the year, the Committee met four times on 26<sup>th</sup> June, 2020, 07<sup>th</sup> August, 2020, 30<sup>th</sup> October, 2020 and 4<sup>th</sup> February, 2021. The composition of the Committee as well as the particulars of attendance at the Committee meetings are given below:

Name of Members	Designation	Category	Attendance at the Stakeholders Relationship Committee Meetings Held on			
			26 <sup>th</sup> June, 2020	7 <sup>th</sup> August, 2020	30 <sup>th</sup> October, 2020	04 <sup>th</sup> February, 2021
Mr. Raghav Agrawal	Chairperson	Non-Executive Non-Independent Director	✓	✓	✓	✓
Mr. Amit Agrawal	Member	Managing Director	✓	✓	✓	✓
Mr. Mayank Khetan	Member	Independent Director	✓	✓	✓	✓

### TERMS OF REFERENCE OF STAKEHOLDERS RELATIONSHIP COMMITTEE:

1. To attend requests from the shareholders for transfer / transmission of shares and all matters incidental or related thereto;
2. To attend matters relating dematerialization / re-materialization of shares / other securities and all matters incidental or related thereto;
3. To advise the Board on matters incidental or relating to issue of Bonus Shares & Rights Shares, etc.;
4. To consider and resolve grievances of the security holders of the Company, including complaints related to the transfer of shares, non-receipt of annual report and non-receipt of declared dividends, general meetings etc.;
5. To investigate complaints relating to allotment of shares, approval of transfer or transmission of shares or any other securities;

6. To attend issues of duplicate certificates and new certificates on split / consolidation / renewal;
7. To review measures taken for effective exercise of voting rights by shareholders;
8. To review adherence to the standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
9. To review the measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
10. To attend matters relating to compliance with the SEBI (LODR) Regulations, 2015 and other statutory requirements concerning the interests of holders of shares and other securities; and
11. To carry out any other function as may be required in pursuance of the decision of the Board of Directors of the Company or any provision under the Companies Act or SEBI (LODR) Regulations, 2015 or any other applicable law.

### III. NOMINATION AND REMUNERATION COMMITTEE AND POLICY THEREON

The Nomination and Remuneration Committee of the Company is constituted in alignment with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015 and terms of reference, including role & powers of the Committee as referred by the Board of Directors.

During the year, the Nomination and Remuneration Committee met three times on 7<sup>th</sup> August, 2020, 4<sup>th</sup> February, 2021, and 27<sup>th</sup> February, 2021.

Name of Members	Designation	Category	Attendance at the Nomination and Remuneration Committee Meeting Held on		
			7 <sup>th</sup> August, 2020	04 <sup>th</sup> February, 2021	27 <sup>th</sup> February, 2021
Mr. Devkinandan Sharma	Chairperson	Independent Director	✓	✓	✓
Mr. Mayank Khetan	Member	Independent Director	✓	✓	✓
Mr. Raghav Agrawal	Member	Non-Executive Non-Independent Director	✓	✓	✓

#### TERMS OF REFERENCE OF NOMINATION & REMUNERATION COMMITTEE:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulating of criteria for evaluation of performance of the independent directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who qualify to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal;
5. Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
6. Recommend to the board, all remuneration, in whatever form, payable to senior management;
7. Analyzing, monitoring and reviewing various human resource and compensation matters; and
8. Determining the company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors.

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**Policy for selection and appointment of Directors and Key Managerial Personnel and their remuneration:**

The Nomination and Remuneration Committee (NRC) has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and Key Managerial Personnel and their remuneration.

**A. Appointment criteria and qualifications:**

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
2. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
3. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of 70 years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond 70 years.

**• Term / Tenure:**

1. Managing Director/Whole-time Director: The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
2. Independent Director: An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for five years or more in the Company as on 1<sup>st</sup> October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of five years only. At the time of appointment of Independent Director it should be ensured that, no such Director should serve as an Independent Director in more than seven listed entities, further any Director who is serving as a Whole-time Director in any listed entity shall serve as an Independent Director in not more than 3 listed entities.

**• Evaluation:**

During the year under review, the Committee carried out evaluation of performance of every Director, KMP and Senior Management Personnel.

**• Removal:**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

**• Retirement:**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**B. Remuneration Policy**

1. The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management

Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

2. The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013, and the rules made thereunder.
3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director. Increments will be effective from 1<sup>st</sup> April unless otherwise decided by the board.
4. Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

• **Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:**

1. Fixed pay: The Whole-time Director / KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.
2. Minimum Remuneration: If, in any financial year, the Company has no profits or its profits are inadequate, the Company may pay remuneration to its Managing Director and Whole-time Directors in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.
3. Provisions for excess remuneration: If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

• **Remuneration to Non- Executive / Independent Director:**

1. Remuneration / Commission: The remuneration / commission may be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made thereunder.
2. Sitting Fees: The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed One Lakh Rupees per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.
3. Commission: Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

**29. VIGIL MECHANISM:**

In compliance with the provisions of Section 177(9)&(10) of the Companies Act, 2013 and Regulation 22 of the SEBI (LODR) Regulations, 2015, the Company has a well-established Vigil Mechanism/ Whistle Blower Policy for providing a formal mechanism for all employees of the Company to approach Chairman of the Audit Committee of the Company and make protective disclosures about the unethical behavior, actual or suspected fraud and violation of the Company's Code of Conduct and Business Ethics. Under the Policy, each employee of the Company has

an assured access to the Chairman of the Audit Committee. The Vigil Mechanism/Whistle Blower Policy is displayed on the website of the Company i.e. [www.kashyaptele-medicines.com](http://www.kashyaptele-medicines.com).

**30. CODE OF CONDUCT:**

Pursuant to Regulations 8 & 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015; your Company has formulated, implemented and has in place a comprehensive “Code of Fair Disclosure of Unpublished Price Sensitive Information” & “Code of Conduct for Prevention of the Insider Trading” (hereinafter known as “Codes of Conduct”) for regulating, monitoring and reporting the trading by Designated persons of the Company which include Promoters, Directors, Heads and such other employees of the Company and others who are expected to have access to unpublished price sensitive information and as may be defined under the “Codes of Conduct”.

**31. INTERNAL CONTROL SYSTEMS:**

The Company has in place adequate internal financial controls with reference to financial statements. The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of fraud, error reporting mechanisms, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

The Company has devised systems to ensure compliance with the provisions of all applicable laws to the Company. During the year under review, the Audit Committee, the Statutory Auditors and top management of the Company has ensured and reviewed the adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Significant Audit observations and corrective actions, if any, thereon were presented before the Board for their review.

**32. CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not falling under the criteria as mentioned in Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014. Hence, provision of Corporate Social Responsibility is not applicable to the Company.

**33. COST RECORDS AND COST AUDIT:**

The provisions of the Section 148 read with Companies (Cost Records and Audit) Rules, 2014 of the Companies Act, 2013 is not applicable on the Company and thus the Company is not required to maintain the Cost Records.

**34. CORPORATE GOVERNANCE REPORT:**

Pursuant to Regulations 15 and 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015, report on Corporate Governance is not applicable to the Company for the Financial Year 2020-2021 as the paid up equity share capital and net worth of the Company does not exceed ₹ 10 crores and ₹ 25 crores respectively as on the last day of previous Financial Year ended on 31<sup>st</sup> March, 2020.

**35. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY’S OPERATIONS IN FUTURE:**

During the year under review no significant and material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and Company’s operations in Future.

However, the BSE Limited (BSE) vide its letter dated 27<sup>th</sup> February, 2015, has passed an order to suspend trading in securities of the Company due to various reasons w.e.f. 4<sup>th</sup> March, 2015. The management of the Company had promptly initiated contact with BSE officials in the said matter and continuous representations are being made to BSE in regards to revocation of suspension. The revocation of suspension is under process and expected to be completed soon.

**36. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place, policy on Prevention, Prohibition and Redressal of Sexual Harassment for women at workplace in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The policy has set guidelines on the redressal and enquiry process that is

to be followed by complainants, whilst dealing with issues related to sexual harassment at the work place. During the year, the Company has neither received any complaints nor has any pending complaints under the said Act.

**37. LISTING OF SHARES:**

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 531960. The annual listing fee for the Financial Year 2020-2021 has been paid to BSE Limited. Further, the Company complies with the provisions of the SEBI (LODR) Regulations, 2015 on a regular basis.

**38. COMPLIANCE WITH SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI):**

The Company is compliant with and ensures compliance under the provisions of the applicable Secretarial Standards issued by the ICSI.

**39. NON APPLICABILITY OF GOODS AND SERVICE TAX (GST):**

Your Company do not fall under the mandatory registration applicability criteria as per the guidelines on GST issued by Central Government to be read with all such amendments therein and thus do not have any GST number. The Company ensures that it will immediately apply for registration as and when turnover for sale of services exceeds Rs 20 Lakhs.

**40. DETAILS OF SETTLEMENT DONE WITH BANKS OR FINANCIAL INSTITUTIONS:**

During the year under review, the Company has not taken any loan from banks or financial Institutions, accordingly there exist no such requirement of valuations and one time settlement, hence disclosure of details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reason thereof is not applicable to the Company.

**41. APPLICATION UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the year under review, your company has neither made any application nor any proceedings were initiated/ pending against the Company under the Insolvency and Bankruptcy Code, 2016 as at the year ended 31<sup>st</sup> March, 2021.

**42. ACKNOWLEDGEMENT:**

The Board of Directors would like to express their sincere thanks to the Shareholders & Investors of the Company for the trust reposed on us over the past several years. Your Directors are highly grateful for all the guidance, support, assistance and co-operation received from the Stakeholders, Business Partners, Government & other Statutory Bodies, Banks, Financial Institutions, Analysts and Shareholders and Esteemed Customers and employees during the year under review.

