



# Veritas [India] Limited

**Date:** 08<sup>th</sup> September, 2021

To  
BSE Limited  
P. J. Towers  
Dalal Street,  
Mumbai- 400 001

**Scrip Code – 512229**  
**Ref.: BSE/2021-2022/19**

**Sub:** Annual Report for the Financial Year 2020-21 and Notice of 36<sup>th</sup> Annual General Meeting of the Company

Respected Sir/Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) please find enclosed the Annual Report for the financial year 2020-21 along with Notice of the 36<sup>th</sup> AGM of the Company (“AGM Notice”) scheduled to be held on Thursday, September 30, 2021 at 11:00 a.m. (IST) through Video Conference (VC) or Other Audio-Visual Means (OAVM), which is also being sent by electronic mode to the Members of the Company.

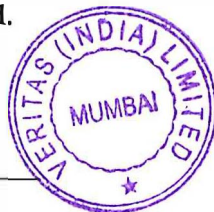
The Annual Report and AGM Notice are also uploaded on the website of the Company:  
[http://veritasindia.net/annual\\_reports.asp](http://veritasindia.net/annual_reports.asp).

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has fixed Thursday, September 23, 2021 as the Cut-Off date to ascertain the eligibility of the Members of the Company entitled to vote electronically on all the resolutions, as per the procedure and other details mentioned in the AGM Notice.

Thanking you,

Yours faithfully,

for Veritas (India) Ltd.



**Prasad A Oak**  
**Vice President - Legal and**  
**Company Secretary**



Veritas [India] Limited

**36<sup>TH</sup>**  
**ANNUAL**  
**REPORT**  
**2020-2021**

[www.veritasindia.net](http://www.veritasindia.net)

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## CORPORATE INFORMATION

<b><u>BOARD OF DIRECTORS</u></b>	<b><u>Registered Office</u></b>
<b>Mr. Nitinkumar Didwania</b> Chairman & Non-Executive Director	CIN: L23209MH1985PLC035702 Veritas House, 3 <sup>rd</sup> Floor, Mint Road, Fort, Mumbai – 400 001, Maharashtra Tel. no.: 022- 2275 5555 / 6184 0000 Fax no.: 022-2275 5556 / 6184 0001 E-mail: corp@veritasindia.net
<b>Mr. Praveen Bhatnagar</b> Whole-Time Director	<b><u>Goods and Service Tax Number (GSTN)</u></b> 27AAACD1654J1ZQ
<b>Mr. Kunal Sharma</b> Non-Executive Director	<b><u>Registrars &amp; Share Transfer Agents</u></b> <b>Universal Capital Securities Pvt. Ltd.</b> (Registrar & Share Transfer Agent) C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083. Tel Nos: (022) 28207203-05 Fax No.: (022) 28207207 Email id: info@unisec.in
<b>Ms. Kamala Aithal</b> Independent Director	<b><u>Statutory Auditors</u></b> M/s. M. P. Chitale & Co., Chartered Accountants
<b>Ms. Purvi Matani</b> Independent Director	<b><u>Secretarial Auditor</u></b> M/s JMJA & Associates LLP Company Secretaries
<b>Mr. Vijay Shah</b> Independent Director	<b><u>Bankers</u></b> Axis Bank Limited
<b><u>Chief Financial Officer</u></b> Mr. Rajaram Shanbhag	
<b><u>Vice President -Legal and Company Secretary</u></b> Mr. Prasad A Oak	

## DIRECTORS' REPORT

To  
The Members of Veritas (India) Limited,

Your Board of Directors ("Board") is pleased to present the 36<sup>th</sup> Annual Report on the business and operations of the Veritas (India) Limited ("Company") along with the audited accounts for the financial year ended 31<sup>st</sup> March, 2021.

### FINANCIAL HIGHLIGHTS

The Company follows Indian Accounting Standards (IND AS), the financial performance of your company for the financial year ended 31<sup>st</sup> March, 2021 is summarized below:

Particulars	Standalone		Consolidated	
	2020-2021	2019-2020	2020-2021	2019-2020
Revenue from operations (including other income)	4,31,26,88,856	549,62,70,370	18,80,52,77,729	2086,55,12,374
Profit before tax	8,23,53,498	8,62,47,629	17,69,62,54,478	122,42,88,664
Less: Provision for Taxation	-	-	-	-
Current Tax	1,89,20,013	2,13,87,438	1,89,32,212	21387,438
Deferred Tax	36,84,744	(1,49,69,247)	36,84,744	(1,49,69,247)
MAT Credit	(80,12,142)	(74,51,075)	(80,12,142)	0
Current Tax Expenses related to prior Years	-	24,52,665	-	24,52,665
Profit after Tax for the current year	6,77,60,883	8,48,27,849	1,09,44,18,437	1,22,28,68,884
Add: Balance in Profit & Loss Account brought forward	73,24,88,875	65,64,52,602	4,72,55,71,380	351,14,94,071
Add: Credit for Tax on Dividend	0	0	0	0
Add: Transfer to Capital Work-in-progress	0	0	0	0
Add: Transfer from Capital Reserves	0	0	0	0
Profit available for Appropriation	0	0	0	0
Less:				
- Proposed Dividend	(13,40,500)	(13,40,500)	(13,40,500)	(13,40,500)
- Dividend Distribution Tax	2,72,926	2,72,926	2,72,926	2,72,926

Balance transferred to Balance Sheet	73,24,88,875	65,64,52,602	4,72,55,71,380	351,14,94,071
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### **RESULTS FROM OPERATION: :**

The standalone and Consolidated Financial Statements of the Company for the Financial Year 2020-21 have been prepared in accordance with the Indian Accounting Standards (Ind AS) as required under the Companies Act, 2013.

Following are the comparative figures of the operations of the Company for the financial year ended 31<sup>st</sup> March, 2021 vis-à-vis previous year ended 31<sup>st</sup> March, 2020:

#### **Revenue- Standalone**

Standalone revenue from operations is Rs. 4,22,85,46,857 as compared to previous year's revenue of Rs. 542,69,89,856/-.

#### **Revenue- Consolidated**

Consolidated revenue from operations increased to Rs. 18,76,26,76,147 as compared to previous year's revenue of Rs. 20,36,84,61,503/-

#### **Profit Standalone**

Standalone Profit after Tax is Rs. 6,77,60,883/- as compared to previous year's profit after tax of Rs. 848,27,848/-.

#### **Profit Consolidated**

Consolidated Profit after Tax is Rs.1,09,44,18,437/- as compared to previous year's profit after tax of Rs. 122,28,68,884/-

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT**

During the year under review, there were no material changes and/or commitments affecting the financial position of the company and also between the end of the financial year and the date of this report.

### **DIVIDEND**

Your Board is pleased to recommend a dividend of Rs. 0.05/- (Five paise) per Equity Share of the face value of Re. 1/- (Rupee One only) each for the financial year ended 31<sup>st</sup> March, 2021 aggregating to about Rs. 13,40,500 /- (Rupees Thirteen Lakhs Forty Thousand Five Hundred Only) payable to the shareholders whose names appear in the Register of Members as on the Book Closure date. The Dividend is payable subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

## **TRANSFER TO RESERVES**

During the Financial year 2020-2021, your company has not transferred any amount to General Reserves.

## **FINANCIAL STATEMENT**

The financial statements of your Company for the year ended March 31, 2021 are prepared in accordance with the Indian Accounting Standards ("IND AS"), read with the provisions of Section 129 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") rules framed thereunder and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") and forms part of this Annual Report.

The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended March 31, 2021.

## **CONSOLIDATED FINANCIAL STATEMENT**

The Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended 31<sup>st</sup> March, 2021 are prepared in accordance with the Companies Act, 2013 and provisions of Indian Accounting Standards (Ind AS) as applicable along with all relevant documents and the Statutory Auditors' Report forms part of this Annual Report.

The detailed Financial Statements as stated above are also available on the website of the Company and can be accessed at the web link: [http://www.veritasindia.net/annual\\_reports.asp](http://www.veritasindia.net/annual_reports.asp)

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

As on 31st March 2021, your company has 6 (Six) subsidiaries' including step-down subsidiary operating within India and overseas subsidiaries as listed below:

### **Domestic Subsidiaries (Incorporated in India):**

1. Veritas Infra & Logistics Private Limited, Wholly Owned Subsidiary (WOS)
2. Veritas Agro Ventures Private Limited, Wholly Owned Subsidiary (WOS)
3. Veritas Polychem Private Limited, Wholly Owned Subsidiary (WOS)

Company is in the process of closing its subsidiary, GV Offshore Private Limited, incorporated in India, which is a dormant company.

A new wholly-owned subsidiary of the Company, **Veritas Petro Industries Private Limited** was incorporated w.e.f. 04<sup>th</sup> May, 2021.

### **International Subsidiaries:**

1. Veritas International FZE, (Wholly Owned Subsidiary incorporated in Dubai, UAE)

2. Verasco FZE (Formerly known Hazel International FZE), (Wholly Owned Subsidiary incorporated in Sharjah UAE)
3. Veritas Global PTE Limited, (Wholly Owned Subsidiary incorporated in Singapore)

During the financial year ended 31<sup>st</sup> March, 2021, the Board of Directors reviewed the affairs of Company's subsidiaries as mentioned above. Pursuant to Section 129(3) of the Companies Act, 2013 and new IND AS (Accounting Standards) issued by the Institute of Chartered Accountant of India, Consolidated Financial Statement presented by the Company includes the financial statements of its subsidiaries.

A separate statement containing the salient features of the financial performance of subsidiaries in the prescribed Form AOC-1 is annexed to the financial statements of the Company. The Audited Consolidated financial statements together with Auditors' Report form an integral part of the Annual Report.

In terms of provisions of Section 136 of the Companies Act, 2013, the Company shall place separately audited/unaudited accounts of each of its subsidiaries on its website at [www.veritasindia.net](http://www.veritasindia.net) and the same shall be available for inspection by the Members at the registered office of the Company during the business hours on all working days between 10.30 A.M. to 5.30 P.M. except Saturdays and Sundays up to the date of ensuing AGM. Any members interested for obtaining a copy of the said financial statements shall write to the Investor Relations Department at the Registered Office of the company.

Your Company has approved a policy for determining material subsidiaries and the same is uploaded on the Company's website which can be accessed using the link [http://www.veritasindia.net/pdf/VIL-Material Subsidiary Policy-New.pdf](http://www.veritasindia.net/pdf/VIL-Material%20Subsidiary%20Policy-New.pdf)

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

A detailed review of the operations, performance and future outlook of your Company, Subsidiaries and its Business are given in the Management Discussion and Analysis, as required under the SEBI Listing Regulations, which is provided in separate section and forms integral part of this Report.

#### **INTERNAL FINANCIAL CONTROLS**

Your Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. Such controls have been assessed during the year under review taking into consideration the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by The Institute of Chartered Accountants of India. Based on the results of such assessments carried out by Management, no reportable material weakness or significant deficiency in the design or operation of internal financial controls was observed. Nevertheless, your Company recognizes that any internal control framework, no matter how well designed, has inherent limitations and accordingly, regular audits and review processes ensure that such systems are reinforced on an ongoing basis.

#### **PARTICULARS OF CONTRACTS OR AGREEMENTS ENTERED INTO WITH RELATED PARTIES**

During the year under review, your Company has entered into transactions with the related parties as defined under Section 2(76) of the Companies Act, 2013 read with the Rules made there under and the



Listing Regulations. All related party transactions are in the ordinary course of business and are on arm's length basis. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 was not required. Details of transactions made are disclosed in financial statements. All related party transactions are presented to the Audit Committee and the Board. Omnibus approval was obtained for the transactions which are foreseen and repetitive in nature.

In line with the provisions of the Companies Act, 2013 and Regulation 23 of the Listing Regulations, your Company has formulated a policy on Materiality of Related Party Transaction and on dealing with related party transactions duly approved by the Board and is uploaded on the website of the Company and can be accessed at:

[http://www.veritasindia.net/pdf/VIL\\_Policy/Related-Party-Transaction-&-the-manner-of-dealing-with-Related-Party-Transaction.pdf](http://www.veritasindia.net/pdf/VIL_Policy/Related-Party-Transaction-&-the-manner-of-dealing-with-Related-Party-Transaction.pdf)

The details of the transactions with related parties and the status of outstanding balances as per Accounting Standard 18 are set out in **Note no. 38** to the Standalone Financial Statements forming part of this report.

## **AUDITORS AND AUDITORS' REPORT**

### **STATUTORY AUDITOR'S REPORT**

The reports given by the M/s. M. P. Chitale & Co., Statutory Auditors of the Company on standalone and consolidated financial statements of the Company forms part of the Annual Report. There are no qualifications, reservations, adverse remarks or disclaimers given by the Statutory Auditors in their reports. The notes on financial statements referred to in the Statutory Auditors' Report are self-explanatory and do not call for any further comments.

### **SECRETARIAL AUDIT REPORT**

The Board has appointed M/s. JMJA & Associates LLP, Practising Company Secretaries to undertake secretarial audit of the company pursuant to Section 204 of the Companies Act, 2013. The Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2021 as submitted by them is annexed as **Annexure II** and forms part of this Report.

### **REPORTING OF FRAUDS BY AUDITORS**

During the year under review, the Statutory and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

### **SECRETARIAL STANDARDS**

To the best of our understanding and knowledge, it is hereby confirmed that during the year under review, your Company has complied with applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively.

## **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITY PROVIDED**

The details of Loans and Investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, for the Financial Year Ended 2020-21 are given in the Standalone Financial Statements. (Note No. 37 to the Standalone Financial Statements)

## **PUBLIC DEPOSIT**

During the year under review, your Company did not invite or accept any Deposits covered under Chapter V of the Companies Act, 2013 ("Act"). There were no outstanding deposits within the meaning of Sections 73 and 74 of the Act, read together with the Companies (Acceptance of Deposits) Rules, 2014, at the end of the year under review.

## **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures with regards to the particulars of Directors, KMPs and employees who are in receipt of remuneration in excess of the limits as prescribed under the provisions of Section 197(12) of the Act read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended till date as may be applicable are available and the Statement containing the details of employee remuneration as required under Section 197 of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is available for inspection at the registered office of the Company during business hours from 21 days before the Annual General Meeting and any Member willing to obtain copy of the said statement can write to the Investor Relations Department at the Registered office address of the company (Annexure V). In terms of Section 136(1) of the Companies Act, 2013, the Annual Report is being sent to the Members excluding the information on particulars of employees.

## **BOARD AND COMMITTEES**

### **DIRECTORS AND KEY MANAGERIAL PERSONS**

During the year under review, the following changes occurred, in the composition of the Board and the Key Managerial Personnel of your Company:

Based on recommendation of the Nomination and Remuneration Committee, the Board appointed Mr. Kunal Sharma (DIN: 03553398) as an Additional Director (Non-executive) of the Company w.e.f. 4<sup>th</sup> September, 2020.

### **Key Managerial Personnel**

The following personnel have been designated as Key Managerial Personnel (KMP) of the Company pursuant to Section 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- |                          |  |
|--------------------------|--|
| a) Mr. Praveen Bhatnagar | Whole-time Director                        |
| b) Mr. Rajaram Shanbhag  | Chief Financial Officer                    |
| c) Mr. Prasad A Oak      | Vice President Legal and Company Secretary |

Except as mentioned above, there has been no change in the composition of Board and Key Managerial Personnel of the Company, during the year under review.

### **DECLARATION BY THE INDEPENDENT DIRECTORS**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Schedule IV and the relevant rules made there under and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances which may affect their status as an independent director during the year.

### **RETIREMENT BY ROTATION**

In accordance with the Section 152, other applicable provisions of the Companies Act, 2013 and in terms of Memorandum and Article of Association of the Company, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM.

Mr. Praveen Bhatnagar (DIN: 01193544) Whole-time Director, retires by rotation at the ensuing Annual General Meeting and being eligible have offered himself for re-appointment.

### **EVALUATION OF PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013 and the Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has carried out a formal Annual evaluation of its own performance of its Committees, the Chairman as well as performance of the Directors individually.

The evaluation was done by the way of a structured questionnaires covering various aspects of the Board functioning, amongst others vision, strategy & role clarity of the Board, Board dynamics & processes, contribution towards development of the strategy, risk management, budgetary controls, receipt of regular inputs and information, functioning, performance & structure of Board Committees, ethics & values, skill set, knowledge & expertise of Directors, leadership etc.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairman of the Company was also carried out by the Independent Directors, considering the views of the Executive Director. The Directors expressed their satisfaction with the evaluation process.

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

Your Company has in place a structured induction and familiarization program for all its Directors including the Independent Directors. Your Company through such programs familiarizes not only the Independent Directors but any new appointee on the Board with a brief background of your Company, their roles, rights, responsibilities, nature of the industry in which it operates, business model operations, ongoing events, etc. In order to enable the Directors to fulfill the governance role, comprehensive presentations are made on the various businesses, business models, risk minimization procedures and new initiatives of the Company. Changes in domestic/overseas corporate and industry scenario including their effect on the Company, statutory and legal matters are also presented to the Directors on a periodic basis. They are also informed of the important policies of your Company including the Code of Conduct for Directors and Senior Management Personnel and the Code of Conduct for Prevention of Insider Trading. The details regarding the familiarization program imparted by the Company can be accessed on the website of your Company on the Web-Link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

Further, at the time of appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/her role, function, duties and responsibilities as a Director. The template of the letter of appointment is available on the website of your Company at Web-Link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

#### **POLICY ON CRITERIA FOR APPOINTMENT /REMOVAL OF DIRECTORS AND REMUNERATION OF DIRECTORS**

As part of good governance and also in accordance of the requirement of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a policy for Board Diversity, Appointment, Remuneration, Training and Evaluation of Directors and Employees. The Policy inter alia includes criteria for determining qualifications, experience, expertise in any particular domain, positive attributes, independence of a director and other matters provided under Sub section (3) of Section 178 of the Companies Act, 2013.

The details of such Nomination and Remuneration Policy on the appointment of Directors and remuneration is annexed as **Annexure VI** and forms part of this Annual Report.