Date : 10<sup>th</sup> August, 2021  
Place : Ahmedabad

On behalf of Board of Directors  
For, Kashyap Tele-Medicines Limited

Sd/-  
Amit Agrawal  
Managing Director  
DIN: 00169061

**ANNEXURE-A TO BOARD OF DIRECTOR'S REPORT**
**FORM NO. MGT 7**
**ANNUAL RETURN (OTHER THAN OPCs AND SMALL COMPANIES)**
**For the Financial Year ended on 31<sup>st</sup> March, 2021**
**[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]**
**I. REGISTRATION & OTHER DETAILS:**

(i)	<b>CIN</b>	L29110MH1995PLC085738
	<b>GLN</b>	NotApplicable
	<b>PAN</b>	AAACJ1569Q
(ii)	<b>(a) Name of the Company</b>	KASHYAPTELE-MEDICINES LIMITED
	<b>(b) Registered office Address</b>	2nd Floor, Pushpaawati building No. 2 Chandanwadi, Girgaon Road, Mumbai – 480 002
	<b>(c) Email-ID of the company</b>	<a href="mailto:investor.relations@kashyaptele-medicines.com">investor.relations@kashyaptele-medicines.com</a>
	<b>(d) Telephone number with STD code</b>	+91 6359637788
	<b>(e) Website</b>	<a href="http://www.kashyaptele-medicines.com">www.kashyaptele-medicines.com</a>
(iii)	<b>Date of Incorporation</b>	20 <sup>th</sup> February, 1995
(iv)	<b>Type/Category/Sub-category of the Company</b>	Public Company/ Company Limited by Shares/ Indian Non- Government Company
(v)	<b>Whether company is having share capital</b>	Yes
(vi)	<b>(a) Whether shares listed on recognized Stock Exchange(s) &amp; Details of such Stock Exchanges(s)</b>	YES Stock Exchange Name: BSE Limited, Code: A1
	<b>(b) CIN, Name and Registered Office Address of the Registrar &amp; Transfer Agent.</b>	CIN: U67190MH1999PTC118368 Name: Link Intime India Private Limited Address: C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra - 400083
(vii)	<b>Financial Year</b>	From 1 <sup>st</sup> April, 2020 to 31 <sup>st</sup> March, 2021
(viii)	<b>Whether Annual general meeting (AGM) held</b>	No
	<b>(a) If yes, date of AGM</b>	NA
	<b>(b) Due date of AGM</b>	30 <sup>th</sup> September, 2021
	<b>(c) Whether any extension for AGM granted</b>	No
	<b>(d) Specify the reason for not holding the AGM</b>	The Company has not convened the AGM as on the date of signing of this Annual Report because, the Board of Directors of the Company in their meeting held on 10 <sup>th</sup> August, 2021 has considered and approved for convening the AGM on 9 <sup>th</sup> September, 2021 at 3:00 P.M., and accordingly the AGM of the Company will be held on 9 <sup>th</sup> September, 2021

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :**
**Number of business activities: 1 (One)**

Sr. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) :**
**No. of Companies for which information is to be given: 0 (Zero)**

Sr. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/ Associate/ Joint venture	% of Shares held
NIL				

**IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY :**
**(i) SHARE CAPITAL**
**(a) Equity share capital**

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total number of equity shares	15,00,00,000	5,00,00,000	4,77,22,000	4,77,22,000
Total amount of equity shares (in rupees)	15,00,00,000	5,00,00,000	4,77,22,000	4,77,22,000

**Number of classes: 1 (One)**

Class of shares	Authorised Capital	Issued Capital	Subscribed Capital	Paid Up Capital
<b>EQUITY SHARE CAPITAL</b>				
Number of equity shares	15,00,00,000	5,00,00,000	4,77,22,000	4,77,22,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	15,00,00,000	5,00,00,000	4,77,22,000	4,77,22,000

**(b) Preference share capital**

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total number of equity shares	0	0	0	0
Total amount of equity shares (in rupees)	0	0	0	0

**Number of classes: 0 (Zero)**

Class of shares	Authorised Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Number of equity shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of equity shares (in rupees)	0	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0



**(d) Break-up of paid-up share capital**

Class of Shares	Number of shares			Total Nominal Amount	Total Paid-up Amount	Total Premium
	Physical	Demat	Total			
<b>EQUITY SHARES</b>						
<b>At the beginning of the year</b>	<b>36,030</b>	<b>4,76,85,970</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>	<b>0</b>
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	0	0	0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
<b>At the end of the year</b>	<b>36,030</b>	<b>4,76,85,970</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>	<b>0</b>
<b>PREFERENCE SHARES</b>						
<b>At the beginning of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
<b>At the end of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

ISIN of the equity shares of the company: INE108B01029

**(ii) Details of stock split/consolidation during the year (for each class of shares): 0 (Zero)**

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year: NIL**

Details being provided in a CD/Digital Media: Not Applicable

Separate sheet attached for details of transfers: No

**(iv) Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			<b>0</b>

**Details of debentures**

Class of Debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
NIL					

**V. Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(Amount in Rs.)

(i)	Turnover	18,54,000/-
(ii)	Net worth of the Company	2,39,42,929/-

**VI. (a) SHARE HOLDING PAT TERN – Promoters**

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	<b>Individual/Hindu Undivided Family</b>				
	(i) Indian	24,57,900	5.15	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	<b>Government</b>	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	<b>Insurance companies</b>	0	0	0	0
4.	<b>Banks</b>	0	0	0	0
5.	<b>Financial institutions</b>	0	0	0	0
6.	<b>Foreign institutional investors</b>	0	0	0	0
7.	<b>Mutual funds</b>	0	0	0	0
8.	<b>Venture capital</b>	0	0	0	0
9.	<b>Body corporate (not mentioned above)</b>	1,49,15,000	31.25	0	0
10.	<b>Others</b>	0	0	0	0
	<b>Total</b>	<b>1,73,72,900</b>	<b>36.40</b>	<b>0</b>	<b>0</b>

Total number of shareholders (promoters): 6 (Six)

**(b) SHARE HOLDING PATTERN – Public/Other than promoters**

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	<b>Individual/Hindu Undivided Family</b>				
	(i) Indian	1,60,68,076	33.67	0	0
	(ii) Non-resident Indian (NRI)	73,708	0.15	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	<b>Government</b>	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	<b>Insurance companies</b>	0	0	0	0
4.	<b>Banks</b>	27000	0.06	0	0
5.	<b>Financial institutions</b>	0	0	0	0
6.	<b>Foreign institutional investors</b>	0	0	0	0
7.	<b>Mutual funds</b>	0	0	0	0
8.	<b>Venture capital</b>	0	0	0	0
9.	<b>Body corporate (not mentioned above)</b>	1,41,65,916	29.69	0	0
10.	<b>Others(Clearing Members &amp; Trust)</b>	14,400	0.03	0	0
	<b>Total</b>	<b>3,03,49,100</b>	<b>63.60</b>	<b>0</b>	<b>0</b>

Total number of shareholders (other than promoters): 5517

Total number of shareholders (Promoters + Public/Other than promoters): 5523

**VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**
**(Details of Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	5,507	5,517
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**(A) Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	1.05	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>1</b>	<b>5</b>	<b>1</b>	<b>5</b>	<b>1.05</b>	<b>0</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 8 (Eight)**

**(B) (i) Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
AMITYAMUNADUTTAGRAWAL	00169061	Managing Director	5,00,000	-
RAGHAV KAILASH AGRAWAL	02264149	Director	0	-
AMRITA KHETAN	02781781	Director	0	-
SURABHI NISHANTAGRAWAL	06940379	Director	0	-
DEVKINANDAN JAGDISHPRASHAD SHARMA	07900496	Director	0	-
MAYANK KHETAN	02412971	Director	0	-
RAGHAV KAILASH AGRAWAL	AIEPA4085B	CFO	0	-
PARITOSH TRIVEDI	BMSPT2362K	Company Secretary	0	-

**(ii) Particulars of change in director(s) and Key managerial personnel during the year: 2 (Two)**

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PRERNA KAKKAR	AWKPK0313N	Company Secretary	28 <sup>th</sup> February, 2021	Cessation
PARITOSH TRIVEDI	BMSPT2362K	Company Secretary	01 <sup>st</sup> March, 2021	Appointment

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**
**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS: 1 (One)**

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of Members attended	% of total shareholding
ANNUAL GENERAL MEETING	11th September 2020	5560	33	66.63

**B. BOARD MEETINGS**
**Number of meetings held: 5 (Five)**

Sr. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26 <sup>th</sup> June, 2020	6	5	83.33
2	7 <sup>th</sup> August, 2020	6	5	83.33
3	30 <sup>th</sup> October, 2020	6	5	83.33
4	4 <sup>th</sup> February, 2021	6	6	100
5	27 <sup>th</sup> February, 2021	6	5	83.33

**C. COMMITTEE MEETINGS**
**Number of meetings held: 11 (Eleven)**

Sr.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	26 <sup>th</sup> June, 2020	3	3	100
2	Audit Committee	7 <sup>th</sup> August, 2020	3	3	100
3	Audit Committee	30 <sup>th</sup> October, 2020	3	3	100
4	Audit Committee	4 <sup>th</sup> February, 2021	3	3	100
5	Nomination and Remuneration Committee	7 <sup>th</sup> August, 2020	3	3	100
6	Nomination and Remuneration Committee	4 <sup>th</sup> February, 2021	3	3	100
7	Nomination and Remuneration Committee	27 <sup>th</sup> February, 2021	3	3	100
8	Stakeholders Relationship Committee	26 <sup>th</sup> June, 2020	3	3	100
9	Stakeholders Relationship Committee	7 <sup>th</sup> August, 2020	3	3	100
10	Stakeholders Relationship Committee	30 <sup>th</sup> October, 2020	3	3	100
11	Stakeholders Relationship Committee	4 <sup>th</sup> February, 2021	3	3	100

**D. ATTENDANCE OF DIRECTORS**

Sr. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance which director was entitled to attend	Number of Meetings attended	Number of Meetings	% of attendance	
1.	AMITYAMUNADUTTAGRAWAL	5	5	100	4	4	100	AGM is yet to be held
2.	RAGHAV KAILASHAGRAWAL	5	5	100	11	11	100	
3.	AMRITAKHETAN	5	4	80	0	0	0	
4.	SURABHI NISHANTAGRAWAL	5	2	40	0	0	0	
5.	DEVKINANDAN JAGDISHPRASHAD SHARMA	5	5	100	7	7	100	
6.	MAYANK KHETAN	5	5	100	11	11	100	

**X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- NIL**

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 0 (Zero)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
NIL							

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3 (Three)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.	RAGHAV KAILASH AGRAWAL	CFO	1,20,000	0	0	0	1,20,000
2.	PRERNA KAKKAR	Company Secretary	2,73,358	0	0	0	2,73,358
3.	PARITOSH TRIVEDI	Company Secretary	27,000	0	0	0	27,000
<b>Total</b>			<b>4,20,358</b>				<b>4,20,358</b>

Number of other directors whose remuneration details to be entered: 0 (Zero)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
NIL							

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year: Yes

B. If No, give reasons/observations: Not Applicable

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**
**A. DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS: NIL**

Name of the company/ directors/ officers	Name of the court/Concerned Authority	Date of Order	Name of the Act and section under which penalised//punished punished	Details of penalty/ punishment	Details of appeal (if any) including present status
NIL					

**B. DETAILS OF COMPOUNDING OF OFFENCES: NIL**

Name of the company/ directors/ officers	Name of the court/Concerned Authority	Date of Order	Name of the Act and section under which penalised/punished punished	Details of penalty/ punishment	Details of appeal (if any) including present status
NIL					

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment: Yes.**

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES:**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

NAME: **CS JITENDRA LEEYA**

Whether associate or fellow: Associate

Certificate of practice number: 14503

**I/We certify that:**

- The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. 19 dated 18<sup>th</sup> June, 2021 to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

\*The attachments to this form are available on the website of the Company i.e. [www.kashyaptele-medicines.com](http://www.kashyaptele-medicines.com).