#### **DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3)(C) OF THE COMPANIES ACT, 2013**

Pursuant to provisions under Section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and belief and based on the information and explanations provided to them, confirm that:

- a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards have been followed and there are no material departures from the same;
- b) appropriate accounting policies have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2021 and of the profit of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a 'going concern' basis;
- e) Proper internal financial controls have been devised to ensure compliance with all applicable laws and that such internal financial controls are adequate and are operating effectively; and
- f) proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### **MEETINGS OF THE BOARD**

During the financial year ended 31<sup>st</sup> March, 2021, 5 (five) meetings of the Board of Directors were held. Meetings were held on 31/07/2020, 04/09/2020, 15/09/2020, 11/11/2020 and 12/02/2021 respectively. The details of attendance of Board of Directors and its Committees in respective meetings are mentioned in the Corporate Governance Report under the heading "Board of Directors" forming part of this Annual Report.

#### **COMMITTEES OF THE BOARD**

##### **Audit Committee**

The Committee comprises of the following Directors:

1. Ms. Kamala Aithal, Independent Director, Chairperson
2. Mr. Praveen Bhatnagar, Whole-Time Director
3. Ms. Purvi Matani, Independent Director
4. Mr. Vijay Shah, Independent Director

The Company Secretary of the Company is the Secretary of the Committee.

All the recommendations of the Audit Committee were accepted by the Board.

##### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee comprises of the following Directors

1. Ms. Kamala Aithal, Independent Director, Chairperson
2. Mr. Nitinkumar Didwania, Non-executive Director
3. Ms. Purvi Matani, Independent Director

The Company Secretary of the Company is the Secretary of the Committee.

#### **Stakeholders Relationship Committee**

The Stakeholders Relationship Committee comprises of the following Directors:

1. Mr. Nitinkumar Didwania, Non-executive Director, Chairman
2. Mr. Praveen Bhatnagar, Executive Director
3. Ms. Purvi Matani, Independent Director

The Company Secretary of the Company is the Secretary of the Committee.

#### **Corporate Social Responsibility (CSR) Committee**

CSR Committee comprises of the following Directors:

1. Mr. Nitinkumar Didwania, Non-executive Director, Chairman
2. Mr. Praveen Bhatnagar, Executive Director
3. Ms. Purvi Matani, Independent Director

The Company Secretary of the Company is the Secretary of the Committee.

### **GOVERNANCE**

#### **CORPORATE GOVERNANCE REPORT**

Pursuant to Regulation 34 of the Listing Regulations read with Schedule V to the said Regulations, a separate Report on Corporate Governance along with a required Certificate from Practising Company Secretaries regarding the compliance of the conditions of Corporate Governance as stipulated forms part of this Annual Report.

#### **RISK MANAGEMENT**

Your Company has a specified framework for risk management in place to identify, measure and mitigate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. This risk framework thus helps in managing market, credit and operations risks and quantifies exposure and potential impact at a Company level, analyzing micro and macro factors impacting business risks in various ways.

Risk management process has been established across the Company and is designed to identify, assess potential threat and frame a response to threats that affect the achievement of its objectives. Further, it is embedded across all the major functions and revolves around the goals and objectives of the organization. However, during the year under review there are no such risks which in the opinion of the Board may threaten the existence of your organization or impact it sizably

#### **VIGIL MECHANISM**

The Vigil Mechanism as envisaged pursuant to Section 177(9) and (10) of the Companies Act, 2013, the Rules prescribed there under and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is implemented through the Company's Whistle Blower Policy to

enable the Directors, employees and all stakeholders of the Company to report genuine concerns, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.

Under this policy, your Company encourages its employees to report any fraudulent financial or other information to the stakeholders, and any conduct that results in violation of the Company's code of conduct to the management (on an anonymous basis, if employees wish so). Likewise, under this policy, your Company has prohibited discrimination, retaliation or harassment of any kind against any employees who, based on the employee's reasonable belief that such conduct or practice has occurred or are occurring, reports that information or participates in the investigation. Also, no personnel have been denied access to the Chairman of the Audit Committee.

Whistle Blower Policy of your Company is available on the Company's website and can be accessed at the Web-link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

In terms of Section 135 of the Companies Act, 2013 read with Rules framed there under, your Company has constituted a Committee named as Corporate Social Responsibility (CSR) Committee.

The CSR Committee comprises of

- Mr. Nitinkumar Didwania, Non-executive Director, Chairman
- Mr. Praveen Bhatnagar, Executive Director
- Ms. Purvi Matani, Independent Director

Company Secretary is the Secretary of the Committee.

The Committee has been entrusted with the responsibility for recommending to the Board about the implementing of the CSR activities. Also, the Committee inter alia monitors the CSR activities.

The CSR Policy includes a brief overview of the projects and / or programs proposed to be undertaken by the Company and can be accessed at the Company's website at the Web-link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

Amount to be spent during the year is **Rs. 20,53,597.4/-**

Amount spent during the year is NIL

The amount unspent on CSR during the year is **Rs. 20,53,597.4/-**

### **PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE**

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. An Internal Complaints Committee (ICC) has been set up as per the statutory requirements, to redress complaints regarding sexual harassment. The policy has set guidelines on the redressal and enquiry process that is to be followed by complainants and the ICC, whilst dealing with issues related to Sexual Harassment at the work place. All women employees are covered under this policy.

a. Number of complaints filed during the financial year: NIL

- b. Number of complaints disposed of during the financial year: NIL  
c. Number of complaints pending as on end of the financial year: NIL

### **SHARE CAPITAL**

The issued, subscribed and paid up Equity Share Capital of the Company as at 31<sup>st</sup> March, 2021 stood at Rs. 2,68,10,000/- (Rupees Two Crore Sixty-Eight Lakhs Ten Thousand only) comprising of 2,68,10,000 fully paid equity shares of Re.1/- each.

During the year under review, the Company has not issued any equity 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 holds instruments convertible into equity shares of the Company.

### **ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company as on March 31, 2021 is available on the website of the Company at <http://www.veritasindia.net>

### **TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

As provided in the Section 124 sub section (5) of the Companies Act, 2013, the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF). The unpaid / unclaimed dividend and shares for the financial year ended 31<sup>st</sup> March, 2014, is due to be transferred to IEPF. The list of which is available on our website: <http://www.veritasindia.net/index.asp>.

Details of unclaimed Dividend and Members, who have not yet encashed their dividend warrant(s), are requested to forward their claims to the Registrar and Transfer Agents, Universal Capital Services Limited or the Company at its registered office address.

It may be noted that once the unclaimed dividend is transferred to the IEPF, as above, no claim shall lie against the Company and shareholders would need to approach to IEPF authorities.

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

The provisions of Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 providing for the details of Conservation of energy, technology absorption, foreign exchange earnings and outgo are not applicable since the Company is into trading and distribution business.

However, your Directors have taken appropriate care to conserve the energy during the year under review.

Your Company, in order to increase its foreign exchange earnings, is developing an export market strategy by focusing on sales of the diverse products of the Company in the international market.

### **CERTIFICATE UNDER REGULATION 34 OF SEBI (LODR) REGULATIONS, 2015**

Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of Securities and Exchange Board of



India (Listing Obligations and Disclosure Requirements) Regulations, 2015 a certificate of Non-Disqualification of Directors received from a Company Secretary in practice is attached to this Report.

#### **GENERAL DISCLOSURES**

Your Company is listed on the Bombay Stock Exchange (BSE).

During the year under review:

- a) The Chairman of the Company did not receive any remuneration or commission from any of the subsidiaries of your Company. The Whole-Time Director of the Company did not receive any commission from any of its subsidiaries.
- b) Company has not issued Shares (Including Sweat Equity Shares and Employee Stock Options) to employees of the Company under any Scheme.
- c) The Company has not bought back any shares during the year.
- d) The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

#### **SIGNIFICANT AND MATERIAL ORDERS**

No Significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status or Company's operations in future.

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

There was no change in Business and in the nature of Business of your Company during the year under review affecting the financial position of the Company.

#### **ACKNOWLEDGEMENTS:**

Your Directors are highly grateful for all the guidance and support received from the Government of India, State Government of Maharashtra, State Government of Gujarat, Other State Governments wherein the Company has its operations, various Financial Institutions and Banks. Your Directors thank all shareholders, esteemed customers, suppliers and business associates for their faith, trust and confidence reposed in the Company.

Your Directors wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees of the Company at all levels, to ensure that the Company continues to grow and excel.

**For and on Behalf of the Board of Directors**  
**Veritas (India) Limited**

Sd/-  
Nitinkumar Didwania  
Chairman  
DIN: 00210289  
Place: Mumbai  
Date: 13<sup>th</sup> August, 2021

## ANNEXURE I

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1) A brief outline of the CSR policy of the Company:

Our Board of Directors and our Management subscribe to the philosophy of compassionate care. We believe and act on an ethos of generosity and compassion, characterized by a willingness to build a society that works for everyone. This is the cornerstone of our CSR policy. The CSR policy of the Company covers the proposed CSR activities in line with Section 135 of the Companies Act, 2013 (as amended) and Schedule VII thereto. The CSR Policy of the Company be accessed on the Company's website at [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

2) The Composition of the CSR Committee is as under:

Sr No.	Name of Director	Designation / nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Nitin Kumar Didwani	Non- Executive Director	1	1
2.	Mr. Praveen Bhatnagar	Whole-time Director	1	1
3.	Ms. Purvi Matani	Independent Director	1	1

- 3) Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company: [www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)
- 4) Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable
- 5) Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy)

Rules, 2014 and amount required for set off for the financial year, if any:

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
Not Applicable			

6) Average net profit of the Company for last three financial years: Rs. 10,26,79,870

7)

(a) Two percent of average net profit of the company as per Section 135(5): Rs. 20,53,597.4

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not Applicable

(c) Amount required to be set off for the financial year, if any: NIL

(d) Total CSR obligation for the financial year (7a+7b-7c): Rs. 20,53,597.4

8)

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

Total Amount Spent for the Financial Year (Rs. in lakhs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6) *		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer*	Name of the Fund	Amount	Date of transfer
NIL	20,53,597.4	-		-	

\* Reason for delay: Due to the ongoing pandemic the Company could not transfer the funds within stipulated time.

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration #	Amount allocated for the project (Rs. in lakhs)	Amount spent in the current financial Year (Rs. in lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (Rs. in lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
1.	Medical facility in the vicinity of Dighi Port	item no. (i) under Schedule VII	Yes (Near Proposed Project)	Maharashtra	Raigad	#	#	NIL	NIL	Yes	NIL	NA
<b>Total</b>												

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

\* The project duration and total cost cannot be assessed in the current scenario of COVID-19 pandemic or any other unforeseeable circumstances.

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

Sr No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (Rs. In lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Not Applicable								
<b>Total</b>									

- (d) Amount Spent in Administrative Overheads: NIL by the Company  
(e) Amount spent on Impact Assessment, if applicable: Not Applicable  
(f) Total amount spent for the Financial Year (8b+8c+8d+8e): NIL  
(g) Excess amount for set off, if any: NIL and hence the following details are mentioned as Not Applicable

Sr. No.	Particulars	Amount
(i)	Two percent of average net profit of the company as per Section 135(5)	Not Applicable
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9)

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years
				Name of the Fund	Amount	Date of transfer.	
1.	2017-2018	NIL	5,95,215	-	-	-	13,58,794.47
2.	2018-2019	NIL	31,000	-	-	-	18,35,978.17
3.	2019-2020	NIL	NIL	-	-	-	21,21,746.54

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

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the project - Completed /Ongoing
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Not Applicable

10) In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not Applicable

(a) Date of creation or acquisition of capital asset: Not Applicable

(b) amount of CSR spent on such creation or acquisition of capital asset: Not Applicable

(c) details of the entity or public authority or beneficiary under whose name such capital asset is registered: Not Applicable

(d) their address etc., details of capital asset created or acquired (including complete address and location of the capital asset): Not Applicable

11) Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5):

Due to the ongoing pandemic and restrictions imposed by the State Government the Company was not able to spend the amount earmarked for CSR on the decided ongoing project

For and on behalf of the Board of Directors of  
Veritas (India) Limited

Mr. Nitin Kumar Didwania  
Director & Chairman of CSR Committee  
DIN : 00210289  
Date : 13<sup>th</sup> August, 2021  
Place : Mumbai

Mr. Praveen Bhatnagar  
Whole-time Director & Member of CSR Committee  
DIN : 01193544

**Annexure II**

**FORM NO. MR-3**

[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]

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

To  
The Members,  
**VERITAS (INDIA) LIMITED**  
Veritas House, 3<sup>rd</sup> Floor,  
70, Mint Road, Fort,  
Mumbai-400001.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Veritas (India) Limited (CIN: L23209MH1985PLC035702)** (hereinafter referred as "**the Company**") having its registered office situated at Veritas House, 3<sup>rd</sup> Floor, 70, Mint Road, Fort, Mumbai-400001. The 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the Audit period **April 01, 2020 to March 31, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period **April 01, 2020 to March 31, 2021** as per the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 as amended from time to time;



- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009; *Not applicable to the Company during the Audit Period*
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; *Not applicable to the Company during the Audit Period*
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *Not applicable to the Company during the Audit Period*
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) 1993 regarding the Companies Act and dealing with client; *Not applicable to the Company during the Audit Period*
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *Not applicable to the Company during the Audit Period*
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; *Not applicable to the Company during the Audit Period*

(vi) The other applicable laws like The Employees State Insurance Act, 1948, The Employees Provident Funds and Miscellaneous Provisions Act, 1952 etc.

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

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to the Board and General Meetings.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. as mentioned above subject to the following observations:

1. *That the Company could not comply with the requirement pertaining to the composition of Board including appointment of woman director as stipulated in Regulation 17(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In this regard, the Company was liable for a penalty amounting to Rs. 3,83,500/- for the quarter ended September 2020 as per the SEBI notice dated November 17, 2020. However, later the fine was waived by the Exchange after the Company made a representation for waiver of fine. The Company also subsequently made the default good by complying with the above Regulation.*
2. *Adequate disclosures were not made on the Exchange for the appointment of Mr. Kunal Sharma pursuant to the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 with respect to Continuous Disclosure Requirements under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, though these were duly uploaded on the website of the Company*

We further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of

Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

- b) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting;
- c) During the period under review, resolutions were carried through majority decisions. The minutes of the minutes did not reveal any dissenting views by any member of the Board of Directors during the period under review;
- d) Based on the information provided and the representations made by the Company, its officers, and also on review of the compliance reports of the Company secretary, in our opinion, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines;
- e) We further report that during the audit period the Company could not on the CSR activities.

We further report that during the audit period the Company has following major events:

1. Appointment of Mr. Kunal Sharma as an Additional Director (Non-Executive) w.e.f. September 04, 2020.
2. Change of name of Hazel International FZE, Sharjah, United Arab Emirates (UAE), wholly-owned subsidiary of the Company to VERASCO FZE with effect from September 28, 2020.

**For JMJA & Associates LLP,  
Practising Company Secretaries  
Peer Review Certificate No. 980/2020**

**CS Mansi Damania  
Designated Partner  
FCS: 74471 COP: 8120  
UDIN: F007447C000695002**

**Place: Mumbai  
Date: July 27, 2021**

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

**'Annexure'**

**To,  
The Members,  
Veritas (India) Limited**

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit;
2. We have followed the audit practices and process 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. Wherever required, we have obtained the Management representation about the compliance of applicable laws, rules and regulations etc.;
5. The compliance of the provisions of Companies Act, 2013 and other applicable laws, Rules, Regulations, Secretarial Standards issued by ICSI is the responsibility of the 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;
7. We further report that, based on the information provided by the Company, its officers, authorized representatives during the conduct of the audit and also on the review of quarterly compliance report by the respective departmental heads/ Company Secretary/ Managing Director taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labour laws & Environment laws and Data protection policy;

8. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

**For JMJA & Associates LLP,  
Practising Company Secretaries  
Peer Review Certificate No. 980/2020**

**CS Mansi Damania  
Designated Partner  
FCS: 7447 | COP: 8120**

**Place: Mumbai  
Date: July 27, 2021**

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

*For the Financial Year ended March 31, 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,  
**Veritas Polychem Private Limited**  
701 Embassy Centre, Nariman Point, Mumbai MH 400021 IN

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Veritas Polychem Private Limited (CIN:U24233MH2011PTC212664) (hereinafter called "the Company") for the financial year ended 31<sup>st</sup> March, 2021 (Period under audit). The 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 provided either as hard copies or scanned copies by email and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the Audit period covering ended on March 31, 2021 ("the financial Year") 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 for Financial year according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 and the rules made there under- Not Applicable to the Company during the Audit Period.
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; Not Applicable to the Company during the Audit Period.
- iv. Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and Commercial Borrowings; Not Applicable to the Company during the Audit Period.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992.
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011- Not applicable to the Company during the Audit Period.
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - \*Not Applicable to the Company during the Audit Period.
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not Applicable to the Company during the Audit Period.

- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- Not Applicable to the Company during the Audit Period.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not Applicable to the Company during the Audit Period.
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - Not Applicable to the Company during the Audit Period.
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable to the Company during the Audit Period; and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable to the Company during the Audit Period.

\* The Company being a material subsidiary of Veritas (India) Limited, directors are covered by the Code of Conduct under The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, of Veritas (India) Limited.