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

Sd/-  
**AMIT YAMUNADUTT AGRAWAL**  
Managing Director  
(DIN: 00169061)

Sd/-  
**JITENDRA LEEYA**  
COMPANY SECRETARY IN PRACTICE  
Membership No. 31232  
Certificate of Practice number: 14503

List of attachments as available on the website of the Company:

- List of shareholders, debenture holders,
- Approval letter for extensions: Not applicable
- Form MGT-8,
- Optional attachments.

**ANNEXURE-B TO BOARD OF DIRECTOR'S REPORT**
**PARTICULARS OF EMPLOYEES: - PURSUANT PROVISION OF SECTION 197(12) READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

1	The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2020-2021.	<b>Director's Name</b>	<b>Ratio to mean remuneration</b>
		Mr. Amit Agrawal Mr. Raghav Agarwal Ms. Amrita Khetan Mr. Mayank Khetan Ms. Surabhi Agrawal Mr. Devkinandan Sharma	Ratio of Remuneration is Nil because No remuneration was paid to any of the Director of the Company during the F.Y. 2020-2021
2	The Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager if any in the Financial Year 2020-2021.	<b>Director's/CFO/CS</b>	<b>% increase/(decrease) in remuneration</b>
		Director	NA
		CFO	There were no increase in remuneration during the F.Y. 2020-2021
		Company Secretary	(14.63)% <sup>#</sup>
3	Percentage increase/decrease in the median remuneration of employees in the Financial Year 2020-2021.	During Financial Year 2020-2021, the percentage increase in the median remuneration of employees as compared to previous year was approximately 7.71% due to increase in number of employees.	
4	Number of permanent employees on the roll of the Company.	There were 3 employees as on 31 <sup>st</sup> March, 2021.	
5	*Average percentile increase/decrease in salaries of Employees other than managerial Personnel.	The average percentile (decrease) in salaries of Employees is (6.67)% on account of COVID-19 Pandemic effects. There was no other exceptional circumstance for decrease in remuneration for employees other than managerial personnel in the last Financial year.	
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.	

\* Managerial Personal include Managing Director, CFO and Company Secretary

# calculated on the basis of Actual Paid salary not CTC

\$ Percentage pertains only to decrease in remuneration of Ms. Purna Kakkar who was Company Secretary and Compliance officer till 28<sup>th</sup> February, 2021. Further, no increase/decrease is applicable to CS Paritosh Trivedi due to his appointment w.e.f. 1<sup>st</sup> March, 2021 itself.



**ANNEXURE-C TO BOARD OF DIRECTOR'S REPORT****Form No. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2021**

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

To,  
The Members  
**KASHYAP TELE-MEDICINES LIMITED**  
Regd. Off: 2nd Floor, Pushpavati Bldg,  
Chandan Wadi, Mumbai – 400002 (Maharashtra)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KASHYAP TELE-MEDICINES LIMITED** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives in electronic form in online system in view of the COVID-19 pandemic and the prevailing situation in the country, 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 31<sup>st</sup> March, 2021 has 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as per Annexure - A for the Financial Year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits ) Regulations, 2014;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

However, it has been found that there were no instances requiring compliance with the provisions of the laws indicated at point (c) to (h) of para (v) mentioned hereinabove during the period under review.

- (vi) We further report that having regard to the compliance management system prevailing in the Company for other applicable laws, we were given to understand that there are no sector specific laws applicable to the company and therefore we have not verified compliance management system for the same.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.  
(ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

We have been informed that as per letter dated 27/02/2015 of the BSE Ltd., trading in securities of the company had been suspended w.e.f. 04/03/2015 due to various reasons of non compliance with listing regulations as mentioned therein. The company has informed that they are in process of completing compliance requirements and making representation to appropriate authority for revocation of suspension of trading in securities.

**We further report that** as mentioned earlier, due to lapses in compliance with the certain Listing regulations as per requirement of The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in past years trading of securities had been continued to be suspended during the year.

During the period under review the Company has endeavored to establish the compliance management system to adhere to the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove.

We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances of the laws and regulations mentioned hereinabove as applicable to the Company.

**We further report that**, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under review, Mr. Paritosh Trivedi was appointed as a Company Secretary and Compliance Officer (Key Managerial Personal) of the Company in place of Ms. Prerna Kakkar, Company Secretary and Compliance Officer (Key Managerial Personal) of the Company w.e.f. 01<sup>st</sup> March, 2021.

The company has a system of sending notice to all directors to schedule the Board Meetings, agenda and detailed notes on agenda at least seven days in advance, and a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

**We further report that**, the company has endeavored to establish adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period of the Company there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Ahmedabad  
Date : 10<sup>th</sup> August, 2021

Sd/-  
Name of practicing C S: Ashish Doshi, Partner  
SPANJ & ASSOCIATES  
Company Secretaries  
ACS/FCS No.: F3544  
C P No.: 2356  
P R No.: 702/2020  
UDIN : F003544C000764557

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

**ANNEXURE - A****List of documents verified**

1. Memorandum & Articles of Association of the Company.
2. Minutes of the meetings of the Board of Directors and Committees including Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, along with attendance register held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Act and rules made there under made available to us for verification.
5. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 of the Act.
6. Intimations/Disclosure/Declaration received from Directors under The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, if any;
7. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Act and attachments thereof during the period under report.
8. Intimations / disclosures / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 during the period under report.
9. Various policies framed by the Company from time to time as required under the Act as well as Listing Agreement and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with circulars issued by the SEBI from time to time.

**ANNEXURE - B**

To,  
The Members

**KASHYAP TELE-MEDICINES LIMITED**  
Regd. Off: 2ND FLOOR, PUSHPAVATI BLDG,  
CHANDAN WADI, MUMBAI – 400002 (Maharashtra)

Sir,

Sub: Secretarial Audit Report for the Financial Year ended on 31<sup>st</sup> March, 2021.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. 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. Where ever 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, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Place : Ahmedabad**  
**Date : 10<sup>th</sup> August, 2021**

**Sd/-**  
**Name of practicing C S: Ashish Doshi, Partner**  
**SPANJ & ASSOCIATES**  
**Company Secretaries**  
**ACS/FCS No.: F3544**  
**C P No.: 2356**  
**P R No.: 702/2020**  
**UDIN : F003544C000764557**

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**ANNEXURE – D TO BOARD OF DIRECTOR’S REPORT - MANAGEMENT DISCUSSION AND ANALYSIS REPORT****OVERVIEW:**

Kashyap Tele-Medicines Limited (“the Company”) is engaged in Information Technologies Related Services and is engaged into the business of Software sales also. It is classified as Non-Government, public limited company incorporated in India and having its registered office in Mumbai, Maharashtra and Corporate office in Ahmedabad, Gujarat. The Company’s shares are listed with BSE Limited having BSE Scrip Code 531960. The financial statements of the Company for the year ended 31<sup>st</sup> March, 2021 have been prepared in compliance with Ind AS.

**1. INDUSTRY STRUCTURE AND DEVELOPMENT:**

As digital technologies transform business models around the globe, enterprises are increasing their technology spending. Investments in digital, analytics, cloud, internet of things (IoT), cybersecurity and other emerging technologies have been growing exponentially in nearly every large enterprise. The continued reduction in the unit cost of hardware, the explosion of network bandwidth, advanced software technologies and technology enabled service are fueling the rapid digitization of business process and information. The digital revolution is cascading across industries, redefining customer expectations, enabling disruptive market offerings and automating core processes & enabling software-based disruptive market offerings and business models. This disruption is characterized by personalized user experiences, innovative products and services, increased business agility, extreme cost performance and a disintermediation of the supply chain.

The COVID-19 pandemic has affected every industry, and has disrupted trade, supply chains, work and business models, employment and consumer behaviours. The pandemic is estimated to have caused a 3.3% contraction of the world output in F.Y. 2020-2021, with advanced economies contracting 4.7%. Consequently, global technology spend declined 3.2% to about \$1.4 trillion in 2020. Within that, IT services spending declined more, down 3.9%. The conditions caused by the COVID-19 pandemic continue to evolve as new variants of the virus are emerging in some of our markets, leaving the recovery outlook varied and uncertain. However, during the pandemic, companies across the world accelerated their digital transformation initiatives to address the disruptions caused by the pandemic and secure their businesses which have put IT industry in a position of benefit.

According to the Strategic Review 2021 published by NASSCOM (the “NASSCOM Report”), India’s technology industry is forecasted to grow at 2.3% to reach approximately \$194 billion in fiscal year 2021 (excluding e-commerce). According to the NASSCOM Report, estimated IT industry is forecasted to reach approximately \$45 billion in fiscal year 2021 in the domestic market, growing at 3.4%. According to the NASSCOM Report, the growth is driven by increased demand for digital transformation and infrastructure modernization.

**2. OPPORTUNITIES:**

As the businesses started adjusting to the disruption caused by the pandemic, the technology sector responded quickly and decisively to support their customers across the globe. They successfully pivoted into working from home mode, reconfigured supply chain and accelerated digital transformation enabling their customers to continue their operations despite several constraints. With a sharp increase in technology adoption, tech companies will play a leading role in the new ecosystem not just as enablers but also in designing solutions and creating new business models.

The Company is likely to benefit from the emerging trends in digitalization. It is expected that significant business value will come from greater enterprise composability—enabled by a digital mosaic of business solutions, applications, data platforms and infrastructure, constrained software standards and outdated architectures, businesses have the potential to create a unique digital mosaic for their organization. This new architecture unlocks increased flexibility, operational speed and the freedom to pursue opportunities and growth well outside legacy value chains. In this environment Business and IT leaders can more effectively partner to create business value from technology investments at a much faster pace and at scale. Businesses need innovative and customized solutions that offer intuitive and frictionless digital experiences with a seamless customer journey.