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 Listing Agreements entered into by the Company with Stock Exchange(s) -Not Applicable to the Company during the Audit Period.
- iii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable – Not Applicable to the Company during the Audit Period,

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, as mentioned above except to the extent as mentioned below:-

1. The company, during the year under review, company has delayed in filing some of statutory forms i.e. DPI-3, AOC-4, MGT-7, MGT-14 and ADT-1 and DIR-12 to Ministry of Corporate Affairs:

We further report that, having regard to nature of business of the Company, there is no law specifically 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

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

During the period under review, resolutions were carried through majority decisions. The minutes of the meetings did not reveal any dissenting views by any member of the Board of Directors during the period under review;

Based on the information provided and the representations made by the Company, its officers, in our opinion, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines;

**For AUS & Co.**

**Company Secretaries**

**Amit Uttam Surase**  
**Practicing Company Secretary**  
**ACS 26485 CP No 18482**  
**Place: Kalyan**  
**Date: 29/06/2021**  
**UDIN: A026485C000540735**

**'Annexure'**

To,  
The Members,  
**Veritas Polychem Private Limited**

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of applicable laws, rules and regulations etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management
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.
7. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

**For AUS & Co.**  
**Company Secretaries**

**Amit Uttam Surase**  
**Practicing Company Secretary**  
**ACS 26485 CP No 18482**  
**Place: Kalyan**  
**Date: 29/06/2021**  
**UDIN- A026485C000540735**



**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
*For the Financial Year ended March 31, 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,  
**Veritas Agro Ventures Private Limited**  
AP-114, AF Block, 5th Street, 11th Main Road, Anna Nagar,  
Chennai Chennai TN 600040 IN

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Veritas Agro Ventures Private Limited (CIN: U0143TN2011PTC103236) (hereinafter called "the Company") for the financial year ended 31<sup>st</sup> March, 2021. The 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 provided either as hard copies or scanned copies by email and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the Audit period covering ended on March 31, 2021("the financial Year") 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 for Financial year according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 and the rules made there under- Not Applicable to the Company during the Audit Period.
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; Not Applicable to the Company during the Audit Period.
- iv. Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and Commercial Borrowings; Not Applicable to the Company during the Audit Period.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992.
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011- Not applicable to the Company during the Audit Period.
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - \*Not Applicable to the Company during the Audit Period.

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not Applicable to the Company during the Audit Period.
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- Not Applicable to the Company during the Audit Period.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not Applicable to the Company during the Audit Period.
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - Not Applicable to the Company during the Audit Period.
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable to the Company during the Audit Period; and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable to the Company during the Audit Period.

\* The Company being a material subsidiary of Veritas (India) Limited, directors are covered by the Code of Conduct under The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, of Veritas (India) Limited.

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India.
- b. The Listing Agreements entered into by the Company with Stock Exchange(s) -Not Applicable to the Company during the Audit Period.
- c. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable – Not Applicable to the Company during the Audit Period,

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, as mentioned above except to the extent as mentioned below:

- 2. The company, during the year under review, has delayed in filing various statutory forms namely DIR-12, MGT-14, AOC-4 and MGT-7 the Ministry of Corporate Affairs:

We further report that, having regard to nature of business of the Company, there is no law specifically 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

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

During the period under review, resolutions were carried through majority decisions. The minutes of the meetings did not reveal any dissenting views by any member of the Board of Directors during the period under review;

Based on the information provided and the representations made by the Company, its officers, in our opinion, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines;

**For AUS & Co.  
Company Secretaries**

**Amit Uttam Surase  
Practicing Company Secretary  
ACS 26485 CP No 18482  
Place: Kalyan  
Date: 29/06/2021  
UDIN: A02685C000540504**

**'Annexure'**

To,  
The Members,  
**Veritas Agro Ventures Private Limited**

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of applicable laws, rules and regulations etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management
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.
7. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For AUS & Co.

**Company Secretaries**

**Amit Uttam Surase**  
**Practicing Company Secretary**  
**ACS 26485 CP No 18482**  
**Place: Kalyan**  
**Date: 29/06/2021**  
**UDIN- A02685C000540504**

### ANNEXURE III

#### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

##### INDUSTRY STRUCTURE AND DEVELOPMENT

Your Company is focused on International Trade & Distribution of **Chemicals - Petrochemicals / Polymers / Paper & Paper Boards / Rubber / Heavy Distillates**. The company has expanded globally reducing its dependence on a particular region. The company has established overseas subsidiaries and offices. Our unique and distinct models of International Trade and Distribution hubs in India, and U.A.E affords us to serve our partners in cross country/continent trade across our Business Verticals duly integrated with the various Industry Verticals. This distinct model not only mitigates risk but also creates opportunities to capitalise on products, volumes and volatility.

#### Trading

#### Logistics

#### Power Generation

Our inherent strength stemming from our global network, infrastructure and domain expertise provides an opportunity of general trading with our enterprise partners. Your Company believes in one constant i.e. Change; Change through Evolution. We have evolved our business model from trading to services to International Trade & Distribution, to present day business model, we refer to as "Enterprise Partnership".	In the advent of the global economy growing at a pace faster than it has done for decades and the pace of reforms in our very own country, which is among the fastest emerging economies in the world, infrastructure growth is an area which needs to be given extremely high relevance. India as a country has to have requisite infrastructure to support the targeted growth and this is one of the most crucial areas to achieve prime place as a	Over the period of time people across the world are slowly but consistently understanding the importance of pollution free environment. Alarming rate of global warming is also a cause of growing concern. People are now preferring alternate fuel resources than conventional ones. <b>Alternative</b> fuels which are available at a cheaper rate can meet growing demands for such alternative fuels. Wind energy is one of such resource which is a viable option to achieve sustainable
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developed economy of the world.

development and also to conserve traditional energy resources, supply of which is limited. Continuous growing population of the world would require huge energy resources at reasonable/competitive prices.

The largest component of renewable generation capacity is wind power. Wind energy not only offers both a power source that completely avoids the emission of carbon dioxide, the main Green House Gas (GHG), but also produces none of the other pollutants associated with either fossil fuel or nuclear generation.

Growing concern for the environmental degradation has led to the world's interest in renewable energy resources. Non-conventional energy sources are of great interest and as a group we have invested in wind turbines and are exploring solar and biomass.

### Global Chemical Industry

The global chemicals market is expected to grow from \$3340.32 billion in 2020 to \$3728.43 billion in 2025 at a compound annual growth rate (CAGR) of 11.6%.

The growth is mainly due to the companies rearranging their operations and recovering from the COVID-19 impact, which had earlier led to restrictive containment measures involving social distancing, remote working, and the closure of commercial activities that resulted in operational challenges. The market is expected to reach \$4304.71 billion in 2025 at a CAGR of 4%.

### Indian Chemical Industry

Market size of Chemicals & Petrochemicals sector in India is worth \$178 bn.

Chemicals industry in India is highly diversified, covering more than 80,000 commercial products. It is broadly classified into Bulk chemicals, Specialty chemicals, Agrochemicals, Petrochemicals, Polymers and Fertilizers. India's proximity to the Middle East, the world's source of petrochemicals feedstock, makes for economies of scale.

India is a strong global dye supplier, accounting for approximately 16% of the world production of dyestuff and dye intermediates. Chemicals industry in India has been de-licensed except for few hazardous chemicals. Upcoming Petroleum, Chemicals and Petrochemicals Investment Regions (PCPIRs) and Plastic parks will provide state-of-the-art infrastructure for Chemicals and Petrochemicals sector.

- The Chemicals and Petrochemicals market is projected to reach \$300 bn by 2025
- India ranks 9th in export and 6th in import of chemicals (Excluding Pharmaceuticals products) globally
- Export of chemicals and chemical products grew at a CAGR of 7.2% between FY16 and FY20
- Demand of chemical products is expected to grow at approximately 9% p.a. during 2020-25
- Indian chemical industry employs more than 2 million people

100% FDI is allowed under the automatic route in the chemicals sector (except in the case of certain hazardous chemicals).

The market size of Chemicals & Petrochemicals sector in India is around \$178 bn; expected to grow to \$300 bn by 2025.

The production of Total Major Chemicals and Petrochemicals in 2020-21 (upto September 2020) was 12,502 thousand MT. CAGR in production of Total Chemicals and Petrochemicals during the period 2015-16 to 2019-20 is 5.74%. Alkali Chemicals accounts for around 71% of the total production of Major Chemicals for the year 2019-20 (up to September 2019).

- The petrochemical demand is expected to grow at 7.5% CAGR from FY 2019-23, with polymer demand growing at 8%
- The agrochemicals market in India is expected to grow at 8% CAGR reaching \$3.7 bn by FY22 and \$4.7 bn by FY25.
- The specialty chemicals constitute 18% of total chemicals and petrochemicals market in India. As of FY19, the total market size is around \$32 bn. The demand for specialty chemicals is expected to grow at 12% CAGR from FY19-22.

#### **OPPORTUNITIES & THREATS**

##### ***Opportunities:***

Growth in chemical industry is seen due to shift in production and consumption towards Asian and Southeast Asian countries in all sectors leading to increase in demand for chemicals and petrochemicals. There is opportunity to produce more than 100 Billion worth of chemical products by 2023 for domestic requirements. Another factor that is boosting chemical industry is shift in consumer preferences towards a healthier lifestyle and environment-friendly products.

##### ***Threats:***

One of the key issues facing the chemical industry is sustainability. From being an economic and an environmental issue, it has also acquired strong socio-political overtones, which already have a deep impact on the industry, and this impact will only deepen in the coming years. The main issues the industry will have to address actively in the next two decades are related to water, environmental impact, raw materials, and energy use in the Indian chemical industry.

#### **OUTLOOK**



The management is quite confident that the market and business would be positive in the coming financial year. India's existing good business relations with foreign countries and efforts for developing relations with the few other foreign countries would prove beneficial in the interest of various industries including chemical industry. The government recognizes the Chemical Industry as a key growth element of the Indian Economy, thus giving boost to the chemical sector.

The Company is open for new opportunities and may grow sizably in the coming future.

### **RISK AND CONCERNS**

As like any other business, the company is prone to various risks and concerns including but not limited to fluctuating foreign exchange, increase in operational cost, etc. The Company evaluates and monitors all risks associated with various areas of operations such as procurement, sales, marketing, inventory management, debtor's management, operational management, insurance, supply chain management, legal and other issues having a material impact on the financial health of the company on a regular basis with a view to mitigate the adverse impact of the risk factors.

### **INTERNAL CONTROL SYSTEMS**

The Company has an adequate internal control system in place which is commensurate with its size and nature of its business, which is periodically evaluated by the management. The internal control system ensures that all the assets of the company are safeguarded from loss, damage or unauthorized disposition. Checks and controls are in place to ensure that transactions are adequately authorised and recorded and reported correctly to the concerned personnel.

### **REVIEW OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

A summary of major performance indicators is given below, while the detailed and physical performance may be viewed from the Balance Sheet and Profit & Loss account and the annexure thereto

(Amount in Rs.)

Year	2020-2021	2019-2020	Percent Increase / (Decrease)	Remarks

Revenue from Operations (Sales)	4,22,85,46,857	5,426,989,856	-22.08	Sales Turnover reduced In Absolute Terms as the prices of Crude and its downstream products cooled down during the last financial year. Therefore, the Turnover has reduced due to slow down of the economy.
PBT	8,23,53,498	86,247,629	-4.52	Reduction in PBT is largely due to slow down of the economy
PAT	6,77,60,883	84,827,849	-20.12	PAT is consequently reduced due to slow down of the economy
Change in Inventories (Inventory Turnover)	0.010	0.003	0.007	Due to Volatility in Crude prices the Company has managed to operate at the minimum level of inventory.
Debtors Turnover Ratio	5.48	4.03	1.45	As per industry norms
Interest Coverage Ratio	34.64	27.69	6.95	-
Operating Margin (%)	1.64	2.03	-0.39	Reduction due to Ongoing pandemic
Net profit margin (%)	1.56	1.60	-0.04	Reduction due to Ongoing pandemic
Return on Net worth	65.75	63.53	2.22	-

### **HUMAN RESOURCE MANAGEMENT**

Your company recognizes the importance of building a strong human capital for the futuristic world. Flexible HR policies reflecting our organization value of 'Trust' and work-life balance have been continuously devised. Learning Opportunities & employee engagements have been consistently rendered and HR policies are re-tuned to changing needs of our business.

The Company provides suitable environment for development of leadership skills which enables it to recruit and retain quality professionals in all fields. The employer- employee relationships are cordial and mutually supporting at all levels.

### **ACCOUNTING TREATMENT**

There is no change in Accounting Treatment in preparation of Financial Statements as compared to last financial year.

Your Company has adopted Indian Accounting Standards ("Ind AS") from the accounting periods beginning April, 2017 pursuant to Ministry of Corporate Affairs Notification dated 16<sup>th</sup> February, 2015 notifying the Companies (Indian Accounting Standard) Rules, 2015.

### **CAUTIONARY STATEMENT**

Certain statements in the Management Discussion and Analysis Report may be forward- looking statements within the meaning of applicable laws and regulations. Actual results may differ from those expected, expressed or implied.

**For and on Behalf of the Board**

Sd/-  
Nitinkumar Didwania  
Chairman  
DIN: 00210289  
Place: Mumbai

Date: 13th August,2021

## Annexure IV

### REPORT ON CORPORATE GOVERNANCE

#### COMPANY PHILOSOPHY ON CORPORATE GOVERNANCE

The Company believes in principles of Corporate Governance and it is continuous, conscious effort of the Management to adhere to those principles and be transparent in its business operations. Corporate governance is the combination of rules, processes or laws by which businesses are operated, regulated and controlled. Corporate governance essentially involves balancing the interests of a company's stakeholders, such as shareholders, management, customers, suppliers, financiers, government and the community. Corporate governance also provides the framework for attaining a company's objectives, it encompasses practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure. It refers to the way a company governs. Your company has always practiced corporate governance of high standard and follows a corporate culture i.e., built on core values and professional which over the past many years of the company's operations has become part of its culture and practice.

A Report on compliance with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

#### BOARD OF DIRECTORS

At Veritas, we believe that an active, well-informed and independent board is necessary for ensuring the highest standards of Corporate Governance. The Board of Directors being at its core of Corporate Governance practice, plays the most pivotal role in overseeing how the management works and protects the long-term interests of all the Stakeholders. Veritas Board consist of an optimum combination of Executive, Non-executive and Independent Directors who are renowned professionals drawn from diverse fields, possess the requisite qualifications experience and/or expertise in general corporate management, finance, banking, insurance, economics and other allied fields which enable them to contribute effectively to your Company and enhance the quality of Board's decision-making process.

#### Composition of the Board as on March 31,2021

The size and composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations and Section 149 of the Companies Act, 2013 ("Act"). As on date of this Report, the Board consists of six Directors comprising two Non-Executive Director, three Independent Directors and one Executive Director. None of the Director is a Director in more than 10 (ten) public companies as specified in Section 165 of the Act or acts as an Independent Director in more than 7 listed companies or 3 listed companies in case he/she serves as a Whole-Time Director in any listed company as specified in Regulation 25 of the Listing Regulation as on 31<sup>st</sup> March, 2021. Further, none of the Directors of the Company is a member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/ she is Director. None of the Directors of your Company are inter-se related to each other and the Company has not issued any non-convertible instruments.

The Board comprises of members with diversified skills. The core competencies include the expertise in finance and chemical industry.

**The relevant details of composition of the Board of Directors:**

SR No.	Name of Directors	Category
1	Mr. Nitinkumar Didwania	Non-Executive (Promoter Group)
2	Mr. Praveen Bhatnagar	Whole-Time Director
3	Ms. Kamala Aithal	Independent Director
4	Ms. Purvi Matani	Independent Director
5	Mr. Vijay Shah	Independent Director
6	Mr. Kunal Sharma *	Non-Executive Director

\* Mr. Kunal Sharma was appointed as Non-executive Director of the Company with effect from 4<sup>th</sup> September, 2020.

Number of Board or Board Committees of which a Director is a member or Chairperson; the names of Other Listed entities where the Directors of the Company are Directors and the Category of their Directorship

SR No.	Name of Directors	No. of Directorship held in other companies (§)	No. of Committee membership in other companies (*)	No. of Committees in which Director is a Chairperson (other companies)(*)	Name of the listed entities where the person is a Director (Category of Directorship)
1	Mr. Nitinkumar Didwania	4	1	1	-
2	Mr. Praveen Bhatnagar	1	1	-	-
3	Ms. Kamala Aithal	1	1	-	-
4	Ms. Purvi Matani	3	2	-	-
5	Mr. Vijay Shah	3	2	-	-
6	Mr. Kunal Sharma *	5	-	-	-

\* Mr. Kunal Sharma was appointed as Non-executive Director of the Company with effect from 4<sup>th</sup> September, 2020.

None of the Directors holds directorship in other listed entities.

§ Excludes Directorship in private companies, foreign companies and Section 8 companies.

\* Audit Committee and Stakeholders' Relationship Committee in listed and unlisted public limited companies have been considered

Note: During the year under review, all the recommendations of the Committees of the Board which are mandatorily required were approved by the Board.

**Attendance of each Director at the Board Meetings and the last Annual General Meeting.**

During the financial year ended 31<sup>st</sup> March, 2021, 5 (five) meetings of the Board of Directors were held. Meetings were held on 31/07/2020, 04/09/2020, 15/09/2020, 11/11/2020 and 12/02/2021 respectively.

SR No.	Name of Directors	No. of Board Meeting attended		Attended - last AGM held on 30 <sup>th</sup> September 2020
		Held	Attended	
1	Mr. Nitinkumar Didwania	5	5	Present
2	Mr. Praveen Bhatnagar	5	1	Present
3	Ms. Kamala Aithal	5	4	Present
4	Ms. Purvi Matani	5	5	Present
5	Mr. Vijay Shah	5	5	Absent
6	Mr. Kunal Sharma *	5	3	Absent

\* Mr. Kunal Sharma was appointed as Non-executive Director of the Company with effect from 4<sup>th</sup> September, 2020.

**CERTIFICATION FROM THE COMPANY SECRETARY IN PRACTICE**

Ms. Mansi Damarla, Practising Company Secretary (FCS No.: 7447), has issued a certificate as required under the SEBI Listing Regulations that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director of Companies by SEBI / Ministry of Corporate Affairs or any such statutory authority.

The Certificate is enclosed as an Annexure to this report.

**AUDIT COMMITTEE**

**Brief Description of term of reference**

The terms of reference of Audit Committee articulates the roles, responsibilities and powers of the Audit Committees under Regulation 18(3) read with Schedule II (Part C) of SEBI Listing Regulations and Section 177 of the Companies Act, 2013 (hereinafter referred to as "the Act"). The Role of the Audit

Committee is as prescribed under Regulation 18 of SEBI Listing Regulations.

The role of the Audit Committee inter alia includes the following:

- Oversight of Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for the appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- Review with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;

- Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions; and
  - Modified opinion(s) in the draft audit report.
- Review with the management, the quarterly and annual financial statements and auditor's report before submission to the Board for approval;
  - Review with the management, the statement of uses / application of funds, if any, 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 utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  - Review and monitor the auditor's independence and performance, and effectiveness of audit process;
  - Approval or any subsequent modification of transactions of the Company with related parties;
  - Scrutinize inter-corporate loans and investments,
  - Valuation of undertakings or assets of the Company,
  - Evaluate internal financial controls and risk management systems,
  - Review with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
  - Review 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;
  - Discussion with internal auditors of any significant findings and follow up there on;
  - Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
  - Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
  - Review the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  - The Committee acts as a link between the Statutory/Internal Auditors and the Board of Directors of the Company.
  - Review the functioning of the whistle blower mechanism;
  - Select and establish accounting policies,
  - Review Reports of the Statutory and the Internal Auditors and meet with them to discuss their findings, suggestions and other related matters;
  - Approve (wherever necessary) transactions of the Company with related parties including subsequent modifications thereof,

- Grant omnibus approvals for related party transactions subject to fulfillment of certain conditions,
- The Audit Committee has been granted powers as prescribed under Regulation 18(2) (c) of the Listing Regulations and reviews all the information as prescribed in Part C of Schedule II of the Listing Regulations.
- The Committee also reviews on quarterly basis the Report on compliance under Code of Conduct for Prevention of Insider Trading adopted by the Company pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. Further, Compliance Reports under Whistleblower Policy are also placed before the Committee.

#### **Composition, Names of Members and Chairman, Meetings of the Committee and Attendance during the year**

In accordance with the provisions of Regulation 18 of SEBI Listing Regulations read with Section 177 of the Act, the Audit Committee of the Board comprises of three (3) Independent Directors and one Whole-time Director as on March 31, 2021. All the members of the Audit Committee are financially literate. The Committee usually invites the representatives of the Statutory and Internal Auditor(s). Further, the Chief Financial Officer also attends the Audit Committee meeting(s). The Company Secretary acts as a Secretary to the Audit Committee.

The Committee met 4 (four) times during the year under review. The Committee meetings were held on 31<sup>st</sup> July, 2020 15<sup>th</sup> September, 2020, 11<sup>th</sup> November, 2020 and 12<sup>th</sup> February, 2021. The gap between two Meetings did not exceed one hundred and twenty days.

The composition of the Audit Committee along with the details of the meetings held and attended during the aforesaid period is detailed below:

Name of the Director	Designation	No. of Audit Committee Meetings	
		Held	Attended
Ms. Kamala Aithal	Chairperson	4	3
Mr. Vijay Shah	Member	4	4
Ms. Purvi Matani	Member	4	4
Praveen Bhatnagar	Member	4	1

#### **NOMINATION AND REMUNERATION COMMITTEE**

##### **Brief Description of terms of reference**

The terms of reference of this Committee are in line with the regulatory requirements mandated in the Act and Part D of Schedule II of the Listing Regulations. The brief terms of references of Nomination and Remuneration Committee are as under:



- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommended to the Board a Policy relating to the remuneration for the Directors, Key Managerial Personnel and other Employees.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board diversity
- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommending to the Board their appointment and removal and carrying out evaluation of every Director's performance.
- Carry out the evaluation of every director's performance and formulate criteria for evaluation of Independent Directors, Board/Committees of Board and review the term of appointment of Independent Directors on the basis of the report of performance evaluation of Independent Directors.
- To recommend / review remuneration of the Whole-time Director(s)/ Executive Director(s) based on their performance and defined assessment criteria.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

**Composition, Name of Members and Chairman, Meetings of the Committee and Attendance during the year.**

During the FY21, Nomination and Remuneration Committee met 1 (One) time i.e on 24<sup>th</sup> June, 2020.

The composition of the Nomination and Remuneration Committee as on March 31, 2021 along with the details of the meetings held and attended during the aforesaid period is detailed below:

Name of the Director	Designation	No. of Audit Committee Meetings	
		Held	Attended
Ms. Purvi Matani	Chairperson	1	1
Ms. Kamala Aithal	Member	1	1
Mr. Nitinkumar Didwania	Member	1	1

**Familiarization Programme for Independent Directors**

The Familiarization programme for the Directors during the year covered topics such as Operations, Financials, Strategy, Performance, Outlook and update on amendment of statutory & regulatory laws.

The details of the Familiarization programme are available on the Company's website at:

[http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

**Performance Evaluation of Board and Individual Directors**

The Board has adopted a formal policy for evaluating the performance of its Board, Committees and Directors, including the Chairman of the Board ("Board Evaluation Policy"). The said evaluation typically examines the role of the Board and the entailing responsibilities, and assesses their effectiveness by the Board. The effectiveness of the Board depends on various factors, some of which are derived from the functions of the Board. A structured performance evaluation exercise was carried out based on criteria such as Board / Committee compositions, dynamics and functioning of the Board, Business Strategy, Governance & Monitoring role, Financial reporting, Internal Audit, internal Controls and Advisory role etc.

## REMUNERATION OF DIRECTORS

### Details of Remuneration to Directors:

#### Remuneration to Executive Director

Remuneration of the Whole-time Director consists of the fixed component and a variable performance incentive. The Nomination and Remuneration Committee makes periodical appraisal of the performance of the Whole-time Director based on a detailed performance evaluation, and recommends the compensation payable to them, within the parameters approved by the shareholders, to the Board for their approval.

During the financial year 2020-21, remuneration paid to the Whole-time Director was as under:

Mr. Praveen Bhatnagar, Whole-Time Director draws salary from wholly-owned subsidiary of the Company, Veritas Polychem Private Limited Rs. 36,00,000/- p.a.

The Company has no Employee Stock Options Scheme in force at present.

#### Remuneration and Shareholding (as on March 31, 2021) of the Non-Executive Directors

During the year under review, no remuneration was paid to Non-Executive, Non-independent Directors.

All the Independent Directors receive remuneration by way of sitting fees for attending meetings of the Board and Audit Committees Meetings.

The details of remuneration along with the Shareholding of the Non-Executive Directors are as under:

Names of Directors	Category of Non-Executive Directorship	Sitting Fees	No. of Shares (Face Value 1/- each)	% of Shareholding
Mr. Nitinkumar Didwania	Non-Executive, Promoter Director	-	92,50,000	34.50
Mr. Kunal Sharma	Non-Executive Additional Director	-	-	-

Ms. Kamala Aithal	Independent Directors	29,000	-	-
Mr. Vijay Shah	Independent Directors	37,000	-	-
Ms. Purvi Matani	Independent Directors	37,000	-	-

Details of service contracts, notice period and severance fees of the Executive Director as on March 31, 2021

Name of Director	Praveen Bhatnagar
Date of contract	12 <sup>th</sup> June, 2018
Terms of contract	5 years (as per agreement)
Notice Period	3 Months
Severance Fees	NIL

#### STAKEHOLDERS' RELATIONSHIP COMMITTEE

Pursuant to the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations read with Part D of Schedule II thereto, the Company has in place, a Stakeholders' Relationship Committee ("SRC"). The Chairman of the Committee is an Mr. Nitinkumar Didwania, Non-Executive, Non-Independent Director. Mr. Praveen Bhatnagar, Whole-Time Director and Ms. Purvi Matani, Independent Director are the other members of the Committee.

The Company Secretary of the company acts as a Secretary to the Committee.

#### Meeting and attendance:

During the FY21 Stakeholders' Relationship Committee has met 1 (one) time i.e. 12<sup>th</sup> February, 2021

The following is the constitution of the SRC Committee along with the meeting and attendance during the year:

Name of the Director	Type of Membership	Number of meetings during the Financial Year 2020-21	
		Held	Attended
Mr. Nitinkumar Didwania	Chairman	1	1
Mr. Praveen Bhatnagar	Member	1	1
Ms. Purvi Matani	Member	1	1

As per Secretarial Standards, the Chairman of the Committee or, in his absence, any other Member of the Committee authorized by him in this behalf shall attend the General Meetings of the Company. The Chairman of the Committee, Mr. Nitinkumar Didwania was present at the 35<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2020.

The role and terms of reference of the Committee covers the areas as contemplated under Regulation 20 read with Part D of Schedule II of the Listing Regulations besides the other terms as referred by the Board of Directors.

- The Committee meets, as and when required, to inter alia, deal with matters relating to transfer/transmission of shares,
- request for issue of duplicate share certificates
- monitor redressal of the grievances of the security holders of the Company relating to transfers, non-receipt of Annual Report, non-receipt of dividends declared, etc.
- The Committee is also authorised to approve request for transmission of shares and issue of duplicate share certificates.
- Other matters as may be required for aforesaid purposes

**Name and Designation of Compliance Officer**

Prasad A Oak

Vice President – Legal and Company Secretary

During the year under review, the complaints received from the shareholders were resolved and are regularly reported to BSE Ltd. as per Regulation 13 of SEBI (LODR) Regulations, 2015.

**CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)**

The Company has constituted a Corporate Social Responsibility Committee pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 Mr. Nitinkumar Didwania, Non-executive, Non-independent Director, Mr. Praveen Bhatnagar, Whole-Time Director and Ms. Purvi Matani, Independent Director are the members of the Committee. The Company Secretary of the Company acts as a Secretary to the Committee.

During the FY21 the CSR Committee has met once on 12<sup>th</sup> February, 2021.

The following is the constitution of the CSR Committee along with the meeting and attendance during the year:

Name of the Director	Type of Membership	Number of meetings during the Financial Year 2020-21	
		Held	Attended
Mr. Nitinkumar Didwania	Chairman	1	1
Mr. Praveen Bhatnagar	Member	1	1
Ms. Purvi Matani	Member	1	1

The terms of reference of the Corporate Social Responsibility Committee is in accordance with Section 135 of the Act and inter alia includes:

- To formulate and recommend to the Board of Directors, a CSR policy which shall indicate the activities to be undertaken by the Company as per the Schedule VII to the Act;
- To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- To monitor the CSR policy of the Company from time to time; and

- Any other matter as the CSR Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time.

## GENERAL BODY MEETINGS

Details of location, time & date of last three Annual General Meetings are given below

Financial Year	Date	Location	Time
2019-2020	September 30, 2020 (35th AGM)	Through Video Conference ("VC") or Other Audio Visual Means ("OAVM") (Deemed venue: Registered office of the Company at Fort, Mumbai)	11:00 A.M
2018-2019	September 27, 2019 (34th AGM)	20 Downtown Hall, 2nd Floor, Eros Theatre Building, Churchgate, Mumbai 400 020	11:00 A.M
2017-2018	September 28, 2018 (33rd AGM)	20 Downtown Hall, 2nd Floor, Eros Theatre Building, Churchgate, Mumbai 400 020	11:45 A.M

### Special Resolutions passed in the previous three Annual General Meetings (AGMs)

During the Annual General Meetings held in the last 3 years i.e. for FY18 to FY20 no approvals of the Members were required to be obtained by passing special resolutions in AGMs.

### Resolutions passed through postal ballot & details of voting pattern

During the year under review, no resolution was passed through postal ballot.

## MEANS OF COMMUNICATION

The Company recognizes the importance of two-way communication with shareholders and of giving a balanced reporting of results and progress and responds to questions and issues raised in a timely and consistent manner. Shareholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions in person at the Annual General Meeting. Some of the modes of communication are mentioned below:

### Quarterly Results

The quarterly, half-yearly and annual financial results of the Company are normally published in one leading national (English) business newspaper and in one vernacular (Marathi) newspaper viz. Mumbai edition of "The Free Press Journal" and "Navshakti" newspaper.

### Website

In compliance with Regulation 46 of the Listing Regulations, the company's website contains a separate section under 'Investors Information' for use of shareholders. The quarterly, half-yearly and annual financial results are promptly and prominently displayed on the website. Annual Reports, Quarterly Corporate Governance Report, Shareholding Pattern and other Corporate

Communications made to the Stock Exchanges are also available on the website. Annual Reports of subsidiaries companies are also posted on the website.

BSE has developed a web-based application called **BSE Corporate Compliance and Listing Centre** for corporates. All the quarterly, half-yearly and yearly compliances are filed electronically on BSE Listing Centre.

**Exclusive email ID for investors:**

The Company has designated the email id [corp@veritasindia.net](mailto:corp@veritasindia.net) exclusively for investor servicing, and the same is prominently displayed on the Company's website [www.veritasindia.net](http://www.veritasindia.net).

**GENERAL SHAREHOLDER INFORMATION**

Annual General Meeting Date, Time and Venue	36 <sup>th</sup> Annual General Meeting September 30, 2021 (Thursday) at 11:00 A.M IST Venue: Through Video Conference or Other Audio-Visual Means with Registered Office of the Company deemed to be the venue of the 36 <sup>th</sup> Annual General Meeting and proceedings of the AGM.
Financial Year	April 01 to March 31
Schedule (Tentative) for declaration of financial results during the FY22	First quarter - Up to August 14, 2021 Second quarter - Up to November 14, 2021 Third quarter - Up to February 14, 2022 Annual & fourth quarter - Up to May 30, 2022 Annual General Meeting - Up to 30 <sup>th</sup> September, 2022
Dividend Payment Date	<b>On or after October, 01 2021</b> (subject to declaration of dividend by the Members at the 36 <sup>th</sup> AGM)
Listing on Stock Exchanges	Company's Shares are listed at: BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 The Company hereby confirms that it has made the payment of Annual Listing Fees to BSE Limited
Stock Code / Symbol ISIN	Scrip code: 512229 ISIN: INE379J01029
Registrar & Share Transfer Agent	Universal Capital Securities Private Limited (100% subsidiary of Link Intime India Pvt. Ltd.) are the Share Transfer Agents of the Company. The Contact details are given below: <b>Universal Capital Securities Private Limited</b> <b>Corporate Off:</b> C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083. Tel Nos. 022- 28207203 / 05 Tele fax. 022- 28207207 Email: ravi@urtsec.in/info@unisec.in

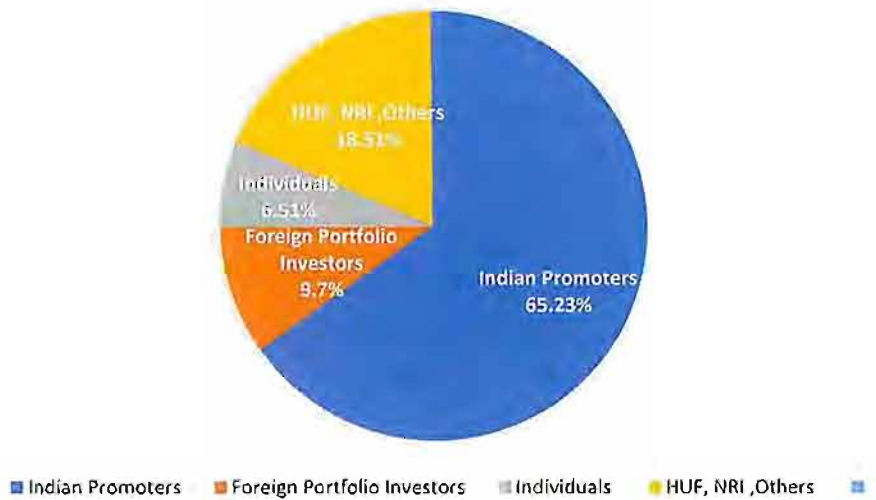
### Share Transfer System

For administrative convenience and to facilitate speedy approvals, authority has been delegated to the Share Transfer Agents (RTA) to approve share transfers up to specified limits. Share transfers/ transmissions approved by the RTA and/or the authorized executives are placed at the Board Meeting from time to time. Stakeholders Relationship Committee is authorized to approve transfer of shares in the physical segment. The Committee has delegated authority for approving transfer and transmission of shares and other related matters to the executives of the Company. A summary of all the transfers/ transmissions etc. so approved by the executives of the Company is placed at every Committee Meeting. Shares sent for transfer in physical form are registered and returned within a period of fifteen days from the date of receipt of the documents, provided the documents are valid and complete in all respects. In case of shares in electronic form, the transfers are processed by NSDL / CDSL through respective Depository Participants.

### Shareholding pattern as on 31<sup>st</sup> March, 2021:

Category of Shareholders	No. of Shares held	% of holding
<b>Promoter and Promoter Group:</b>		
-Indian	1,74,87,067	65.23
-Foreign	0	0
<b>Sub-total (A)</b>	<b>1,74,87,067</b>	<b>65.23</b>
<b>Public:</b>		
<b>Institutions:</b>		
-Foreign Portfolio Investors	2600000	9.70
<b>Non Institutions:</b>		
-Individuals		
Individual share capital upto Rs. 2 Lacs	615479	2.30
Individual share capital in excess of Rs. 2 Lacs	1127853	4.21
-HUF/ NRI/ Trust Bodies Corporate/ IEPF/ Clearing Members/ Others	4979601	18.57
<b>Sub-Total (B)</b>	<b>93,22,933</b>	<b>34.77</b>
<b>Grand Total (A+B)</b>	<b>2,68,10,000</b>	<b>100.00</b>

## Shareholding Pattern as on March 31, 2021



### Distribution of Shareholding as on March 31, 2021

Number of Shares (in terms of nominal value)		Shareholders		Shares	
From	To	Number	% of Total	Held	% of Total
1	500	714	82.258	62,438	0.233
501	1000	51	5.876	38,448	0.143
1001	2000	38	4.378	55,425	0.207
2001	3000	12	1.382	29,396	0.110
3001	4000	7	0.806	23,704	0.088
4001	5000	12	1.382	55,603	0.207
5001	10,000	14	1.613	1,09,562	0.409
10,000	And above	20	2.304	2,64,35,424	98.603
<b>Total</b>		<b>868</b>	<b>100.000</b>	<b>2,68,10,000</b>	<b>100.000</b>

### Dematerialization of shares and liquidity

As on March 31, 2021, 85.08 % of the total equity share capital is held in dematerialised form with NSDL and CDSL.

Note: Trading in the Equity Shares of the Company is permitted only in Dematerialized form in accordance with the circular issued by SEBI.