**3. FINANCIAL CONDITION AND OPERATIONAL PERFORMANCE:****a. Share Capital**

The Company present have only one class of shares. The Authorized Share Capital is 15,00,00,000 Equity shares of Rs.1 each, constituting to Rs.15,00,00,000/- and Paid up Capital is 4,77,22,000 Equity shares of Rs.1

each constituting to Rs.4,77,22,000/-. There was no increase in the issued, subscribed and paid up capital of the Company during the year under review.

**b. Shareholder Funds**

The total shareholder funds were Rs.2,39,42,929/- as at 31st March, 2021 against Rs.2,38,33,239/- as of the previous year end, an increase of 0.46% YoY.

**c. Profit & Loss account**

The Profit after tax (PAT) for the year ended 31<sup>st</sup> March 2021 is Rs.1,09,691/-.

**d. Fixed Assets**

During the Financial Year 2020-2021, the Company do not have any fixed assets as per the Financial Statements.

**e. Net Worth**

The return on Net worth (RONW) for the year ended 31<sup>st</sup> March, 2020 is 0.46%.

**f. Income**

The aggregate revenue from operations of Rs. 18,54,000/- for the year ended 31<sup>st</sup> March, 2021, were derived from IT Services Rs.4,89,000/- and Software Sales Rs. 13,65,000/-, respectively.

**g. Earnings before Interest, Depreciation and Tax (EBIDTA)**

The Company achieved Earnings before Interest, Depreciation and Tax (EBIDTA) of Rs.1,48,774/- against Rs. 1,46,459/- as of the previous year.

**h. Earnings per share (EPS)**

Earnings per share (EPS) for the year ended 31<sup>st</sup> March, 2021 is Rs.0.002 and previous year ended 31<sup>st</sup> March, 2020 is Rs.0.003.

**4. SEGMENT WISE / PRODUCT WISE PERFORMANCE:**

As the Company is operating in single segment, product wise disclosure of performance is not required to be made.

**5. RISKS, CONCERNS AND THREATS:**

Risk is an inherent part of any business. There are various types of risks that threaten the existence of a Company like Strategic Risk, Technology Risk, Business Risk, Finance Risk, Environment Risk, Personnel Risk, Operational Risk, Reputation Risk, Regulatory Risk, Geography Risk, Competition Risk, Obsolescence Risk, cyber security risk etc. Your Company aims at enhancing and maximizing shareholders value by achieving appropriate trade-off between risk & return. The Company has established robust Risk Management framework through which risk are assessed and managed at various levels

We are exposed to the business risk due to the global outbreak of COVID-19 pandemic. This has resulted in a unprecedented global health crisis, economic crisis, logistics and supply chain disruptions, governmental restrictions, lock-downs and new compliance requirements and international geo-political and trade tensions. The conditions caused by the COVID-19 pandemic continue to evolve as new variants of the virus are emerging in some of our markets, leaving the recovery outlook varied and uncertain. The Company will continue to monitor the situation and business outlook, while closely watching our cash position and expenses and respond appropriately with corrective actions.

**6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The explanation of the term 'Internal Financial Control' has been provided only in the context of section 134(5)(e). It includes policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, thereby covering not only the controls pertaining to financial statements but also include strategic and operational controls pervasive across the entire business.

Kashyap Tele-Medicines Limited has an Internal Control System which commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board. The internal auditor monitors and evaluates the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems, accounting

procedures and policies of the Company. The audit firm periodically evaluates and tests the efficacy and adequacy of internal controls. The internal control systems also aim to strengthen the overall assurance practices, processes and controls. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Internal Control systems are designed to provide assurances on an ongoing basis so that the business operations function efficiently and ensure that applicable laws, rules, regulations and policies of the Company are followed and there liability of financial reporting is safeguarded.

The Statutory Auditors of the Company have audited the financial statements forming part of this Annual Report and have issued an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

#### 7. BUSINESS OUTLOOK:

Leading Analysts research reports indicate that the investments in Global Engineering R&D and Digital transformation is set to grow to approximately US\$660 billion by 2023. While the traditional R&D will see a flat trend, the newer investments are bound to see a huge jump in the coming years. The Company's endeavor is to provide transformative experience to its customers through the Company's cutting edge innovations in order to change the way organizations work. Digital Transformation has become a central component for businesses across all industries. With these measures, the Company would continue to work towards creating significant value for all its stakeholders moving forward.

#### 8. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES /INDUSTRIAL RELATIONS:

The Company follows the philosophy of achieving mutually beneficial and all-inclusive growth and thus values its human resources as its biggest asset. The employees are provided a fair environment supported by transparent policies to foster their personal growth along with attainment of corporate objectives. It encourages all employees to strike a perfect worklife balance.

The Company would like to place on record, sincere appreciation for the valuable contribution and support of all its employees towards the performance and growth of the Company. Your Company is happy to have a management team comprising of professionals with a proven track record. There have been no material developments in Human Resources during the Financial Year 2020-2021. The Company continues to remain focused and sensitive to the role of human resources in optimizing results in all its areas of working and its industrial relations also continue to be cordial.

#### 9. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREOF:

Sr. No	Key Financial Ratios	Previous Financial Year (2019-2020)	Current Financial Year (2020-2021)	% Change between Current Financial Year & Previous Financial Year	Detailed Explanation of significant change
1	Debtor Turnover ratio	1.55	1.28	(16.96)	Not Applicable
2	Inventory Turnover	0.00	0.00	0.00	Not Applicable
3	Interest Coverage Ratio	0.00	0.00	0.00	Not Applicable
4	Current Ratio	20.35	20.72	1.80	Not Applicable
5	Debt Equity Ratio	0.00	0.00	0.00	Not Applicable
6	Operating Profit Margin	7.30	8.02	9.99	Not Applicable
7	Net Profit Margin	6.67	5.92	(11.25)	Not Applicable
8	Return on Net Worth	0.56	0.46	(18.41)	Not Applicable

Accordingly, there are no significant changes of 25% or more in key financial ratios as compared to the previous Financial Year.

**ANNEXURE-E TO BOARD OF DIRECTOR'S REPORT**

**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]**

**{For the Financial Year 2020-2021}**

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

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

- a) Name(s) of the related party and nature of relationship : **NA**
- b) Nature of contracts/arrangements/transactions : **NA**
- c) Duration of the contracts / arrangements/ transactions : **NA**
- d) Salient terms of the contracts or arrangements or transactions including the value, if any : **NA**
- e) Justification for entering into such contracts or arrangements or transactions : **NA**
- f) Date(s) of approval by the Board : **NA**
- g) Amount paid as advances, if any : **NA**
- h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 : **NA**

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

- a) Name(s) of the related party and nature of relationship : **NIL**
- b) Nature of contracts / arrangements / transactions : **NIL**
- c) Duration of the contracts / arrangements / transactions : **NIL**
- d) Salient terms of the contracts or arrangements or transactions including the value, if any : **NIL**
- e) Date(s) of approval by the Board, if any : **NIL**
- f) Amount paid as advances, if any : **NIL**

**Notes:**

- 1. As defined under Regulation 23 of the Listing Regulations and the Policy on Related Party Transactions adopted by the Board of Directors of the Company, there were no Material Related Party Transaction entered during the Financial Year 2020-2021.
- 2. All transactions with related parties were in the Ordinary Course of Business and at arm's length basis and were approved by the Audit Committee and the Board of Directors of the Company.

**Date : 10<sup>th</sup> August, 2021**

**Place : Ahmedabad**

**On behalf of Board of Directors  
For, Kashyap Tele-Medicines Limited**

**Sd/-  
Amit Agrawal  
Managing Director  
DIN: 00169061**



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**MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION**  
**{For the Financial Year ended 31<sup>st</sup> March, 2021}**

To,  
The Board of Directors,  
**Kashyap Tele-Medicines Limited,**

In pursuance to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We, Amit Agarwal, Managing Director (MD) and Raghav Agrawal, Chief Financial Officer (CFO) of the Company, hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2021 and that to the best of our knowledge and belief:
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We further certify that we have indicated to the auditors and the Audit committee:
- 1) there have been no significant changes in internal control over financial reporting during the year;
  - 2) there have been no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - 3) there have been no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Place : Ahmedabad**  
**Date : 18<sup>th</sup> June, 2021**

**Sd/-**  
**Amit Agrawal**  
**Managing Director**  
**DIN: 00169061**

**Sd/-**  
**Raghav Agrawal**  
**Chief Financial Officer & Director**  
**DIN: 02264149**

## Independent Auditor's Report

To,  
The Members  
**Kashyap Tele-Medicines Limited**

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of Kashyap Tele-Medicines Limited which comprises the Balance Sheet as at 31<sup>st</sup> March, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

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

#### Basis for Opinion

We conducted our audit of the 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 Responsibility 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 (ICAI) together with the independence requirements that are relevant for audit of financial statement under the provisions of the Act and the Rules made thereunder and we have fulfilled our ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements of the current year. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	Auditor's Response
<p><b>Assessment of carrying value of equity investments and fair value of other investments</b></p> <p>The Company has equity investments in other companies. The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/fair valuation involves significant management judgement.</p> <p>The Company accounts for equity investments at cost(subject to impairment assessment)</p>	<p><b>Our audit procedures included the following:</b></p> <ul style="list-style-type: none"> <li>• We obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment and fair valuation of material investments.</li> <li>• We assessed the carrying value/fair value calculations of all individually material investments, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us and the auditor's valuation experts.</li> <li>• We evaluated the cash flow forecasts (with underlying economic growth rate) by comparing them to the approved budgets and our understanding of the internal and external factors.</li> </ul>

	<ul style="list-style-type: none"> <li>• We had discussions with management to obtain an understanding of the relevant factors in respect of certain investments carried at fair value where a wide range of fair values were possible due to various factors such as absence of recent observable transactions, restrictions on transfer of shares, existence of multiple valuation techniques, investee's varied nature of portfolio of investments for which significant estimates/judgements are required to arrive at fair value.</li> <li>• We evaluated the adequacy of the disclosures made in the Standalone Financial Statements.</li> </ul> <p>Based on the above procedures performed, we did not identify any significant exceptions in the management's assessment in relation to the carrying value of equity investments.</p>
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### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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 Board of Directors are responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibility for the Audit of the Financial Statements**

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow dealt with by this Report are in agreement with the books of account.

- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any impact of pending litigations on its financial position in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. 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 Companies Act, 2013, we give in the "Annexure-B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**For SAREMAL & Co.**  
**Chartered Accountants**  
**Firm Registration No. 109281W**  
**Sd/-**  
**PRAVIN LAVANA**  
**Partner**  
**Membership No.037180**  
**UDIN: 21037180AAAABY9223**

Ahmedabad, 18<sup>th</sup> June 2021

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## ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

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

### **Report on the Internal Financial Controls over financial reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Kashyap Tele-Medicines Limited** as on 31<sup>st</sup> March, 2021 in conjunction with our audit of financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

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

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

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

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

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

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

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal financial control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For SAREMAL & Co.**  
**Chartered Accountants**  
**Firm Registration No. 109281W**  
**Sd/-**  
**PRAVIN LAVANA**  
**Partner**  
**Membership No.037180**  
**UDIN: 21037180AAAABY9223**

Ahmedabad, 18<sup>th</sup> June 2021

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### **ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

- (i) In respect of Fixed Assets which have been derecognized pursuant to Appendix-C of Ind AS-115 and recognized as financial assets:
  - (a) The Company does not have any fixed assets during the financial year.
- (ii) As explained to us, the Company do not have any inventory during the respective financial year.
- (iii) According to information and explanation given to us, the Company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 therefore the provision of Clause 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to information and explanations given to us, the Company has not made any loan, guarantees or security and therefore the provision of Clause 3(iii) of the Order is not applicable to the Company.
- (v) According to information and explanation given to us, the Company has not accepted any deposits as defined in The Companies (Acceptance of Deposits) Rules 2014. Accordingly, the provision of Clause 3(v) of the order is not applicable to the Company.
- (vi) The Central Government has not prescribed maintenance of cost records under sub-section(1) of Section 148 of the Companies Act, 2013, for the business activities carried out by the Company and therefore, reporting under Clause 3(vi) of the Order is not applicable to the Company
- (vii) According to the information and explanations given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no disputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at 31st March, 2021 for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to information and explanations given to us, during the year under review, the Company has not taken any loans or borrowings from financial institutions, banks, government, hence no disclosure is required regarding default in repayment of same.
- (ix) In our opinion and according to information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the Company has not provided any managerial remuneration. Accordingly reporting under clause 3(xi) of the Order is not applicable to the company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable for all transactions with related parties and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and therefore, the reporting under clause 3 (xiv) of the Order is not applicable to the company
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company as legally advised, is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the reporting under clause (xvi) of the Order is not applicable to the company.

**For SAREMAL & Co.**  
**Chartered Accountants**  
**Firm Registration No. 109281W**  
**Sd/-**  
**PRAVIN LAVANA**  
**Partner**  
**Membership No.037180**  
**UDIN: 21037180AAAABY9223**

**Ahmedabad, 18<sup>th</sup> June 2021**

**Balance Sheet as at 31<sup>st</sup> March, 2021**

CIN L29110MH1995PLC085738

Amount (₹)

Particulars	Notes	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
<b>Assets</b>			
<b>Non-current assets</b>			
<b>Financial assets</b>			
- Investments	5	21,00,000	21,00,000
- Other financial assets	6	34,052	34,052
Other non-current assets	7	1,90,89,184	1,91,69,184
<b>Total non-current assets</b>		<b>2,12,23,236</b>	<b>2,13,03,236</b>
<b>Current assets</b>			
<b>Financial assets</b>			
- Trade receivables	8	14,44,228	12,98,653
- Cash and cash equivalents	9	13,45,209	10,77,287
- Loans	10	-	-
Other current assets	11	68,169	2,84,778
<b>Total current assets</b>		<b>28,57,606</b>	<b>26,60,718</b>
<b>Total assets</b>		<b>2,40,80,843</b>	<b>2,39,63,955</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	12	4,77,22,000	4,77,22,000
Other equity	13	(2,37,79,071)	(2,38,88,761)
<b>Total equity</b>		<b>2,39,42,929</b>	<b>2,38,33,239</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
- Trade payables	14	29,500	-
- Other financial liabilities	15	74,374	97,206
Other current liabilities	16	-	-
Current-tax liabilities	17	34,039	33,510
<b>Total current liabilities</b>		<b>1,37,913</b>	<b>1,30,716</b>
<b>Total equity and liabilities</b>		<b>2,40,80,843</b>	<b>2,39,63,955</b>

The accompanying notes form an integral part of these financials statements

As per our report of even date

**For, SAREMAL & Co.**  
**Chartered Accountants**
**Sd/-**  
**Pravin Lavana**  
**(Partner)**  
 Firm Registration No.: 109281W  
 Membership No.: 037180

 Place : Ahmedabad  
 Date : 18<sup>th</sup> June, 2021

**For and on behalf of Board of Directors of**  
**Kashyap Tele-Medicines Limited**
**Sd/-**  
**Managing Director**  
**(Mr. Amit Agrawal)**  
**(DIN: 00169061)**
**Sd/-**  
**Company Secretary**  
**(CS Paritosh Trivedi)**
**Sd/-**  
**Director**  
**(Mr. Devkinandan Sharma)**  
**(DIN: 07900496)**
**Sd/-**  
**CFO/Director**  
**(Mr. Raghav Agrawal)**  
**(DIN: 02264149)**



**Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2021**
**CIN L29110MH1995PLC085738**
**Amount (₹)**

Particulars	Notes	Year ended 31 <sup>st</sup> March, 2021	Year ended 31 <sup>st</sup> March, 2020
<b>Income</b>			
Revenue from operations	18	18,54,000	20,07,500
Other income	19	13,660	-
<b>Total income</b>		<b>18,67,660</b>	<b>20,07,500</b>
<b>Expenses</b>			
Employee benefits expense	20	8,65,367	9,08,384
Other expenses	21	8,53,519	9,52,657
<b>Total expenses</b>		<b>17,18,886</b>	<b>18,61,041</b>
<b>Profit/(loss) before exceptional items and tax</b>		<b>1,48,774</b>	<b>1,46,459</b>
Exceptional items		0	0
<b>Profit before tax</b>		<b>1,48,774</b>	<b>1,46,459</b>
<b>Tax expense:</b>			
Current tax	22	34,039	33,510
Tax relating to previous year		5,044	(20,883)
<b>Income tax expense</b>	23	<b>39,083</b>	<b>12,627</b>
<b>Profit for the year</b>		<b>1,09,691</b>	<b>1,33,832</b>
<b>Other comprehensive income</b>			
<b>Items not to be reclassified to profit or loss in subsequent periods</b>			
Re-measurement gains/ (losses) on defined benefit plans			
Foreign exchange (loss)			
Income tax related to item that will not be reclassified to profit and loss			
<b>Net other comprehensive (expense) not to be reclassified to profit or loss in subsequent periods</b>			
<b>Total comprehensive income for the year</b>		<b>1,09,691</b>	<b>1,33,832</b>
Earnings per equity share			
<b>Basic and diluted earnings per equity shares</b>	24	<b>0.002</b>	<b>0.003</b>

The accompanying notes form an integral part of these financials statements

As per our report of even date

**For, SAREMAL & Co.**  
**Chartered Accountants**

Sd/-  
Pravin Lavana  
(Partner)  
Firm Registration No.: 109281W  
Membership No.: 037180

Place : Ahmedabad  
Date : 18<sup>th</sup> June, 2021

**For and on behalf of Board of Directors of**  
**Kashyap Tele-Medicines Limited**

Sd/-  
Managing Director  
(Mr. Amit Agrawal)  
(DIN: 00169061)

Sd/-  
Company Secretary  
(CS Paritosh Trivedi)

Sd/-  
Director  
(Mr. Devkinandan Sharma)  
(DIN: 07900496)

Sd/-  
CFO/Director  
(Mr. Raghav Agrawal)  
(DIN: 02264149)

**Cash flow statement for the year ended 31<sup>st</sup> March, 2021**
**CIN L29110MH1995PLC085738**
**Amount (₹)**

Particulars	Year ended 31 <sup>st</sup> March, 2021	Year ended 31 <sup>st</sup> March, 2020
<b>A Cash flow from operating activities:</b>		
Profit before tax	1,48,774	1,46,459
Adjustments		
<b>Operating profit before working capital changes</b>	<b>1,48,774</b>	<b>1,46,459</b>
Adjustments for changes in working capital :		
Change in trade receivables	(1,45,575)	(58,801)
Change in other receivables	2,96,609	(2,10,148)
Change in Current Liabilities & other payables	7,197	(2,02,947)
<b>Cash flow from/ (used in) operations</b>	<b>3,07,005</b>	<b>(3,25,437)</b>
Income taxes paid	39,083	59,440
<b>Net cash flow from/(used in) operating activities</b>	<b>2,67,922</b>	<b>(3,84,877)</b>
<b>B Cash flow from investing activities:</b>		
<b>Net cash (used in)/flow from investing activities</b>	-	-
<b>C Cash flow from financing activities:</b>		
<b>Net cash (used in)/flow from financing activities:</b>	-	-
Net increase in cash and cash equivalents (A+B+C)	2,67,922	(3,84,877)
Cash and cash equivalents at the beginning of the year (refer note 19)	<b>10,77,287</b>	<b>14,62,162</b>
Cash and cash equivalents at the end of the year	<b>13,45,209</b>	<b>10,77,287</b>

The accompanying notes form an integral part of these financials statements

As per our report of even date

**For, SAREMAL & Co.**  
**Chartered Accountants**
**Sd/-**  
**Pravin Lavana**  
**(Partner)**  
**Firm Registration No.: 109281W**  
**Membership No.: 037180**
**Place : Ahmedabad**  
**Date : 18<sup>th</sup> June, 2021**
**For and on behalf of Board of Directors of**  
**Kashyap Tele-Medicines Limited**
**Sd/-**  
**Managing Director**  
**(Mr. Amit Agrawal)**  
**(DIN: 00169061)**
**Sd/-**  
**Company Secretary**  
**(CS Paritosh Trivedi)**
**Sd/-**  
**Director**  
**(Mr. Devkinandan Sharma)**  
**(DIN: 07900496)**
**Sd/-**  
**CFO/Director**  
**(Mr. Raghav Agrawal)**  
**(DIN: 02264149)**

**Statement of Changes in Equity for the year ended 31<sup>st</sup> March, 2021**

CIN L29110MH1995PLC085738

**A. Equity share capital (Note 12) Amount (₹)**

	Number of Shares	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
Authorized Share Capital (Equity shares of ₹ 1/- each)	15,00,00,000	15,00,00,000	15,00,00,000
Issued Share Capital (Equity shares of ₹ 1/- each)	5,00,00,000	5,00,00,000	5,00,00,000
Subscribed and Paid up Share Capital (Equity shares of ₹ 1/- each)	4,77,22,000	4,77,22,000	4,77,22,000
<b>Total</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>