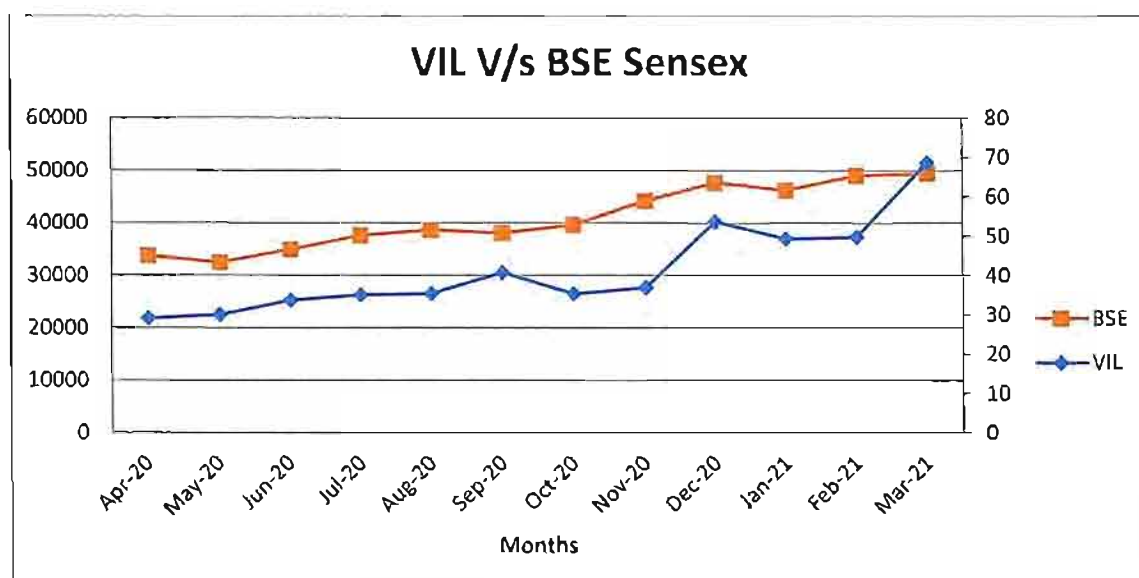
### Market Price Data of the Shares of the Company listed on BSE



Month	Equity Shares	
	BSE Limited	
	High (Rs.)	Low (Rs.)
April 2020	29.1	25.1
May 2020	32.55	29.65
June 2020	35.6	30
July 2020	36.3	32.85
August 2020	40.05	34.7
September 2020	40.7	33.45
October 2020	43.95	34.75
November 2020	38.85	36
December 2020	53.75	36.3
January 2021	64	49.45
February 2021	53.15	43.95
March 2021	68.7	47.8

Share Price performance in comparison to S & P BSE Sensex

VIL V/s BSE Sensex



\*The above graphs are prepared on the basis of closing prices on last trading day of every month

**The Company has not issued any Global Depository Receipt / American Depository Receipt / Warrant or any convertible instrument, which is likely to have impact on the Company's Equity.**

**Commodity price risk or foreign exchange risk and hedging activities**

The Company does not trade in commodities. The relevant details of foreign exchange exposure and risk / hedging activities are provided in Note No. 33 of Standalone Financial Statements.

**Custodian Fees**

The Company has paid custodian fees for folios maintained by National Securities Depository Limited and Central Depository Services (India) Limited for the FY21, as per the Invoices received.

**Plant Locations**

The Company being in the International Trade and Distribution business there are no manufacturing units or plants of the company.

**Address for Correspondence**

Veritas (India) Limited  
Investor Relations Department  
Veritas House, 3<sup>rd</sup> Floor,  
70, Mint Road, Fort, Mumbai – 400001.  
Tel: +91 - 22 - 2275 5555 / 6184 0000  
Fax: +91 - 22 - 2275 5556 / 6184 0001  
E-mail: [corp@veritasindia.net](mailto:corp@veritasindia.net)  
Your Company can also be visited at its website: <http://www.veritasindia.net>

**Company Secretary and Compliance officer**

Mr. Prasad A Oak  
Veritas House, 70 Mint Road,  
Fort, Mumbai - 400 001. INDIA  
Tel: +91 - 22 - 2275 5555 / 6184 0000  
Fax: +91 - 22 - 2275 5556 / 6184 0001  
E-mail : [corp@veritasindia.net](mailto:corp@veritasindia.net).

**Registrar and Share Transfer Agent**

Universal Capital Securities Private Limited  
C 101, 247 Park, LBS Road, Vikhroli West,  
Mumbai – 400083.  
Tel Nos. 022- 28207203/05  
Tele fax. 022- 28207207  
Email: [ravi@unisec.in](mailto:ravi@unisec.in) /[info@unisec.in](mailto:info@unisec.in)  
For all matters relating to transfer/dematerialization of shares, payment of dividend and any other query relating to Equity shares of your Company. Your Company has also designated

[corp@veritasindia.net](mailto:corp@veritasindia.net) as an exclusive email ID for Investors for the purpose of registering complaints and the same has been displayed on the Company's website.

## **CREDIT RATING**

The Company has been rated by CRISIL, however the Company has not availed any Banking Facility. Respective ratings are BBB+ in the long term and A2 in the short term

## **OTHER DISCLOSURES**

### **Policy for determining 'material' subsidiaries**

Your Company has formulated a Policy for Determining 'Material' Subsidiaries as defined in Regulation 16 of the Listing Regulations. This Policy has also been posted on the website of the Company and can be accessed through web link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

### **Policy on Materiality of and Dealing with Related Party Transactions**

Your Company has formulated a Policy on Materiality of and Dealing with Related Party Transactions in accordance with relevant provisions of Companies Act, 2013 and Listing Regulation which specify the manner of entering into related party transactions. This Policy has also been posted on the website of the Company and can be accessed through web link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp). All the related party transactions are approved by the Audit Committee prior to entering into the transaction.

During the financial year 2020-21, the approval of shareholders was taken for related party transactions exceeding the limits as per Companies Act, 2013 in the annual general meeting held on 30<sup>th</sup> September, 2020 of the Company.

Further, there were no material significant Related Party Transactions and pecuniary transactions that may have potential conflict of interest. The details of Related Party Transactions are disclosed in financial section of this Annual Report.

### **Whistleblower Policy**

Your Company has established a Vigil Mechanism/ Whistle Blower Policy to enable stakeholders (including Directors and employees) to report unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The Policy provides adequate safeguards against victimization of Director(s)/ employee(s) and direct access to the Chairman of the Audit Committee in exceptional cases. Your Company hereby affirms that no Director/ employee have been denied access to the Chairman and that no complaints were received during the year.

The Whistle Blower Policy is available on the website of the Company and can be accessed at the web link [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp) and circulated to all the Directors/employees.

### **Reconciliation of Share Capital Audit**

Pursuant to Regulation 55A of the Listing Regulations with the stock exchanges, the Company has engaged a qualified practising Company Secretary to carry out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with

the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL. The Company files copy of this certificate with the Stock Exchange as required.

**Disclosure of accounting treatment in preparation of financial statements**

The Company has adopted and prepared the financial statements of the Company in accordance with Indian Accounting Standards (IND AS) and comply with the Accounting Standards specified under Section 133 of the Act and Companies (Indian Accounting Standards) Rules, 2015.

**Code for Prevention of Insider Trading Practices**

The Company has instituted a comprehensive Code of Conduct for Prevention of Insider Trading and the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations"). All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code. Veritas Code of Conduct has been formulated to regulate monitor and ensure that the reporting of trading by the Employees and Connected persons are in accordance with the procedures as laid down in the guidelines and caution them of the consequence of violations.

**Disclosures with respect to Demat suspense account/ unclaimed suspense account**

The Company does not have any shares in the Demat suspense account/unclaimed suspense account.

**Details of Non-Compliances:**

Your Company has generally complied with all the requirements of regulatory authorities. There has been no instance of non-compliance by the Company on any matter related to capital markets.

**Compliance with Mandatory requirements:**

Your Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance.

**Compliance with Non-mandatory requirements**

The Company has complied with the mandatory Corporate Governance requirements under the SEBI Listing Regulations, read with the Disclosures specified below. The provisions of Schedule V Part C read with Schedule II Part E, further states that the non-mandatory requirements adopted by the Company be highlighted in the Corporate Governance Report. Accordingly, the Company has complied with the following non-mandatory requirements:

During the year, the Office of Chairman and the Whole-Time Director was held by distinct individuals. The Internal Auditors have direct access to the Audit Committee and present their Internal Audit observations to the Audit Committee.

**Disclosures in relation to the Sexual Harassment of Women at (Prevention, Prohibition and Redressal) Act, 2013**

There was no complaint received in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **Details of total fees paid to the Statutory Auditors**

The total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor is mentioned in the Note No. 27.1 of Notes to consolidated financial statements for the year ended 31<sup>st</sup> March, 2021.

#### **Material Subsidiary Companies**

Regulation 16 of the Listing Regulations defines a "material subsidiary" to mean a subsidiary, whose income or net worth exceeds twenty percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. Under this definition, the Company has unlisted material subsidiary, Veritas Agro Ventures Private Limited and Veritas Polychem Private Limited, incorporated in India.

The Company has formulated a policy for determining its 'Material' Subsidiaries and the same is available on the website of the Company and can be accessed through web-link: [http://www.veritasindia.net/investor\\_downloads.asp](http://www.veritasindia.net/investor_downloads.asp)

#### **Shareholders' Right**

The Quarterly / Half-Yearly / Annual Results of the Company are published in English and Vernacular newspapers and are also displayed on the Company's website, <http://www.veritasindia.net> and at the website of the Stock Exchanges, where the shares of the Company are listed / traded, as soon as the results are approved by the Board. These are not sent individually to the Members.

#### **Auditors' Report**

The Auditors' Report to the Members on the Financial Statements of the Company for the year ended March 31, 2021 does not contain any qualification, reservation or adverse remark.

**Declaration by the Chairman under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**I hereby confirm that:**

the Company has obtained from all the members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the financial year ended 31<sup>st</sup> March, 2021.

**For and on Behalf of the Board of Directors**

**Sd/-  
Nitinkumar Didwania  
Chairman  
DIN:00210289**

**Place: Mumbai  
Date: 13<sup>th</sup> August, 2021**

## CERTIFICATE ON CORPORATE GOVERNANCE

[Under Regulation 34(3) read with Schedule V(E) of the Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

**The Members of Veritas (India) Limited**

We have examined the compliance of conditions of Corporate Governance by **Veritas (India) Limited (the Company)**, for the year ended on **March 31, 2021**, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the said Company. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

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

In our opinion and to the best of our information and according to the explanation given to us, and the representations made by the Management and considering the relaxations granted by Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 except the following provisions:

1. *Requirement pertaining to the composition of Board including failure to appoint women director as specified in Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was not complied with and therefore Fine of Rs. 3,83,500/-was levied against the Company for the quarter ended September 2020. However, later the fine was waived by the Exchange after the Company made a representation for waiver of fine.*

The Company has made all the defaults good by complying with the above Regulation.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Mumbai  
Date: July 22, 2021

For JMJA & Associates LLP,  
Practising Company Secretaries

Sd/-  
CS Mansi Damania  
Designated Partner  
FCS: 7447 | COP: 8120  
UDIN: F007447C000673741



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
**VERITAS (INDIA) LIMITED**  
Veritas House, 3rd Floor,  
70, Mint Road, Fort, Mumbai 400001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Veritas (India) Limited** bearing CIN L23209MH1985PLC035702 and having registered office at Veritas House, 3rd Floor, 70, Mint Road, Fort, Mumbai 400001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. We believe it is the responsibility of the Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Companies Act, 2013 ("Act") and SEBI Listing Regulations.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr.No.	Name of Director	DIN	Date of Appointment
1	Mr. Nitinkumar Dindayal Didwania	00210289	December 05, 2007
2	Mr. Praveen Bhatnagar	01193544	June 12, 2018
3	Mr. Vijay Haridas Shah	03502649	August 14, 2019
4	Mr. Kunal Sharma	03553398	September 04, 2020
5	Ms. Kamala Rahul Aithal	07832519	May 25, 2017
6	Ms. Purvi Samir Matani	08536917	August 14, 2019

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of

the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For JMJA & Associates LLP,  
Practising Company Secretaries  
Peer Review Certificate No. 980/2020

Sd/-  
CS Mansi Damania  
Designated Partner  
FCS: 7447 | COP: 8120  
UDIN: F007447C000673013

Place: Mumbai  
Date: July 22, 2021

Annexure V

Details pertaining to Remuneration as required under Section 197(12) of The Companies Act, 2013 read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Requirement	Disclosure		
		Name of the Directors	Remuneration	Ratio to median Remuneration
1.	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year	Nitinkumar Dindayal Didwania (Chairman & Non-Executive Director)	-	-
		*Praveen Bhatnagar (Whole-Time Director)	-	-
		Kunal Sharma (Non-Executive Director)	-	-
		Vijay Haridas Shah (Independent Director)	-	-
		Kamala Rahul Aithal (Independent Director)	-	-
		Purvi Samir Matani (Independent Director)	-	-

\*Mr. Praveen Bhatnagar was appointed as a Whole Time Director of the Company draws salary from Wholly-owned subsidiary, Veritas Polychem Private Limited

Notes:

- i. The median remuneration of employees of the Company was INR 3,72,560/-
- ii. The Commission for financial year 2020-21 (FY21) payable to Directors is also included in the total Remuneration.
- iii. For this purpose, the Sitting Fees paid to the Independent Directors have not been considered as remuneration.
- iv. Figures have been rounded off wherever necessary.

Sr. No.	Requirement	Disclosure		
		Name of the Directors	Designation	% Change (to be read with notes)
2.	The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year (Name with % change in the financial year 2020-21) (To be read with notes below)	Nitinkumar Dindayal Didwania	Chairman & Non-Executive Director	-
		*Praveen Bhatnagar	Whole-Time Director	-
		Kunal Sharma	Non-Executive Director	-
		Vijay Haridas Shah	Independent Director	-
		Kamala Rahul Aithal	Independent Director	-
		Purvi Samir Matani (Independent Director)	Independent Director	-
		Mr. Rajaram Shanbhag	Chief Financial Officer	-20.83
		Mr. Prasad A Oak	Company Secretary	-23.26

**Notes:**

3.	The percentage increase/decrease in the median remuneration of employees in the financial year	Due to change in number of employees
4.	The number of permanent employees on the rolls of company (As on March 31, 2021)	18
5.	Average percentage increase/decrease already made in the salaries of employees other than the Managerial Personnel in the last Financial Year and its comparison with the percentage increase in the Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the Managerial Remuneration	Average percentage decrease in the salaries of employees' other than the Managerial Personnel in the financial year 2020-2021 was -6.29%
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

		it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of your Company.
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**For and on Behalf of the Board of Directors**

**Sd/-  
Nitinkumar Didwania  
Chairman  
DIN:00210289**

**Place: Mumbai  
Date: 13<sup>th</sup> August, 2021**

## Annexure VI

### NOMINATION AND REMUNERATION POLICY ON APPOINTMENT OF DIRECTORS AND EMPLOYEES AND THEIR REMUNERATION

#### I. General:

The Companies Act, 2013, the Rules made there under in terms of Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") requires every Company to formulate the criteria for determining qualifications, positive attributes and independence of directors. The Company is also required to adopt a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

Accordingly, the Nomination and Remuneration Committee (NRC) of the company has adopted the following policy and procedure with regard to identification and nomination of persons who are qualified to become directors and who may be appointed at senior management level.

#### II. Criteria for identifying persons for appointment as Directors and Senior Management:

The Nomination and Remuneration Committee (NRC) is responsible for evaluating the qualification of each director candidates and of those directors who are to be nominated for election by shareholders at each Annual General Meeting or Extra-ordinary General Meeting of shareholders and for recommending duly qualified director nominees to the Board of Directors. The qualification criteria set forth herein are designed to describe the qualities and characteristics required for the Board as a whole and for the Board members.

#### Directors:

1. Candidates for Directorship should possess adequate qualifications, skills and expertise in one or more fields of finance, law, general corporate management, information management, science and innovation, public policy, financial services, sales & marketing and other disciplines as may be identified by the NRC and/or the Board from time to time, that may be relevant to the Company's business.
2. The director candidates should have completed the age of 21 years. The maximum age of executive directors shall not be more than 70 years at the time of appointment / re-appointment. However, a candidate who has attained the age of 70 years may be appointed if approved by shareholders by passing of special resolution.
3. The Board has not established specific education, years of business experience or specific types of skills for Board members, but, in general, expects qualified directors to have ample experience and a proven record of professional success, leadership and the highest level of personal and professional ethics, integrity and values.
4. The candidate to be appointed as Director shall have a Director Identification Number (DIN) allotted under section 154 of the Companies Act, 2013 (Act) and duly complied with DIN KYC norms.
5. In addition any person to be appointed as a Managing Director or whole-time director in the Company (hereinafter referred to as 'Executive Directors') shall have to meet the following requirements for being eligible for appointment set out in Part I of Schedule V of the Act and the limits of directorships set out in listing agreement with stock exchanges.
6. Above all, every candidate for Directorship on the Board should have the following positive attributes:

- Possesses a high level of integrity, ethics, credibility and trustworthiness;
- Ability to handle conflict constructively and possess the willingness to address critical issues proactively;
- Is familiar with the business of the Company and the industry in which it operates and displays a keen interest in contributing at the Board level to the Company's growth in these areas;
- Possesses the ability to bring independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management and resource planning;
- Displays willingness to devote sufficient time and attention to the Company's affairs;
- Values Corporate Governance and possesses the skills and ability to assist the Company in implementing good corporate governance practices;
- Possesses leadership skills and is a team player.

#### 7. Criteria for Independence applicable for selection of Independent Directors:

The Company may select the candidate from data bank(s) containing name, address, qualification of persons who are eligible and willing to act as Independent Director maintained by relevant institute or association as may be notified by the Central Government having expertise in creation and maintenance of such data bank.

The prospective candidates for appointment as an Independent Director shall have to meet the criteria of Independence laid down in sub-section (6) of Section 149 of the Act and in terms of Regulation 25 of the Listing Regulations.

Such Candidates shall submit a Declaration of Independence to the NRC / Board, initially and thereafter, annually, based upon which, the NRC / Board shall evaluate compliance with this criterion for Independence.

In the process of shortlisting Independent Directors, the Board shall ensure that there is appropriate balance of skills, experience and knowledge in the Board so as to enable the Board to discharge its functions and duties effectively.

#### 8. Change in status of Independent Director:

Every Independent Director shall be required to inform the NRC / Board immediately in case of any change in circumstances that may put his or her independence in doubt, based upon which, the NRC / Board may take such steps as it may deem fit in the best interest of the company.