Equity shares of ₹ 1/- each subscribed and fully paid up	Number of Shares	Amount
As at 31 <sup>st</sup> March 2020	4,77,22,000	4,77,22,000
Issue/reduction, if any during the year	-	-
<b>As at 31<sup>st</sup> March 2021</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>

**B. Other equity (Note 13)**

Particulars	Retained earnings	Total
As on 31 <sup>st</sup> March, 2019	(2,40,22,595)	(2,40,22,595)
Profit for the year	1,33,832	1,33,832
<b>Movement for the year</b>	-	-
As on 31 <sup>st</sup> March, 2020	(2,38,88,761)	(2,38,88,761)
Profit for the year	1,09,691	1,09,691
<b>Movement for the year</b>	-	-
<b>As on 31<sup>st</sup> March, 2021</b>	<b>(2,37,79,071)</b>	<b>(2,37,79,071)</b>

The accompanying notes form an integral part of these financials statements

As per our report of even date

**For, SAREMAL & Co.**  
**Chartered Accountants**
**Sd/-**  
**Pravin Lavana**  
**(Partner)**  
**Firm Registration No.: 109281W**  
**Membership No.: 037180**
**Place : Ahmedabad**  
**Date : 18<sup>th</sup> June, 2021**
**For and on behalf of Board of Directors of**  
**Kashyap Tele-Medicines Limited**
**Sd/-**  
**Managing Director**  
**(Mr. Amit Agrawal)**  
**(DIN: 00169061)**
**Sd/-**  
**Company Secretary**  
**(CS Paritosh Trivedi)**
**Sd/-**  
**Director**  
**(Mr. Devkinandan Sharma)**  
**(DIN: 07900496)**
**Sd/-**  
**CFO/Director**  
**(Mr. Raghav Agrawal)**  
**(DIN: 02264149)**

**Notes to standalone financial statements for the year ended 31<sup>st</sup> March, 2021****1 Corporate information**

Kashyap Tele-Medicines Limited ('the Company') is a public Limited Company incorporated on 20<sup>th</sup> Feb 1995, under the provision of the Companies Act, 1956 and is listed on Bombay Stock Exchange. The Company is engaged in Software sales and its maintenance and services.

**2 Basis of preparation**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

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

The financial statements are presented in Indian rupees (INR) and all values are presented in full, except otherwise indicated.

**3 Summary of significant accounting policies****3.1 Current vs Non Current Classification**

**The Company presents assets and liabilities in the Balance Sheet base on current/non-current classification.**

**An asset is current when it is:**

- i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) Expected to be realised within twelve months after the reporting period, or
- iv) Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

**A liability is current when it is:**

- i) Expected to be settled in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) Due to be settled within twelve months after the reporting period, or
- iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are treated as non-current

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**3.2 Revenue recognition**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

"IND AS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaced IND AS 18 Revenue, IND AS 11 Construction Contracts and related interpretations. Under

IND AS 115, revenue is recognised when a customer obtains control of the goods or services. Revenue is recognised to the extent that it is probable that the Company will collect the consideration to which it is entitled. Determining the timing of the transfer of control – at a point in time or over time – requires judgement. The Company has adopted IND AS 115 using the cumulative effect method (without practical expedients), with the effect of initially applying this standard recognised at the date of initial application (i.e. April 01, 2018). Accordingly, the information presented for March 31, 2018 has not been restated. The Company's current practices for recognising revenue have shown to comply in all material aspects with the concepts and principles encompassed by the new standard including its Appendix. Therefore, IND AS 115 did not have a significant impact on the Company's accounting for revenue recognition."

#### **Interest income**

Interest income is recognised using effective interest method (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 amount of the financial asset or to the amortised cost of a financial liability. When calculating the EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but doesn't consider the expected credit losses. Interest income is included in the other income in the Statement of Profit and Loss.

#### **Dividend income**

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

### **3.3 Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

### **3.4 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) 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.

### **3.5 Taxes**

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### **Current income tax**

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing and applicable for the relevant assessment year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### **Deferred tax**

Deferred income taxes are recognised for the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their tax bases in the financial statements. The effect on deferred tax assets and liabilities of a change in the tax rates is recognised using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.

### **Tax Reconciliations**

The Company has elected to exercise the option of a lower tax rate provided under Section 115BAA of the Income-tax Act, 1961, as introduced by the Taxation Laws (Amendment) Ordinance, 2019 dated September 20, 2019. Accordingly, the Company has recognised provision for income tax for the year ended and remeasured its deferred tax assets basis the rate provided in the said section.

#### **(i) 'Amendment to Ind AS 12 – Income taxes**

'The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The adoption of the standard did not have any material impact to the financial statements. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend in accordance with Ind AS 12.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961, no deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognised in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

### **3.6 Impairment of non-financial assets**

At each balance sheet date, the Company reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of profit and loss immediately.

### **3.7 Provisions, contingent liabilities, contingent assets and commitments**

A provision is recognised when there is a present legal or constructive obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, and in respect of which a reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A disclosure for a contingent liability is made where there is a possible obligation arising out of past event, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain

future events not wholly within the control of the Company or a present obligation arising out of past event where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **3.8 Fair value disclosures for financial assets and financial liabilities**

The management believes that the fair values of non-current financial assets (e.g. Investments at FVPL, loans and others), current financial assets (e.g. , cash equivalents, trade and other receivables, loans), non-current financial liabilities and current financial liabilities (e.g Trade payables and other payables and others) approximate their carrying amounts.

The Company has not performed a fair valuation of its investment in unquoted equity shares other than subsidiary, which are classified as FVOCI (refer Note 4), as the Company believes that impact of change on account of fair value is insignificant.

Fair value of quoted investment in mutual fund is determined by reference to available net asset value (NAV) available from respective Assets Management Companies ("AMC").

### **3.9 Fair value measurement**

The Company measures financial instruments, such as, investments and derivatives, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- > In the principal market for the asset or liability, or
- > In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- > Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- > Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- > Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted/quoted financial assets measured at fair value.

External valuers are involved for valuation of unquoted financial assets and financial liabilities. Involvement of external valuers is decided upon annually by the Management. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with The Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Company, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable on a yearly basis.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### **3.10 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.

#### **Financial assets**

##### **Initial recognition and measurement**

All financial assets are recognized 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.

##### **Subsequent measurement**

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

#### **A) Equity instruments**

All equity instruments are subsequently measured at fair value in the balance sheet, with value changes recognised in statement of profit and loss, except for those equity instruments for which the Company has elected to present value changes in "other comprehensive income". If an equity instrument is not held for trading, the Company may make an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income. The Company makes such election on an instrument by instrument basis.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, The Company may transfer the cumulative gain or loss within equity.

The Company has elected to present all equity instruments, other than those in subsidiary, through FVTPL and all subsequent changes are recognized in Statement of Profit and Loss.

#### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:



- > The rights to receive cash flows from the asset have expired, or
- > The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement? and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### **Impairment of financial assets**

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure;

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balances
- b) Financial assets that are debt instruments and are measured as at other comprehensive income (FVTOCI)
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- > Trade receivables or contract revenue receivables; and
- > All lease receivables resulting from transactions within the scope of Ind AS 17

Under the simplified approach the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period the credit risk reduces since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed. The Company has presumed that default doesn't occur later than when a financial asset is 90 days past due.

ECL is the difference between all contracted cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original EIR. ECL impairment loss allowance ( or reversal) recognised during the period is recognised as income / (expense) in the statement of profit and loss (P&L). This amount is reflected under the head " Other Expense" in the P&L. The

impairment loss is presented as an allowance in the Balance Sheet as a reduction from the net carrying amount of the trade receivable, loan, deposits and lease receivable respectively.

### **Financial liabilities**

#### **Initial recognition and measurement**

All financial liabilities are initially recognised at fair value. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdraft and derivative financial instruments.

#### **Subsequent measurement**

Subsequent measurement of financial liabilities depends on their classification as fair value through Profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part of the EIR. The EIR amortization is included as finance cost in the Statement of Profit and Loss.

#### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

#### **Derivative financial instruments**

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value through profit or loss (FVTPL) on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivative financial instrument are recognised in the statement of profit and loss.

#### **Reclassification of financial instruments**

After initial recognition, no reclassification is made for financial assets which are equity instruments. For financial assets, which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. If the Company reclassifies the financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in the business model.

#### **Offsetting financial assets and financial liabilities**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## **4 Significant accounting estimates and assumptions**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### **Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### **Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

### **Taxes**

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

### **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 valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## **4.1 Other Disclosures:**

### **Standards issued but not effective**

As at the date of issue of financial statements, there are no new standards or amendments which have been notified by the MCA but not yet adopted by the Company. Hence, the disclosure is not applicable.

### **Events Occurring After Balance - Sheet**

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 31.03.2021, there were no subsequent events to be recognised or reported that are not already disclosed.

### **Impact of Covid – 19**

Due to outbreak of Covid-19 globally and in India, the company's management has made initial assessment of likely adverse impact on business and financial risks on account of Covid-19 and believes that the impact is likely to be short term in nature. The Management does not see any medium to long term risks in the company's ability to Continue as a going concern and meeting its liabilities as and when the fall due, and Compliance with the debt covenants as applicable.

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Particulars	Amount (₹)	
	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March 2020
<b>5 Investments</b>		
<b>Non current investments</b>		
<b>Unquoted equity instruments - at cost</b>		
<b>Investment in equity shares- fully paid up</b>		
KHANDELWAL INFRASTRUCTURE P. LTD. (50000 Shares of Rs. 20/- each )	10,00,000	10,00,000
MELWINO INDUSTRIES LTD (55000 Shares of Rs. 20/- each)	11,00,000	11,00,000
	<b>21,00,000</b>	<b>21,00,000</b>
<b>6 Other financial assets</b>		
Telephone deposit	34,052	34,052
	<b>34,052</b>	<b>34,052</b>
<b>7 Other non-current assets</b>		
Long term advances	1,90,89,184	1,91,69,184
	<b>1,90,89,184</b>	<b>1,91,69,184</b>
<b>8 Trade receivables</b> (Unsecured, considered good unless otherwise stated)		
Trade receivables from others	14,44,228	12,98,653
	<b>14,44,228</b>	<b>12,98,653</b>
<b>8.1</b> Trade receivables are measured at amortised cost.		
<b>9 Cash and cash equivalents</b>		
<b>Balances with banks:</b>		
Balance in current account	13,13,209	10,45,287
Cash on hand	32,000	32,000
	<b>13,45,209</b>	<b>10,77,287</b>
<b>10 Loans</b> (Unsecured, considered good unless otherwise stated)		
Loans and advances to employees	-	-
	-	-
<b>11 Other current assets</b>		
Pre- Paid Exp.	-	5,648
Balances with statutory authorities	68,169	2,79,130
	<b>68,169</b>	<b>2,84,778</b>

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Particulars	Amount (₹)	
	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March 2020
<b>12 Share capital</b>		
<b>Authorised Share Capital</b> (Equity Shares of Re.1 each)	15,00,00,000	15,00,00,000
<b>Issued Share Capital</b> (Equity Shares of Re.1 each)	5,00,00,000	5,00,00,000
<b>Subscribed and Paid up Share Capital</b> (Equity Shares of Re.1 each)	4,77,22,000	4,77,22,000
<b>Total</b>	<b>4,77,22,000</b>	<b>4,77,22,000</b>

**Notes:**
**(a) Reconciliation of the number of the shares outstanding as the beginning and end of the year:**

Particulars	As at 31 <sup>st</sup> March, 2021		As at 31 <sup>st</sup> March, 2020	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	4,77,22,000	47,722,000	4,77,22,000	47,722,000
Movement during the year	-	-	-	-
At the end of the year	<b>4,77,22,000</b>	<b>47,722,000</b>	<b>4,77,22,000</b>	<b>47,722,000</b>

**(b) Terms/rights attached to equity shares:**

The Company has only one class of equity shares having a par value of ₹1 per share. Each holder of equity shares is entitled to one vote per share. 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 liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

The Company did not declare any dividend on equity shares for the year ended 31<sup>st</sup> March 2021 and 31<sup>st</sup> March 2020. The dividend if proposed by the Board of Directors, is subject to the approval of shareholders in the Annual General Meeting, except interim dividend.

**(c) Details of shareholder holding more than 5% shares in the Company**

Equity shares of ₹ 1 each fully paid		As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
Jindal Worldwide Limited	Number of Shares	1,49,15,000	1,49,15,000
	% Holding	31.25%	31.25%
Amitara Industries Private Limited	Number of Shares	1,23,80,751	1,23,80,751
	% Holding	25.94%	25.94%

**(d) Shares reserved for issue under option**

The Company has not reserved any shares for issuance under options

**(e) Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date**

The Company has neither issued any bonus shares, shares for consideration other than cash nor has there been any buyback of shares in the current year and preceding five years from 31<sup>st</sup> March 2021.

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Particulars	Amount (₹)	
	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
<b>13 Other equity</b>		
(i) <b>Retained earnings</b>		
Opening balance	(2,50,86,261)	(2,52,20,095)
Add: Profits for the year	1,09,691	1,33,832
<b>Closing balance</b>	<b>(2,49,76,571)</b>	<b>(2,50,86,261)</b>
(ii) <b>Security premium</b>	-	-
(iii) <b>Capital Reserve</b>	<b>11,97,500</b>	<b>11,97,500</b>
<b>Total</b>	<b>(2,37,79,071)</b>	<b>(2,38,88,761)</b>
<b>14 Trade payables</b>		
Total outstanding due to micro enterprises and small enterprises	-	-
Total outstanding due of creditors other than micro enterprises and small enterprises	29,500	-
	<b>29,500</b>	-
<b>15 Other financial liabilities</b>		
Other current financial liabilities		
Others	74,374	97,206
	<b>74,374</b>	<b>97,206</b>
<b>16 Other current liabilities</b>		
Statutory dues	-	-
	-	-
<b>17 Income-tax liabilities</b>		
Income tax provision	34,039	33,510
	<b>34,039</b>	<b>33,510</b>
<b>18 Income from projects and services</b>		
<b>Sale of products and services</b>		
Income from projects and services	4,89,000	9,87,500
Software sales	13,65,000	10,20,000
	<b>18,54,000</b>	<b>20,07,500</b>
<b>19 Other income</b>		
Interest on IT Refund	13,660	-
Dividend	-	-
	<b>13,660</b>	-

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Particulars	Amount (₹)	
	Year ended 31 <sup>st</sup> March, 2021	Year ended 31 <sup>st</sup> March, 2020
<b>20 Employee benefits expense</b>		
Salaries, wages and allowance	8,65,367	9,08,384
	<b>8,65,367</b>	<b>9,08,384</b>
<b>21 Other expenses</b>		
Repairs & Maintenance	-	-
Lease Rent	60,000	10,000
Share registry & maintenance charges	94,501	89,608
Bank charges	1,155	1,886
Listing expenses	3,54,000	3,54,000
Postage and courier	-	2,766
Professional fees	71,800	1,39,618
Domain charges	10,148	-
Sundry balances written off	(8,242)	1,33,709
Interest on income tax	867	1,818
Interest on TDS	2,343	-
Issuer fees	67,484	29,322
Filing fees	24,100	9,900
Auditor remuneration	29,500	29,500
Telephone Exp.	5,647	3,354
Travelling expenses	-	34,290
Membership fees	-	17,700
Printing & stationary	4,000	25,830
Registration Fees	41,300	-
Advertisement	77,216	69,356
Misc Expenses	17,700	-
	<b>8,53,519</b>	<b>9,52,657</b>
* <b>Payment to auditor</b>		
<b>As auditor:</b>		
Audit fee	29,500	29,500
	<b>29,500</b>	<b>29,500</b>
<b>22 Income tax profit and loss section</b>		
<b>(a) Income tax recognised in statement of profit and loss:</b>		
Current income tax	39,083	12,627
<b>Income tax expenses reported in statement of profit and loss</b>	<b>39,083</b>	<b>12,627</b>
<b>(b) Income tax recognised in other comprehensive income</b>		
<b>Current Income tax</b>		
Net gain/(loss) on re-measurement of defined benefit plans	-	-
	-	-
<b>Classification of income-tax recognized in other comprehensive income</b>		
Income-taxes related to items that will not be reclassified to Profit & Loss	-	-
Income-taxes related to items that will be reclassified to Profit & Loss	-	-
	-	-

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Particulars	Amount (₹)	
	Year ended 31 <sup>st</sup> March, 2021	Year ended 31 <sup>st</sup> March, 2020
<b>23 The income tax expense can be reconciled to the accounting profit as follows:</b>		
<b>Accounting profit before tax</b>	<b>1,48,774</b>	<b>1,46,459</b>
Income tax rate as per Income Tax Act 1961 (2021 = 22.88% and 2020 = 22.88%)	34,039	33,510
Adjustment in respect of: Tax relating to Previous Year	5,044	(20,883)
<b>Income tax reported in statement of profit and loss</b>	<b>39,083</b>	<b>12,627</b>
<b>24 Earnings per share</b>		
Basic EPS amounts are calculated by dividing the profit for the year attributable on equity holders of the company by the weighted average number of equity shares outstanding during the year.		
The following reflects the income and share data used in the basic & diluted EPS computation.		
<b>Basic and diluted earning per share</b>		
Profit attributable to equity shareholders of the Company for basic & diluted earning	1,09,691	1,33,832
Weighted average number of equity shares for basic & diluted EPS	4,77,22,000	4,77,22,000
<b>Basic and diluted earning per share (in Rs.)</b>	<b>0.002</b>	<b>0.003</b>

**25 Capital management**

- (a) The Company's capital management objective are to ensure Company's ability to continue as a going concern as well to create value for shareholders by facilitating the meeting of long term and short term goals of the Company. The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term strategic investment and expansion plans. The funding needs are met through cash generated from operations, long term and short term bank borrowings. The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. Net debt includes interest bearing borrowings less cash and cash equivalents, other bank balances (including non-current earmarked balances) and current investments. The table below summarises the capital, net debt and net debt to equity ratio of the company.

Particulars	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020	As at 31 <sup>st</sup> March, 2019
Equity share capital	4,77,22,000	4,77,22,000	4,77,22,000
Other equity	(2,37,79,071)	(2,38,88,761)	(2,40,22,595)
<b>Total equity</b>	<b>2,39,42,929</b>	<b>2,38,33,239</b>	<b>2,36,99,405</b>
Non-current borrowings	-	-	-
Short term borrowings	-	-	-
Current maturities of long term borrowings	-	-	-
<b>Gross Debt</b>	<b>-</b>	<b>-</b>	<b>-</b>
Gross debt as above	-	-	-
Less: Cash and cash equivalents	13,45,209	10,77,287	14,62,162
<b>Net debt</b>	<b>(13,45,209)</b>	<b>(10,77,287)</b>	<b>(14,62,162)</b>
<b>Net debt to equity</b>	<b>(0.056)</b>	<b>(0.045)</b>	<b>(0.062)</b>



**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**

Amount (₹)

**26 Fair value measurement**

(a) The carrying value and fair value of financial instruments by categories as of 31<sup>st</sup> March, 2021 is as follows:

Particulars	Fair value through other comprehensive income	Fair value through other profit & loss	Amortised Cost
<b>Financial assets</b>			
Investments	-	-	-
Trade receivables	-	-	14,44,228
Cash and cash equivalents	-	-	13,45,209
Other bank balances	-	-	-
Loans	-	-	-
Others financial assets	-	-	68,169
	-	-	<b>28,57,606</b>
<b>Financial liabilities</b>			
Borrowings	-	-	-
Trade payables	-	-	29,500
Other financial liabilities	-	-	74,374
	-	-	<b>1,03,874</b>

b) The carrying value and fair value of financial instruments by categories as of 31<sup>st</sup> March, 2020 is as follows:

Particulars	Fair value through other comprehensive income	Fair value through other profit & loss	Amortised Cost
<b>Financial assets</b>			
Investments	-	-	-
Trade receivables	-	-	12,98,653
Cash and cash equivalents	-	-	10,77,287
Other bank balances	-	-	-
Loans	-	-	-
Others financial assets	-	-	2,84,778
	-	-	<b>26,60,718</b>
<b>Financial liabilities</b>			
Borrowings	-	-	-
Trade payables	-	-	-
Other financial liabilities	-	-	97,206
	-	-	<b>97,206</b>

The carrying amounts of trade payables and other payables, working capital borrowing current loan and cash & cash equivalents are considered to be the same as fair value, due to short term in nature.

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**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**


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27 The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. Company's principal financial liabilities comprises, loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liability is to finance company's operation. Company's principal financial asset include loan to subsidiaries, investments, trade and other receivables, security deposits and cash and cash equivalent, that directly derive from its business.