### **III. Directors selection procedure**

1. Upon instructions/guidelines of Board of Directors Human Resources (HR) department shall identify and recommend appropriate candidates for selection to the Board based on director's qualification criteria.

2. For each shortlisted director candidate considered for selection to the Board, the Nomination and Remuneration Committee shall evaluate each director candidate and recommend to the Board any duly qualified director candidates.

3. To aid in the short listing and screening process the Nomination and Remuneration Committee may take the support of professional agencies, conduct interviews or have a personality check undertaken or take any other steps as may be considered necessary to ensure that the right candidates are identified.

4. A determination of a director's qualifications to serve on the Board shall be made by the Board, upon the recommendation of the Committee, prior to nominating said director for selection at the Company's next Annual General Meeting.

5. The company shall issue a formal letter of appointment to independent directors in the manner as provided in Paragraph IV (4) of Schedule IV of the Act.

**IV. Removal of Director:**

1. If a Director incurs any disqualification mentioned under the Companies Act, 2013 or any other applicable law, regulations, statutory requirement, the NRC may recommend to the Board with reasons recorded in writing for the removal of the said Director subject to the provisions of and compliance with the statutory provisions.

2. Such recommendations may also be made on the basis of performance evaluation of the Directors or as may otherwise be thought fit by the NRC.

**V. Remuneration Policy:**

1. All remuneration/fees/ compensation, payable to Directors shall be fixed by the Board of Directors and payment of such remuneration fees/ compensation shall require approval of shareholders in general meeting except for sitting fee payable to Independent Directors for attending Board/Committee meeting of the Company.

2. The Board shall decide on the remuneration/fees/compensation, payable to Directors based on the recommendations of the Nomination and Remuneration Committee.

1. The total managerial remuneration payable, to its directors, including Managing Director and Whole-time Director, (and its manager) in respect of any financial year shall not exceed eleven per cent of the net profits of the company for that financial year computed in the manner laid down in Section 198 of the Companies Act, 2013. Provided that the company in general meeting may, with the approval of the Central Government, authorize the payment of remuneration exceeding eleven per cent of the net profits of the company, subject to the provisions of Schedule V of the Act.

4. The Nomination and Remuneration Committee shall ensure the following while recommending the remuneration/fee/compensation payable to Directors:

- a. The remuneration payable to Non-Executive Directors (if any), shall not exceed 1% of the net profits of the Company.
- b. A Non-Executive director may be paid remuneration by way of fee for attending meetings of the Board or Committee thereof or for any other purpose whatsoever. The amount of such fee on upper side shall not exceed Rs.1,00,000/- for attending each meeting of the Board or Committee thereof or such higher amount as may be prescribed by the Central Government.
- c. **Sitting Fees:** Independent Directors receive remuneration in the form of sitting fees for attending the meetings of Board or Committee of the Company and its subsidiaries where such Director may be so appointed.
- d. **Commission:** The remuneration payable to the Independent Directors in the form of Commission may be paid within the monetary limits as may be approved by shareholders subject to the limit not exceeding 1% of the profits of the Company computed as per applicable provisions of the Companies Act, 2013.
- e. An independent director shall not be entitled to any stock option.



**VI. Remuneration to the Whole-Time Directors / KMPs / Senior Management Personnel:**

a. The Whole-Time Director / KMPs and Senior Management Personnel shall be eligible for a monthly remuneration as per the HR policy of the Company in force from time to time and in compliance with the required applicable provisions of the Companies Act, 2013. The total remuneration comprises of a fixed basis salary, perquisites as per the Company policy, retirement benefits as per company Rules and Statutory requirements, performance linked incentives (on an annual basis) based on the achievement of pre-set KRAs and long-term incentives based on value creation.

b. The remuneration payable to any one managing director; or whole-time director or manager shall not exceed five percent of the net profits of the company and if there is more than one such director remuneration shall not exceed ten per cent of the net profits to all such directors and manager taken together. Else the remuneration will be subject to approval of central government as may be required.

c. In case of inadequacy of profits, the Company shall pay remuneration to its Whole-Time Director in accordance with the provisions of the Schedule V of the Act.

In case the Company wants to pay remuneration in excess of the limits as prescribed under Schedule V of the Act, the same can be provided with the approval of Central Government.

d. If any Managerial Personnel draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund the sums to the Company and until such sums is refunded, hold it in trust for the Company. The Company shall not waive the recovery of such sum refundable to it unless permitted by the Central Government.

**For and on Behalf of the Board of Directors**

Sd/-

Nitinkumar Didwania

Chairman

DIN: 00210289

Place: Mumbai

Date: 13<sup>th</sup> August, 2021

# **M. P. Chitale & Co.**

## **Chartered Accountants**

Hamam House, Ambalal Doshi Marg, Fort, Mumbai - 400 001 • Tel : 22651186/ 22653023 / 24 • Fax : 2265 5334 • E-mail : office@mpchitale.com

### **INDEPENDENT AUDITORS' REPORT**

#### **TO THE MEMBERS OF VERITAS (INDIA) LIMITED**

#### **Report on the Audit of the Standalone Ind AS Financial Statements**

##### **Opinion**

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

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

##### **Basis for Opinion**

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

##### **Emphasis of Matter**

We draw attention to Note 44 to the standalone financial statements, which explains the fact that the Company through its wholly-owned subsidiary, Veritas Polychem Private Limited has initiated a setup of an integrated manufacturing complex at Dighi Port in the state of Maharashtra. The project is presently financed by the Company and would be suitably finance subsequently through appropriate means at appropriate time.

We draw attention to Note 1 to the standalone financial statements, which explains the uncertainties and management's assessment of the financial impact due to the lockdown and other restrictions imposed by the Government and condition related to the COVID-19 pandemic situation, for which definitive assessment of the impact would highly depend upon circumstances as they evolve in the subsequent period.

Our opinion is not modified in respect of above matters.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

### **Information Other than the Standalone Financial Statements and Auditors' Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Directors' Report including Annexures to Directors' Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. The Other information as above is expected to be made available to us after the date of this Auditors' report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated. When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application

of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I, a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) 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 and proper returns adequate for the purposes of our audit have been received from branches not visited by us.
  - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

- d) In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements comply with the Indian Accounting Standard specified under section 133 of the Act, read with the relevant rules thereunder.
- e) On the basis of written representations received from the Directors as on March 31, 2021 and taken on record by the Board of Directors, in its meeting held on June 30, 2021, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to Ind AS Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Further, our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the standalone financial statements;
- g) As required by Section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note No.32 to the standalone 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For M.P. Chitale & Co.**  
**Chartered Accountants**  
**ICAI FRN.101851W**

**Ashutosh Pednekar**  
**Partner**  
**ICAI Membership No. 041037**  
**UDIN 21041037AAAADH1362**

Place: Mumbai  
Date: June 30, 2021

**ANNEXURE 'I' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Veritas (India) Limited)**

- i. In respect of the Company's fixed assets:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment (fixed assets).
  - (b) The Property Plant and Equipment of the Company, are physically verified by the Management in a phased program of three years cycle. In our opinion, the programme is reasonable having regard to the size of the Company and the nature of its assets. In our opinion and as per the information given by the management, the discrepancies observed were not material and have been appropriately accounted in the books of account.
  - (c) According to the information and explanations given to us and based on verification of records, we report that the title deeds of immovable properties held as Property Plant and Equipment, are held in the name of the Company.
- ii) As explained to us, inventories have been physically verified by the management at reasonably regular intervals during the year. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.
- iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships and other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, paragraphs 3(ii) (a), (b) and (c) of the Order are not applicable.
- iv) According to the information and explanations given to us and on the basis of representation of the management which we have relied upon, the loans, investments, guarantees and security given to subsidiaries is covered u/s 185 and 186 of the Companies act 2013 is complied with.
- v) According to the information and explanations given to us, the Company has not accepted deposits from the public in terms of provisions of Sections 73 to 76 of the Companies Act, 2013.
- vi) Pursuant to the rules prescribed by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, company is not required to maintain cost records.
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company is

generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities.

- (b) As at the year-end, according to the records of the Company and information and explanations given to us, there were no disputed statutory dues payable in respect of income tax, goods and service tax and duty of customs except for the cases listed out below:

Name of Statute	Nature of amount disputed	Amount (Rs. In Lakhs)	Period to which amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act 1961	Income Tax	158.45	AY 2014-15	ITAT Appeal	-
Income Tax Act 1961	Income Tax	0.66	AY 2009-10	ITAT Appeal	-
Income Tax Act 1961	Income Tax	0.62	AY 2018-19	Assessing Officer	-
Income Tax Act 1961	Income Tax	636.92	AY 2017-18	Assessing Officer	-
Sales Tax	Sales Tax	877.78	AY 2013-14	CST APPEAL	-
Sales Tax	Sales Tax	427.80	AY 2014-15	VAT APPEAL	-

- viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowing to banks, as at the balance sheet date. The Company has not issued debentures nor borrowed any funds from financial institutions or Government.
- ix) In our opinion and according to the information and explanations given to us, there are no loans outstanding during the year or as at year end and no monies are raised by way of initial public offer or further public offer (including debt instruments). As a result, this clause is not applicable to the company.
- x) According to the information and explanations given to us and on the basis of representation of the management which we have relied upon, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.



- xi) According to the information and explanations given to us and on the basis of the computation made for managerial remuneration, the same has been paid in accordance with the requisite approvals mandated by provisions of Section 197 read with Schedule V to the Act.
- xii) Since the Company is not a nidhi company, this clause is not applicable to the Company.
- xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of the Act as applicable and the details of such transactions have been disclosed in the Ind AS Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) The Company has not entered into any non cash transactions with directors or persons connected with the directors.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For M.P. Chitale & Co.**  
**Chartered Accountants**  
**ICAI FRN.101851W**

**Ashutosh Pednekar**  
**Partner**  
**ICAI Membership No. 041037**  
**UDIN 21041037AAAADH1362**

**Place: Mumbai**  
**Date: June 30, 2021**

**ANNEXURE II TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 3(g) under "Report on Other Legal and Regulatory Requirements" of our report of even date)**

**Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")**

We have audited the Internal Financial Controls with reference to Financial Statements of **Veritas (India) Limited** ('the Company') as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and as 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 standalone 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 with reference to financial statements.

**Meaning of Internal Financial Controls with reference to Financial Statements**

A Company's Internal Financial Controls with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS 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 standalone 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 standalone Ind AS Financial Statements.

**Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

Because of the inherent limitations of Internal Financial Controls with reference to Financial Statements, 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 with reference to Financial Statements to future periods are subject to the risk that the Internal Financial Control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls with reference to Financial Statements and such Internal Financial Controls with reference to Financial Statements were operating effectively as at March 31, 2021, based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M.P. Chitale & Co.**  
**Chartered Accountants**  
**ICAI FRN.101851W**

**Ashutosh Pednekar**  
**Partner**  
**ICAI Membership No. 041037**  
**UDIN 21041037AAAADH1362**

**Place: Mumbai**  
**Date: June 30, 2021**

**VERITAS (INDIA) LIMITED**  
Balance Sheet as at 31st March 2021  
CIN : L23209MH1985PLC035702

(Amount in Rs.)

	Notes	As at 31 March 2021	As at 31 March 2020
<b>ASSETS</b>			
<b>1 Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	3,29,91,999	3,60,28,450
(b) Financial Assets			
(i) - Investments	4	3,28,35,44,863	3,02,54,06,532
(c) Deferred tax assets (Net)	28	11,10,385	47,95,129
(d) Other Non Current Assets	5	39,70,352	75,68,723
<b>Total Non Current Assets</b>		<b>3,32,16,17,599</b>	<b>3,07,37,98,834</b>
<b>2 Current Assets</b>			
(a) Inventories	6	36,72,336	16,11,659
(b) Financial Assets			
(i) - Trade Receivables	7	1,93,02,06,779	1,82,22,04,819
(ii) - Cash and Cash Equivalents	8	95,41,781	65,82,492
(iii) - Bank Balances other than Cash and Cash Equivalents	9	24,17,622	22,32,346
(iv) - Loans	10	27,42,64,621	36,26,28,509
(c) Other Current Assets	11	15,98,613	25,21,686
<b>Total Current Assets</b>		<b>2,21,77,01,752</b>	<b>2,19,77,81,511</b>
<b>Total Assets</b>		<b>5,53,93,19,351</b>	<b>5,27,15,80,345</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
<b>1 (a) Equity Share Capital</b>	12	2,68,10,000	2,68,10,000
(b) Other Equity	13	1,76,28,07,953	1,70,32,64,416
<b>Total Equity</b>		<b>1,78,96,17,953</b>	<b>1,73,00,74,416</b>
<b>Liabilities</b>			
<b>2 Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) - Trade Payables	14	2,08,38,04,873	-
(ii) - Other Financial Liabilities	15	4,46,52,357	6,12,43,058
(b) Deferred Tax Liabilities (Net)	28	-	-
(c) Provisions	16	8,62,378	10,57,468
<b>Total Non Current Liabilities</b>		<b>2,12,93,19,608</b>	<b>6,23,00,526</b>
<b>3 Current Liabilities</b>			
(a) Financial Liabilities			
(i) - Trade Payables	17	1,56,75,03,268	3,44,81,42,450
(ii) - Other Financial Liabilities	18	2,37,59,936	2,50,63,553
(b) Other current liabilities	19	88,60,069	1,92,896
(c) Provisions	20	79,43,544	76,563
(d) Current Tax Liabilities (Net)	21	1,23,14,973	57,29,941
<b>Total Current Liabilities</b>		<b>1,62,03,81,790</b>	<b>3,47,92,05,403</b>
<b>Total Equity and Liabilities</b>		<b>5,53,93,19,351</b>	<b>5,27,15,80,345</b>

The accompanying notes forms integral part of the Financial Statements

1 & 2

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Didwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

**VERITAS (INDIA) LIMITED**  
**Statement of Profit and Loss Account for the Year Ended 31st March 2021**  
**CIN : L23209MH1985PLC035702**

(Amount in Rs.)

	Notes	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>I Revenue From Operations</b>	<b>22</b>	4,22,85,46,857	5,42,69,89,856
<b>II Other Income</b>	<b>23</b>	8,41,41,999	6,92,80,514
<b>III Total Income (I+II)</b>		<b>4,31,26,88,856</b>	<b>5,49,62,70,370</b>
<b>IV Expenses</b>			
Purchase of Stock-in-Trade		4,07,65,16,244	4,06,44,04,954
Changes in Inventories of Stock-in-Trade		(20,60,678)	1,20,55,10,647
Employee Benefit Expenses	<b>24</b>	1,66,71,970	1,91,75,415
Depreciation and Amortisation Expenses	<b>3</b>	32,10,674	47,43,128
Finance Costs	<b>25</b>	25,43,149	34,09,674
Other Expenses	<b>26</b>	13,34,53,999	11,27,78,923
<b>Total Expenses (IV)</b>		<b>4,23,03,35,358</b>	<b>5,41,00,22,741</b>
<b>V Profit/ (loss) before tax (III-IV)</b>		<b>8,23,53,498</b>	<b>8,62,47,629</b>
<b>VI Tax Expense :</b>			
a) Current tax	<b>27</b>	1,89,20,013	2,13,87,438
b) Deferred tax		36,84,744	(1,49,69,247)
c) Mat credit	<b>27</b>	(80,12,142)	(74,51,075)
d) Earlier Years	<b>27</b>	-	24,52,665
<b>Total Tax Expense (VI)</b>		<b>1,45,92,615</b>	<b>14,19,781</b>
<b>VII Profit/ (loss) for the period (V-VI)</b>		<b>6,77,60,883</b>	<b>8,48,27,848</b>
<b>VIII Other Comprehensive Income</b>			
- Items that will not be reclassified to profit or loss		11,35,297	(8,07,934)
- Income tax relating to Items that will not be reclassified to profit or loss	<b>27</b>	(3,22,896)	2,30,777
<b>Total Comprehensive Income for the period (VIII)</b>		<b>8,12,401</b>	<b>(5,77,157)</b>
<b>IX Total Comprehensive Income for the period (VII+VIII)</b>		<b>6,85,73,284</b>	<b>8,42,50,691</b>
<b>X Earnings per equity share</b>	<b>30</b>		
a) Basic		2.53	3.16
b) Diluted		2.53	3.16

The accompanying notes forms integral part of the Financial Statements **1& 2**

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Director

Nitin Kumar Didwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

**VERITAS (INDIA) LIMITED**  
Statement of Cash Flows for the Year Ended 31st March, 2021  
CIN : L23209MH1985PLC035702

(Amount in Rs.)

Particulars	For the year ended 31st March 2021		For the year ended 31st March 2020	
<b>A Cash Flow From Operating Activities</b>				
Profits before Tax		8,23,53,498		8,62,47,629
Adjustment For				
Depreciation and Amortisation Expenses	32,10,674		47,43,128	
Fair Value adjustment of guarantee to subsidiaries	(1,65,82,500)		(1,65,82,500)	
Interest Income	(57,91,135)		(2,49,726)	
Interest & Finance Charges	25,43,149		34,09,673	
Change in the Fair Valuation of Investments	7,49,870		14,16,485	
Items that will not be reclassified to profit or loss	11,35,297		(8,07,934)	
Loss on sale of Wind Mill	-		61,96,113	
Dividend Received from Subsidiaries	(2,20,40,388)		(2,16,22,013)	
		(3,72,75,033)		(2,34,96,773)
<b>Operating Profit before working Capital Changes</b>		<b>4,50,78,465</b>		<b>6,27,50,856</b>
<b>Working Capital Changes</b>				
(Increase)/Decrease in Inventories	(20,60,678)		1,20,55,10,647	
(Increase)/Decrease in Non current Other Financial Liabilities	(1,65,90,700)		(1,67,95,692)	
(Increase)/Decrease in Non current Provision	(1,95,090)		1,98,000	
(Increase)/Decrease in Trade Receivables	(10,80,01,960)		(1,23,19,32,616)	
(Increase)/Decrease in Short Term Loans and Advances	8,83,63,888		(5,41,823)	
(Increase)/Decrease in Other Non Current Assets	(4,33,714)		(11,70,896)	
(Increase)/Decrease in Other Current Assets	9,23,073		23,70,362	
Increase/(Decrease) in Trade Payables	(1,88,06,39,181)		1,31,09,37,142	
Increase/(Decrease) in Non current Trade Payables	2,08,38,04,873		-	
(Increase)/Decrease in Other Financial Liabilities	(13,03,617)		(1,23,32,010)	
Increase/(Decrease) Other current liabilities	86,67,173		(7,18,183)	
Increase/(Decrease) in Provision	78,66,982		12,638	
(Increase)/Decrease in Working Capital		18,04,01,048		1,25,55,37,568
<b>Cash Generated from Operating Activities</b>		<b>22,54,79,513</b>		<b>1,31,82,88,423</b>
Tax Paid	(83,02,898)		(2,30,45,615)	
		(83,02,898)		(2,30,45,615)
<b>Cash Used (-)/ (+) generated for operating activities ( A )</b>		<b>21,71,76,615</b>		<b>1,29,52,42,808</b>
<b>B Cash Flow From Investing Activities</b>				
Addition of Fixed Assets	(3,55,905)		(56,68,850)	
Sale of Fixed Assets	1,81,682		2,50,00,252	
Purchase of Non-Current Investments	(25,83,88,201)		(1,55,14,60,608)	
(Increase)/ decrease in bank deposits and margin money	(1,85,275)		20,53,20,886	
Commission From Wholly Owned Subsidiaries	1,65,82,500		1,65,82,500	
Interest Income	57,91,135		2,49,726	
Dividend Received from Subsidiaries	2,20,40,388		2,16,22,013	
<b>Net Cash Used in Investing Activities ( B )</b>		<b>(21,43,33,676)</b>		<b>(1,28,83,54,081)</b>
<b>C Cash Flow From Financing Activities</b>				
(Repayment of)/Proceeds from Short Term Borrowings	-		-	
Interest & Finance Charges	(25,43,149)		(34,09,673)	
Dividend Paid	(13,40,500)		(13,40,500)	
<b>Net Cash Used in Financing Activities ( C )</b>		<b>(38,83,649)</b>		<b>(47,50,173)</b>
<b>D Net Increase (+)/ Decrease (-) in cash and cash equivalent Cash equivalent ( A+B+C)</b>		<b>(10,40,711)</b>		<b>21,38,554</b>
Cash and Cash Equivalent Opening Balance		65,82,492		44,43,938
Cash and Cash Equivalent Closing Balance		55,41,781		65,82,492

**VERITAS (INDIA) LIMITED**  
Statement of Cash Flows for the Year Ended 31st March, 2021  
CIN : L23209MH1985PLC035702

(Amount in Rs.)

Particulars	For the year ended 31st March 2021		For the year ended 31st March 2020	
<b>Closing Balances represented by:</b>				
<b>Cash and Bank Balances</b>				
Cash and Cash Equivalents				
(i) Balances with Banks		54,70,100		65,10,811
(ii) Cash on Hand		71,681		71,681
		<b>55,41,781</b>		<b>65,82,492</b>

The accompanying notes forms integral part of the Financial Statements

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Didwanla  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

Place: Mumbai  
Date: June 30, 2021

**VERITAS (INDIA) LIMITED**  
Statement of Changes in Equity as on 31st March, 2021

(Amount In Rs.)

**A EQUITY SHARE CAPITAL**

Particular	As at March 31,2021	As at March 31,2020
Outstanding at the beginning of the year	2,68,10,000	2,68,10,000
Changes in Equity Share Capital during the Financial Year	-	-
Outstanding at the end of the year	2,68,10,000	2,68,10,000

**B. OTHER EQUITY**

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Other Item of other Comprehensive Income/ (loss)	
<b>AS ON 31 MARCH 2020</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2019	97,11,68,750	65,64,52,601	4,14,725	1,62,80,36,076
Mat Credit	-	(74,51,075)	-	(74,51,075)
Profit for the year before OCI	-	8,48,27,849	-	8,48,27,849
Other Items (Actuarial Gain/ (Loss))	-	-	(8,07,934)	(8,07,934)
Dividends	-	(13,40,500)	-	(13,40,500)
Balance at the end of the reporting period i.e. 31st March, 2020	97,11,68,750	73,24,88,875	(3,93,209)	1,70,32,64,416

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Other Item of other Comprehensive Income/ (loss)	
<b>AS ON 31 MARCH 2021</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2020	97,11,68,750	73,24,88,875	(3,93,209)	1,70,32,64,416
Profit for the year before OCI	-	6,77,60,882	-	6,77,60,882
Mat Credit	-	(80,12,142)	-	(80,12,142)
Other Items (Actuarial Gain/ (Loss))	-	-	11,35,297	11,35,297
Dividends	-	(13,40,500)	-	(13,40,500)
Balance at the end of the reporting period i.e. 31st March, 2021	97,11,68,750	79,08,97,115	7,42,088	1,76,28,07,953

The accompanying notes forms integral part of the Financial Statements

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Didwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

Place: Mumbai  
Date: June 30, 2021



## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### 1 Corporate Information

Veritas (India) Limited ("The Company") is a Listed Public entity incorporated in India. The company is in the business of International Trade & Distribution of Polymers, Paper & Paper Boards, Rubber, Heavy Distillates, Chemicals, Development of Software, etc. The Company is also engaged in generation of Wind Energy.

#### Note on Covid

In March 2020, the World Health Organization (WHO) declared COVID-19 as a global pandemic. The basic presumption contained in the Financial Statements is that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of its operations. The said presumption has been made due to the fact that given the nature of its operations and the products handled the Company is expected to be able to generate sufficient cash flows and access funds in the future. Although, the financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to inability to reliably predict the outcome of the pace at which the outbreak expands and the high level of uncertainties arising therefrom, the management has considered all available information about the future, which was obtained after March 31, 2021, including the impact of the COVID-19 outbreak on customers, vendors and staff, as well as actual and projected foreseeable impact from various factors. The management has concluded that there has been no significant impact on the Company's profitability position, fair value estimates and this COVID-19 event is not expected to have an immediate material impact on the business operations. However, Management will continue to monitor the situation closely and will assess the need for additional measures in case the period of disruption becomes prolonged.

#### 2 Significant Accounting Policies

##### 2.1 Compliance with Ind AS

The Company's financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as these financial statements include the balance sheet, the statement of profit and loss, the statement of changes in equity and the statement of cash flows and notes, comprising a summary of significant accounting policies and other explanatory information—and comparative information in respect of the preceding period.

##### 2.2 Basis of Accounting

The Company maintains its accounts on accrual basis following the historical cost convention except certain financial instruments that are measured at fair values in accordance with Ind AS.

Fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level I inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access at measurement date

Level II inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level III inputs are unobservable inputs for the asset or liability

## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### 2.3 Presentation of financial statements

The financial statements are prepared and presented in the format prescribed in Division II – IND AS Schedule III to the Companies Act, 2013.

Disclosure requirements with respect to items in the financial statements, as prescribed in Schedule III to the Act, are presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Indian Accounting Standards.

Amounts in the financial statements are presented in Indian Rupees in line with the requirements of Schedule III. Per share data are presented in Indian Rupees.

#### a). Property, Plant and Equipment (PPE)

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation, amortization and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Depreciation on all Property, Plant and Equipment is provided based on useful life prescribed in Schedule II of the Companies Act, 2013 under Straight Line Method.

PPE not ready for the intended use on the date of the Balance Sheet is disclosed as "capital work-in-progress".

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

#### Type of Asset with Useful Life

Type of Asset	Useful Life
Leasehold Land	Over the Lease Period
Plant and Machinery used in windpower generation	22 Years
Other Plant and Machinery	15 Years
Office Equipment	5 Years
Computer Equipment	3 Years
Furniture and Fixtures	10 Years
Vehicle	8 Years

## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### b). Leases

##### i Leases

The Company assesses whether a contract contains a lease, at the inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company considers whether (i) the contract involves the use of identified asset; (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of lease and (iii) the Company has right to direct the use of the asset.

##### **As Lessee**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the site on which it is located, less any lease incentives received.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. The right-of-use assets and lease liabilities include these options when it is reasonably certain that the option will be exercised.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, generally, the Company uses its bank rate as the discount rate.

Lease payments included in the measurement of the lease liability comprises of fixed payments, including in-substance fixed payments, amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option.

The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Lease liability and the right of use asset have been separately presented in the balance sheet and lease payments have been classified as financing activities.

The Company recognises the lease payments associated with these leases as an expense in statement of profit and loss over the lease term. The related cash flows are classified as operating activities

## VERITAS (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2021

### As a Lessor

Leases for which the company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an Intermediate lessor, It accounts for its interest in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

### c). Intangible Assets and Amortisation

Intangible Assets are stated at cost of acquisition less accumulated amortisation /depletion and impairment loss, if any.

Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the Intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

### d). Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

### e). Inventories

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase and other overheads net of recoverable taxes incurred in bringing them to their respective present location and condition. The valuation of inventories is done on FIFO (first-in-first-out) Method.

### f). Impairment of Non Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

## VERITAS (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2021

### g). Provisions & Contingencies

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events for which it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated as at the balance sheet date.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. Information on contingent liabilities is disclosed in the notes to financial statements unless the possibility of an outflow of resources embodying economic benefit is remote.

A contingent asset is neither recognised in the financial statements nor disclosed in the financial statements.

### h). Employee Benefit Expenses

#### (i). Short Term Employee Benefits

All Employee Benefits payable wholly within twelve month of rendering the service are classified as Short Term Employee Benefits and they are recognised in the period in which the employee renders the related service.

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

#### (ii). Post Employment Benefits

##### Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company makes specified monthly payments to Provident Fund Scheme and other similar schemes for all applicable employees. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

##### Defined Benefit Plans

Gratuity liability is a defined benefit obligation which is provided on the basis of an actuarial valuation on Projected Unit cost method made at the end of each financial year. Actuarial gains/(losses) are recognised directly in other comprehensive income. This benefit is presented according to present value after deducting the fair value of the plan assets. The Company determines the net interest on the net defined benefit liability (asset) in respect of a defined benefit by multiplying the net liability (asset) in respect of a defined benefit by the discount rate used to measure the defined benefit obligation as they were determined at the beginning of the annual reporting period.

Accumulated leave is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

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

## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### i). Tax Expenses

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

##### **Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Minimum Alternative tax (MAT) Credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay Income Tax under the normal provisions during the specified period, resulting in utilisation of MAT Credit. In the Year in which the MAT Credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note Issued by the Institute of Chartered Accountants' of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will utilise MAT Credit during the specified period.

##### **Deferred Tax**

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

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

#### j). Foreign Currency

##### **Functional and presentation currency**

The financial statements of the Company are presented using Indian Rupee (INR) i.e. currency of the primary economic environment in which the entity operates ('the functional currency').

##### **Transactions and balances**

Foreign currency transactions are translated into the respective functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

#### k). Revenue Recognition

The Company has recognised revenue pursuant to a contract (other than a contract listed in paragraph 5 of Ind AS 115) only if the counterparty to the contract is a customer. A customer is a party that has contracted with an entity to obtain Goods and services that are an output of the entity's ordinary activities in exchange for consideration.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Escalation and other claims, which are not ascertainable/acknowledged by customers, are not taken into account. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### Criteria for recognition of revenue are as under:

##### a) Sale of Goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- (i) significant risks and rewards of ownership of the goods are transferred to the buyer;
- (ii) Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- (iii) it is probable that economic benefits associated with transaction will flow to the Company; and
- (iv) amount of revenue can be measured reliably;

b) Income from sale of electricity is recognized as per the terms and conditions of the agreement with the Customer.

c) Interest income is recognized on a time proportion basis taking into account amount outstanding and applicable interest rate.

d) Dividend is recognised when the company's right to receive the payment is established, which is generally when shareholders approve the dividend.

#### l). Financial Instruments

##### (i). Financial Instruments

###### Initial Recognition

Financial instruments i.e. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial instruments are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial instruments (other than financial instruments at fair value through profit or loss) are added to or deducted from the fair value of the financial instruments, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial instruments assets or financial liabilities at fair value through profit or loss are recognised in Statement of profit or loss.

###### Subsequent Measurement

###### Financial assets

All recognised financial assets are subsequently measured at amortized cost except financial assets carried at fair value through Profit and loss (FVTPL) or fair value through other comprehensive income (FVOCI).

## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### **a) Equity Investments (other than investments in subsidiaries, associates and joint venture)**

All equity investments falling within the scope of Ind-AS 109 are mandatorily measured at Fair Value Through Profit and Loss (FVTPL) with all fair value changes recognized in the Statement of Profit and Loss.

Investment in Subsidiary, associates and joint ventures. Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each reporting date

The Company has an irrevocable option of designating certain equity instruments as FVOCI. Option of designating instruments as FVOCI is done on an Instrument-by-Instrument basis. The classification made on initial recognition is irrevocable.

If the Company decides to classify an equity instrument as FVOCI, then all fair value changes on the instrument are recognized in Statement of Other Comprehensive Income (SOI). Amounts from SOI are not subsequently transferred to profit and loss, even on sale of investment.

#### **b) Derecognition**

A financial asset is primarily derecognized 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 with that 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.

#### **c) Impairment of financial assets**

The Company applies the expected credit loss model for recognising allowances for expected credit loss on financial assets measured at amortised cost.

#### **Financial Liabilities**

##### **Classification**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

##### **Subsequent Measurement**

Loans and borrowings are subsequently measured at Amortised costs using Effective Interest Rate (EIR), except for financial liabilities at fair value through profit or loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Amortisation is included as a part of Finance Costs in the Statement of Profit and Loss

Financial liabilities recognised at FVTPL, shall be subsequently measured at fair value.

##### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.



## VERITAS (INDIA) LIMITED

### Notes to Financial Statements for the year ended 31st March, 2021

#### **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

#### **Re-classification of financial instruments**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. 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. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies 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 business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest. The Company has not reclassified any financial asset during the current year or previous year.

#### **m). Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholder by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit after tax for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

#### **n). Segment Reporting**

Based on "Management Approach" as defined in Ind AS 108 -Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments. The Company concludes that it operates under two reporting segments viz (a) Trading, Distribution and Development and (b) Wind power generation. The secondary reporting segment is geographical segment based on location of customer viz domestic and overseas.

Unallocable items include general corporate income and expense items which are not allocated to any business segment.

#### **Segment Policies**

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the standalone financial statements of the Company as a whole. Common allocable costs are allocated to each segment on an appropriate basis.

#### **Key estimates and assumptions**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that impact the reported amount of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as on the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying financial statements. Difference between the actual and estimates are recognised in the period in which they actually materialise or are known. Any revision to accounting estimates is recognised prospectively. Management believes that the estimates used in preparation of Financial Statements are prudent and reasonable.

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2021

3. PROPERTY, PLANT AND EQUIPMENT- CURRENT YEAR

(Amount in Rs.)

Description	Cost of Deemed cost			Accumulated depreciation/Amortization.				Carrying Amount		
	As at 31st March, 2020	Additions	Deletions	As at 31st March, 2021	As at 31st March, 2020	Addition	Deletions	As at 31st March, 2021	As at 31st March, 2021	As at 31st March, 2020
<b>Tangible Assets</b>										
Freehold Land	6,00,000	-	-	6,00,000	-	-	-	-	6,00,000	6,00,000
Leasehold Land	1,22,61,020	-	-	1,22,61,020	10,81,405	3,50,500	-	14,31,905	1,08,29,115	1,11,79,615
Plant and Machinery	3,18,47,392	-	-	3,18,47,392	1,74,83,226	11,75,292	-	1,86,58,518	1,31,88,874	1,43,64,166
Computers Systems	22,62,718	98,650	-	23,61,368	19,75,894	1,13,995	-	20,89,889	2,71,479	2,86,824
Furniture & Fixtures	44,16,949	-	-	44,16,949	17,85,702	4,53,448	-	22,39,150	21,77,799	26,31,247
Motor Vehicles	30,55,276	-	-	30,55,276	25,84,801	1,10,472	-	26,95,273	3,60,003	4,70,475
Office Equipments	37,39,110	16,250	-	37,55,360	21,64,059	3,27,747	-	24,91,806	12,63,554	15,75,051
Right to use Assets	54,17,850	2,41,005	1,81,681	54,77,174	4,96,778	6,79,220	-	11,75,998	43,01,175	49,21,072
<b>Total Tangible Assets</b>	<b>6,36,00,315</b>	<b>3,55,905</b>	<b>1,81,681</b>	<b>6,37,74,539</b>	<b>2,75,71,865</b>	<b>32,10,674</b>	<b>-</b>	<b>3,07,82,539</b>	<b>3,29,91,999</b>	<b>3,60,28,450</b>
<b>Total Property, Plant and Equipment</b>	<b>6,36,00,315</b>	<b>3,55,905</b>	<b>1,81,681</b>	<b>6,37,74,539</b>	<b>2,75,71,865</b>	<b>32,10,674</b>	<b>-</b>	<b>3,07,82,539</b>	<b>3,29,91,999</b>	<b>3,60,28,450</b>

3. PROPERTY, PLANT AND EQUIPMENT- PREVIOUS YEAR

(Amount in Rs.)