**(a) Credit Risk**

Credit Risk in case of the Company arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

**Credit Risk Management**

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company. The Company is exposed to this risk for various financial instruments, for example by granting loans and receivables to customers, placing deposits etc. the Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at 31<sup>st</sup> March 2021, as summarised below:

Particulars	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020	As at 31 <sup>st</sup> March, 2019
Loans	-	-	-
Investments	21,00,000	21,00,000	21,00,000
Other financial assets	34,052	34,052	34,052
Cash and cash equivalents	13,45,209	10,77,287	14,62,162
Trade receivables	14,44,228	12,98,653	12,39,852
	<b>49,23,489</b>	<b>45,09,992</b>	<b>48,36,066</b>

The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. The Company's policy is to deal only with creditworthy counterparties only.

**(b) Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. 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.

**(c) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, deposits, Investments, trade and other receivables, trade and other payables and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at 31<sup>st</sup> March 2021 and 31 March 2020.

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**28 Recent accounting pronouncements**

**Standards issued but not yet effective**

As at the date of issue of financial statements, there are no new standards or amendments which have been notified by the MCA but not yet adopted by the Company. Hence, the disclosure is not applicable.

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**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**


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29 In accordance with the requirements of Ind AS 24, related party disclosures are as follows:

**a) List of related parties**

Relationship	Name of related party	
Key Management Personnel (KMP)	Mr. Amit Agrawal (Managing Director) Mr. Raghav Agrawal(CFO) CS Purna Kakkar ( April,2020 to February 2021) CS Paritosh Trivedi (From March 2021 onwards)	
	For 2020-2021	For 2019-2020
Entities where significant influence is exercised by KMP having transactions with the Company	Jindal Worldwide Limited	Deepshikha Exim Pvt. Ltd. Jindal Denim (India) Pvt. Ltd. Jindal Flocks Pvt. Ltd. Jindal Worldwide Limited Gayatri Weavers Pvt. Ltd. Jindal Creations Private Ltd. Tarachand & Sons Trading Pvt. Ltd. Yash Weavers Pvt. Ltd. Niharika Threads Pvt. Ltd. Saroj Weavers Pvt. Ltd. Balaji Weft Pvt. Ltd.

**Notes to standalone financials statements for the year ended 31<sup>st</sup> March, 2021**
**b) Summary of related party transactions**
**Amount (₹)**

Sr. No.	Particulars	Key management personnel		Entities where significant influence is exercised by KMP	
		2021	2020	2021	2020
	<b>Transactions during the year</b>				
<b>i</b>	<b>Sale of goods and services</b>				
	Deepshikha Exim Pvt. Ltd.	-	-	-	60,000
	Jindal Denim (India) Pvt. Ltd.	-	-	-	60,000
	Jindal Worldwide Limited	-	-	9,99,000	8,67,500
	Gayatri Weavers Pvt. Ltd.	-	-	-	60,000
	Tarachand & Sons T Pvt. Ltd	-	-	-	60,000
	Jindal Creations Pvt. Ltd.	-	-	-	60,000
	Yash Weavers Pvt. Ltd.	-	-	-	1,20,000
	Niharika Threads Pvt. Ltd.	-	-	-	60,000
	Saroj Weavers Pvt. Ltd.	-	-	-	60,000
	Balaji Weft Pvt. Ltd.	-	-	-	60,000
<b>ii</b>	<b>Salaries and other benefits</b>	4,20,358	4,05,215	-	-
<b>iii</b>	<b>Rent Paid</b>	60,000	10,000	-	-
<b>iv</b>	<b>Loan Taken</b>	-	-	3,00,000	-

For, SAREMAL & Co.  
Chartered Accountants

Sd/-  
Pravin Lavana  
(Partner)  
Firm Registration No.: 109281W  
Membership No.: 037180

Place : Ahmedabad  
Date : 18<sup>th</sup> June, 2021

For and on behalf of Board of Directors of  
Kashyap Tele-Medicines Limited

Sd/-  
Managing Director  
(Mr. Amit Agrawal)  
(DIN: 00169061)

Sd/-  
Director  
(Mr. Devkinandan Sharma)  
(DIN: 07900496)

Sd/-  
Company Secretary  
(CS Paritosh Trivedi)

Sd/-  
CFO/Director  
(Mr. Raghav Agrawal)  
(DIN: 02264149)

### KYC FORM

**To**  
**Linkintime India Private Limited**  
 C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai-400083.  
 Unit : **M/s. Kashyap Tele-Medicines Limited**  
**Regd. Office** : 2<sup>nd</sup> Floor, Pushpawati Building No. 2,  
 Chandanwadi, Girgaon Road, Mumbai-400 002, MH  
**Corporate Office**: UL/8, Upper Floor, Suryarath Complex,  
 Panchwati 1st Lane Ambawadi, Ahmedabad, Gujarat-380006.

**Date:**     //     //

**Folio No:** \_\_\_\_\_

Dear Sir Madam,

**No of Shares:** \_\_\_\_\_

We refer to the current KYC status as provided by you in the below table:

Barcode with co code+ folio

Name of the shareholder(s)	PAN (A)	Bank details (B)	Specimen Signature (C)	Email ID (D)	Mobile No. (E)	Nominee Details (F)

Based on the above data, we are forwarding herewith the required supporting documents by ticking in the appropriate checkbox below for all the fields where the status is shown as 'Required' in the above table).

**A For registering PAN of the registered and/or joint shareholders (as applicable)**

Registered shareholder  Joint holder  Joint holder 2  Joint holder 3 (self-attested copy for all Shareholders attached)

**B For registering Bank details of the registered shareholder**

Aadhar/Passport/utility bill  Original cancelled cheque leaf  Bank Passbook/Bank Statement

**C For registering the Specimen Signature of registered and/or joint shareholders (as applicable)**

Passbook /  Bank Statement (for all Shareholders attached)

**D For Updating the email id** \_\_\_\_\_

**E Mobile No.**

**F For registering the nominee details by the registered shareholder**

Form SH-13 (Nomination registration form attached)

**Note:- For residents of Sikkim instead of PAN provide Aadhar Card/Voters Card/Driving License/Passport or any other identity proof issued by Govt.**

I /We hereby state that the above mentioned details are true and correct and we consent towards updating the particulars based on the self-attested copies of the documents enclosed with this letter by affixing my/our signature(s) to it

Sign: \_\_\_\_\_ Sign: \_\_\_\_\_ Sign: \_\_\_\_\_ Sign: \_\_\_\_\_  
**Registered holder                      Joint holder 1                      Joint holder 2                      Joint holder 3**

Postal barcode

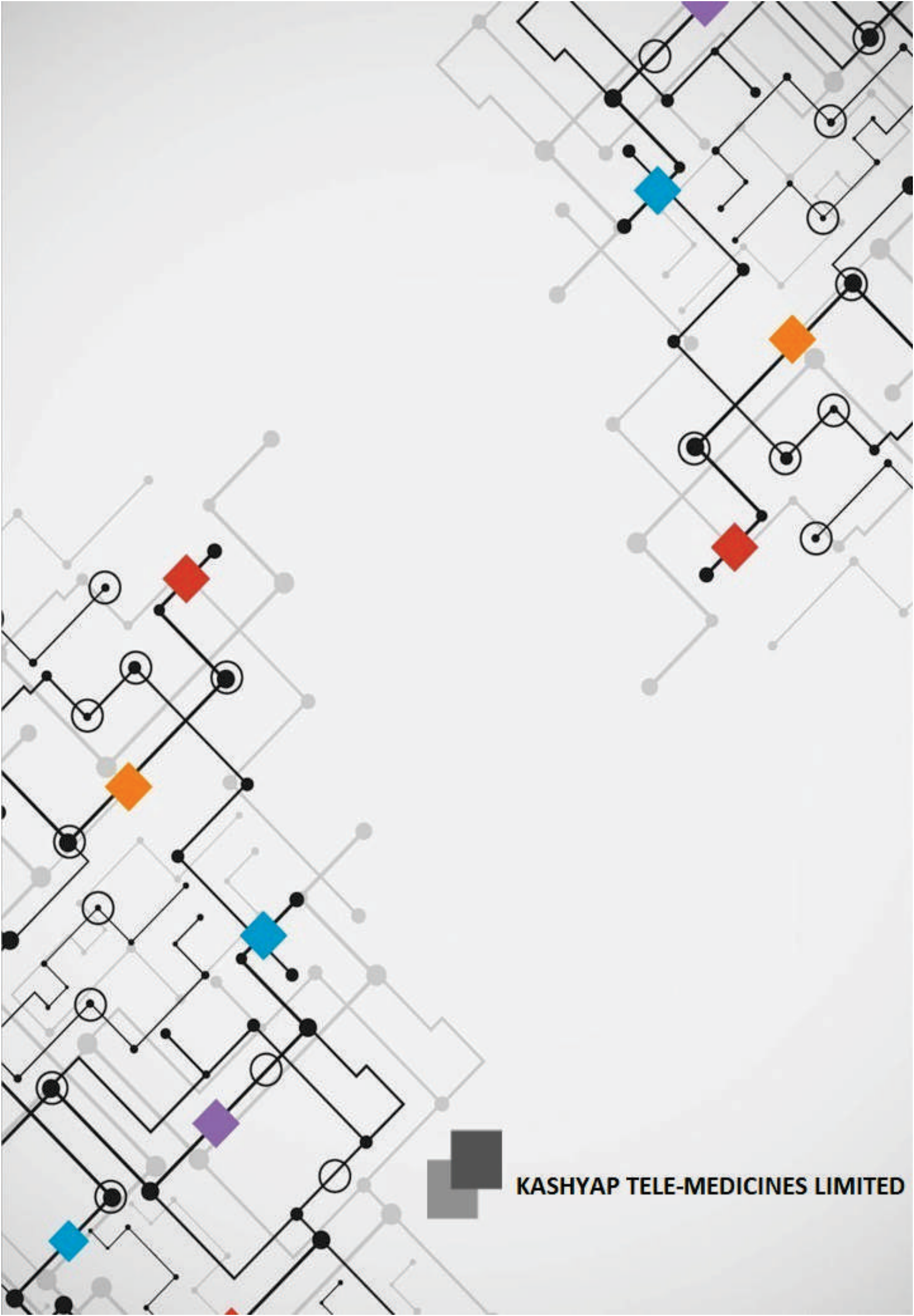
Mr/Ms/Mrs \_\_\_\_\_ (Registered holder)

(Address 1) \_\_\_\_\_

(Address 2) \_\_\_\_\_

(Address 3) \_\_\_\_\_





**KASHYAP TELE-MEDICINES LIMITED**