Description	Cost of Deemed cost			Accumulated Depreciation				Carrying Amount		
	As at 31st March, 2019	Additions	Deletions	As at 31st March, 2020	As at 31st March, 2019	Additions	Deletions	As at 31st March, 2020	As at 31st March, 2020	As at 31st March, 2019
<b>Tangible Assets</b>										
Freehold Land	18,00,000	-	(12,00,000)	6,00,000	-	-	-	-	6,00,000	18,00,000
Leasehold Land	1,22,61,020	-	-	1,22,61,020	7,30,933	3,50,472	-	10,81,405	1,11,79,615	1,15,30,087
Plant and Machinery	5,64,95,653	-	(2,46,48,261)	3,18,47,392	1,01,08,523	20,26,599	53,48,104	1,74,83,226	1,43,64,166	4,63,87,130
Computers Systems	20,11,718	2,51,000	-	22,62,718	17,87,012	1,88,882	-	19,75,894	2,86,824	2,24,706
Furniture & Fixtures	44,16,949	-	-	44,16,949	13,32,491	4,53,211	-	17,85,702	26,31,247	30,84,458
Motor Vehicles	30,55,276	-	-	30,55,276	19,12,823	6,71,978	-	25,84,801	4,70,475	11,42,453
Office Equipments	37,39,110	-	-	37,39,110	16,08,851	5,55,208	-	21,64,059	15,75,051	21,30,259
Right to use Assets	-	54,17,850	-	54,17,850	-	4,96,778	-	4,96,778	49,21,072	-
<b>Total Tangible Assets</b>	<b>8,37,79,726</b>	<b>56,68,850</b>	<b>(2,58,48,261)</b>	<b>6,36,00,315</b>	<b>1,74,80,633</b>	<b>47,43,128</b>	<b>53,48,104</b>	<b>2,75,71,865</b>	<b>3,60,28,450</b>	<b>6,62,99,093</b>
<b>Total Property, Plant and Equipment</b>	<b>8,37,79,726</b>	<b>56,68,850</b>	<b>(2,58,48,261)</b>	<b>6,36,00,315</b>	<b>1,74,80,633</b>	<b>47,43,128</b>	<b>53,48,104</b>	<b>2,75,71,865</b>	<b>3,60,28,450</b>	<b>6,62,99,093</b>

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended  
31 March 2021

4 INVESTMENTS - NON CURRENT		
Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>1 Investments measured at Cost</b>		
<b>Investments in Equity Instruments - Unquoted</b>		
<b>Investment in Subsidiaries</b>		
Veritas Polychem Private Limited (CY 10,00,000 Equity shares of Rs.10 each) (PY 10,00,000 Equity shares of Rs.10 each)	1,00,00,000	1,00,00,000
Veritas International FZE (CY 16 Shares of AED 10,00,000 each) (PY 16 Shares of AED 10,00,000 each)	29,01,36,063	29,01,36,063
Verasco FZE (formally Hazel International FZE) (CY 35 Shares of AED 1,000 each) (PY 35 Shares of AED 1,000 each)	12,49,64,845	12,49,64,845
Veritas Agro Venture Private Limited (CY 10,000 Equity Shares of Rs. 10 each) (PY 10,000 Equity Shares of Rs. 10 each)	1,00,000	1,00,000
Veritas Infra & Logistics Private Limited (CY 10,000 Equity Shares of Rs.10 each) (PY 10,000 Equity Shares of Rs. 10 each)	1,00,000	1,00,000
<b>Other Investment</b>		
Quasi equity contribution to Veritas Polychem Private Limited (refer note no. 43)	2,85,29,83,036	2,59,45,94,835
<b>Total Unquoted</b>	<b>3,27,82,83,944</b>	<b>3,01,98,95,743</b>
<b>2 Investments measured at Fair Value through Profit and Loss</b>		
<b>Investments in Equity Instruments - Quoted</b>		
<b>Investments in others</b>		
Vitan Agro Industries Limited* (CY 4,00,000 Equity Shares of Rs 1 each) (PY 4,00,000 Equity Shares of Rs 1 each)	-	-
DB (International) Stock Brokers Limited (CY 5,00,000 Equity Shares of Rs.2 each) (PY 5,00,000 Equity Shares of Rs.2 each)	44,85,000	49,45,000
Rander Corporation Limited (CY 45,738 Equity Shares of Rs.10 each) (PY 45,738 Equity Shares of Rs.10 each)	5,18,669	5,29,189
CCL International Limited (CY 15,000 Equity Shares of Rs. 10 each) (PY 15,000 Equity Shares of Rs. 10 each)	2,57,250	36,600
<b>Total quoted</b>	<b>52,60,919</b>	<b>55,10,789</b>
<b>Total</b>	<b>3,28,35,44,863</b>	<b>3,02,54,06,532</b>

\* The Company has written off the value of Investment in the year FY 2019-20 which is falling under the scope of Ind-AS 109 to the full value.

## VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended  
31 March 2021

### 4.1 Information as required under paragraph 17(b) of Ind AS - 27 for Investment in Wholly owned Subsidiaries:

Name of the Subsidiary	Principal Place of Business	As at 31 March 2021	As at 31 March 2020
		<b>% of shareholdings</b>	
Veritas Polychem Private Limited	India	100	100
GV Offshore Private Limited	India	51	51
Veritas International FZE	UAE	100	100
Verasco FZE	UAE	100	100
Veritas Globe PTE Ltd	Singapore	100	100
Veritas Agro Ventures Private Limited	India	100	100
Veritas Infra & Logistics Private Limited	India	100	100

### 5 OTHER NON CURRENT ASSETS

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Loans and Advances</b>		
Advance Tax (Net of Provisions) (Refer Note 41)	23,65,742	63,97,827
Advance Gratuity	12,86,994	8,53,280
Security Deposits	3,17,616	3,17,616
<b>Total</b>	<b>39,70,352</b>	<b>75,68,723</b>

### 6 INVENTORIES

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(At Lower of Cost and net realizable value)		
Stock In Trade	36,72,336	16,11,659
<b>Total</b>	<b>36,72,336</b>	<b>16,11,659</b>

### 7 TRADE RECEIVABLES

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Trade Receivables</b>		
<b>Unsecured</b>		
Considered Good	1,93,02,06,779	1,82,22,04,819
Considered Doubtful	2,68,78,322	2,97,56,245
Less : Provision for Expected Credit Loss allowance on doubtful debts	(2,68,78,322)	(2,97,56,245)
<b>Total</b>	<b>1,93,02,06,779</b>	<b>1,82,22,04,819</b>

Trade Receivables includes amount receivable from Related Parties as under:

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Trade Receivables from related Parties		
Sanman Trade Impex Limited	12,84,178	-
<b>Total</b>	<b>12,84,178</b>	<b>-</b>

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the For the Year ended  
31 March 2021

<b>8 CASH AND CASH EQUIVALENTS</b>		
Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Cash and Cash Equivalents</b>		
(i) Balances with Banks In Current Accounts	54,70,100	65,10,811
(ii) Cash on Hand	71,681	71,681
<b>Total</b>	<b>55,41,781</b>	<b>65,82,492</b>
<b>9 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS</b>		
Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Other Bank Balances</b>		
(i) Unpaid Dividend Bank Accounts	22,09,053	20,35,482
(ii) Deposit with maturity for more than 12 months	-	-
(iii) Deposit with maturity for more than 3 months but less than 12 Months	2,08,569	1,96,864
<b>Total</b>	<b>24,17,622</b>	<b>22,32,346</b>
<b>10 LOANS - CURRENT</b>		
Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Unsecured Considered Good unless otherwise stated Loans and Advances</b>		
To Wholly Owned Subsidiaries (Refer Note No. 37)	27,40,96,121	27,36,34,742
Others	-	1,40,09,100
Security Deposits	1,68,500	7,49,84,667
<b>Total</b>	<b>27,42,64,621</b>	<b>36,26,28,509</b>
<b>11 OTHER CURRENT ASSETS</b>		
Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Unsecured, Considered Good</b>		
Prepaid Expenses	2,39,331	12,616
Advance Gratuity	3,17,662	3,89,626
Balance with Government Authorities	10,41,620	21,19,444
<b>Total</b>	<b>15,98,613</b>	<b>25,21,686</b>

## VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended  
31 March 2021

### 12 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Authorised Share Capital</b> Equity Shares of Rs. 1 each (CY 10,00,00,000 shares of Rs. 1 each) (PY 10,00,00,000 shares of Rs. 1 each)	10,00,00,000	10,00,00,000
<b>Total</b>	<b>10,00,00,000</b>	<b>10,00,00,000</b>
<b>Issued Subscribed and Paid Up</b> Equity Shares of Rs. 1 each (CY 2,68,10,000 shares of Rs. 1 each) (PY 2,68,10,000 shares of Rs. 1 each)	2,68,10,000	2,68,10,000
<b>Total</b>	<b>2,68,10,000</b>	<b>2,68,10,000</b>

12.1 The reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31 March 2021 (Nos)	As at 31 March 2020 (Nos)
Equity Shares at the beginning of the year	2,68,10,000	2,68,10,000
Add/Less: Changes in Equity Shares	-	-
Equity Shares at the end of the year	2,68,10,000	2,68,10,000

12.2 The details of shareholders holding more than 5% shares :

Name of the Shareholders	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% Holding	No. of Shares	% Holding
Mr. Nitin Kumar Didwania	92,50,000	34.50	92,50,000	34.50
Ms. Niti Didwania	67,13,100	25.04	67,13,100	25.04
Onix Assets Ltd.	30,00,000	11.19	30,00,000	11.19
Groupe veritas Ltd	15,23,967	5.68	15,23,967	5.68
Latitude Consultants Limited	26,00,000	9.70	26,00,000	9.70

12.3 Rights, preferences and restrictions attached to Equity shares

The Company has issued only one class of equity shares having a par value of INR 1 each. Each equity shareholder is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

12.4 Proposed Dividend

The Board of Directors of the Company has proposed dividend at Rs 0.05 per equity share for the financial year 2020-2021, which would have been declared in the Annual General meeting.

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements For the For the Year ended  
31 March 2021

**13 OTHER EQUITY**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(i). Securities Premium		
Opening Balance	97,11,68,750	97,11,68,750
Additions / (Transfers) during the year	-	-
<b>Closing Balance</b>	<b>97,11,68,750</b>	<b>97,11,68,750</b>
(ii). Surplus in Statement of Profit and Loss		
Opening Balance	73,24,88,875	65,64,52,602
Add: Profit for the year	6,77,60,882	8,48,27,849
Less : Mat credit	(80,12,142)	(74,51,075)
Less: Final Dividend on Equity Shares (CY Rs. 0.05 per share) (PY Rs. 0.05 per share)	(13,40,500)	(13,40,500)
<b>Closing Balance</b>	<b>79,08,97,115</b>	<b>73,24,88,876</b>
(iii). Other Comprehensive Income	(3,93,209)	4,14,725
Other items (Actuarial Gain/ (Loss))	8,12,401	(5,77,157)
Other Items (Actuarial Gain/ (Loss) Tax)	3,22,896	(2,30,777)
<b>Closing Balance</b>	<b>7,42,088</b>	<b>(3,93,209)</b>
<b>Total</b>	<b>1,76,28,07,953</b>	<b>1,70,32,64,416</b>

Refer Note no 39 for description of Reserves

**14 TRADE PAYABLES- NON CURRENT**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Trade Payables		
- Micro Small and Medium Enterprises		
-Others	2,08,38,04,873	-
<b>Total</b>	<b>2,08,38,04,873</b>	<b>-</b>

**15 NON-CURRENT OTHER FINANCIAL LIABILITIES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Financial Gurantee Obligation	2,48,73,750	4,14,56,250
Security Deposits	1,97,78,607	1,97,86,808
<b>Total</b>	<b>4,46,52,357</b>	<b>6,12,43,058</b>

**16 NON CURRENT PROVISION**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for Employee Benefit	8,62,378	10,57,468
<b>Total</b>	<b>8,62,378</b>	<b>10,57,468</b>

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the For the Year ended  
31 March 2021

**17 TRADE PAYABLES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Trade Payables		
- Micro Small and Medium Enterprises	-	-
-Others	1,56,75,03,268	3,44,81,42,450
<b>Total</b>	<b>1,56,75,03,268</b>	<b>3,44,81,42,450</b>

17.1 Refer Note 35 for disclosures under Section 22 of Micro, Small and Medium Enterprises Development Act, 2006

**18 OTHER FINANCIAL LIABILITIES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Financial Gurantee Obligation	1,65,82,500	1,65,82,500
Interim/Final Dividend Unpaid	23,51,889	20,35,481
Other Payables	60,890	13,97,919
Lease Liabilities	47,64,657	50,47,653
<b>Total</b>	<b>2,37,59,936</b>	<b>2,50,63,553</b>

**19 Other current liabilities**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Statutory Liabilities	88,60,069	1,92,896
<b>Total</b>	<b>88,60,069</b>	<b>1,92,896</b>

**20 PROVISION**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for CSR	78,81,070	-
Provision for Employee Benefit	62,474	76,563
<b>Total</b>	<b>79,43,544</b>	<b>76,563</b>

**21 CURRENT TAX ASSETS AND LIABILITIES (NET)**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for Tax (Net of Advance Tax)	1,23,14,973	57,29,941
<b>Total</b>	<b>1,23,14,973</b>	<b>57,29,941</b>



VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

**22 REVENUE FROM OPERATIONS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Sale of Products	4,22,76,71,857	5,42,69,89,856
Sale of Services	8,75,000	-
<b>Total</b>	<b>4,22,85,46,857</b>	<b>5,42,69,89,856</b>

**22.1 Sale of Products/ Service comprises:**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Electricity Generation	25,63,787	66,52,207
Traded and Developed Goods	4,22,51,08,070	5,42,03,37,649
Sale of Services	8,75,000	-
<b>Total</b>	<b>4,22,85,46,857</b>	<b>5,42,69,89,856</b>

**23 OTHER INCOME**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Dividend Income</b>		
- Subsidiaries	2,20,40,388	2,16,22,023
<b>Interest Income</b>		
- On loan given to Subsidiaries	38,87,625	37,59,263
- Interest Income on FD carried at Amortised Cost	17,955	2,49,726
<b>Other Non Operating Income</b>		
- Amortisation of Financial Guarantee	1,65,82,500	1,65,82,500
- Interest on Fair Valuation of Rent Deposit	19,21,465	19,21,465
- Income on Fair Valuation of Long term Creditors	1,10,54,585	-
- Foreign exchange Gain/Loss - Export	82,55,233	-
- Others	2,03,82,248	7,51,45,547
<b>Total</b>	<b>8,41,41,999</b>	<b>6,92,80,514</b>

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the For the Year ended 31 March 2021

**24 EMPLOYEE BENEFIT EXPENSES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Salary / Wages and Allowances	1,59,90,768	1,86,04,523
Contributions to Provident & Other Fund	6,73,937	5,40,896
Staff Welfare and other benefits	7,265	29,996
<b>Total</b>	<b>1,66,71,970</b>	<b>1,91,75,415</b>

24.1 Refer Note No. 31 for details of Defined Benefit Contribution.

**25 FINANCE COSTS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
- Bank Charges, Commission and Others	39,623	13,87,128
-Interest on Fair Valuation of Rent Deposit	19,13,265	17,08,273
-Interest expense on lease liability	5,90,261	3,14,273
<b>Total</b>	<b>25,43,149</b>	<b>34,09,674</b>

**26 OTHER EXPENSES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Logistics Expenses	29,47,507	37,14,049
Packing Charges	-	3,20,869
Rent Paid	-	2,90,100
Repairs & Maintenance		
Machinery	6,68,732	12,44,262
Others	1,60,248	16,42,982
Insurance	79,913	1,65,532
Rates and Taxes	33,54,059	5,12,820
Brokerage & Commission Charges	34,90,174	15,68,318
Communication Expenses	4,50,431	4,16,516
Travelling and Conveyance	42,610	15,97,604
Printing and Stationery Expenses	66,408	35,817
Advertising / Business Promotion Expenses	33,77,569	11,44,799
Legal and Professional Fees	1,41,70,519	1,75,04,820
Payments to Auditors (Refer Note 26.1)	29,14,900	32,60,500
Foreign exchange Gain\Loss (Net)	-	5,07,94,201
Electricity Charges	6,24,406	5,71,432
Loss on sale of Wind Mill	-	61,96,113
Directors' Sitting Fees	1,03,000	64,000
Miscellaneous Expenses	3,96,030	25,42,841
Corporate Social Responsibility (Refer Note 29)	78,81,070	-
Bad-debts	10,52,91,745	7,35,027
Provision on Loan and Deposit	(99,37,269)	59,37,267
Allowance for Expected Credit Loss *	(28,77,923)	1,11,02,569
Net Loss on Investment carried at PVTP	2,49,870	14,16,485
<b>Total</b>	<b>13,34,53,999</b>	<b>11,27,78,923</b>

\* ECL is Negative due to Reversal of provision consequent to write off.

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

26.1 Payment to Auditors as :

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Statutory Audit Fees	29,14,900	32,60,500
<b>Total</b>	<b>29,14,900</b>	<b>32,60,500</b>

27.0 Current Tax Provision

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Profit before Taxes</b>	<b>8,23,53,498</b>	<b>8,62,47,629</b>
Add: Disallowance of Expenses	1,12,90,245	2,90,46,748
Less: Allowance of Expenses/Income	2,71,21,266	8,66,44,989
<b>Profits as per Income Tax Act, 1961</b>	<b>6,65,22,477</b>	<b>7,48,75,940</b>
Applicable Rate	28.44%	28.56%
<b>Tax Provision</b>	<b>1,85,28,882</b>	<b>2,13,87,438</b>
Add: Interests Attributable	3,91,130	-
Add: Mat	(80,12,142)	24,52,665
Add: Ocl Tax	(3,22,896)	-
<b>Total Current Tax Provision</b>	<b>1,05,84,974</b>	<b>2,38,40,103</b>

28.0 Deferred Tax Liability / (Assets)

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Arising on account of Timing Difference in Depreciable Assets</b>		
Opening Deferred Tax Liability / (Assets):	(47,95,129)	1,01,74,118
Fixed Assets	(1,22,474)	(97,83,386)
Leave Salary	59,494	(60,369)
Gratuity	1,02,887	(2,41,875)
Provision for Debtors	8,18,525	(31,81,996)
Provision on Loan and Deposit	28,26,312	(17,01,621)
<b>Closing Deferred Tax Liability / (Assets)</b>	<b>(11,10,385)</b>	<b>(47,95,129)</b>

29 Corporate Social Responsibility (CSR)

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(i) Gross Amount to be spent by the Company during the year	20,53,597	19,93,621
(ii) Gross Amount Unspent During the previous period	58,27,473	-
(iii) Amount spent during the year	-	-
a) Construction/Acquisition of any asset	-	-
b) On purpose other than above (ii) (a) - In cash	-	-
c) On purpose other than above (ii) (a) - Yet to be paid in cash	-	-
<b>Unspent amount</b>	<b>78,81,070</b>	<b>19,93,621</b>

**VERITAS (INDIA) LIMITED**  
Notes to Financial Statements for the For the Year ended 31 March 2021

**30 EARNINGS PER-SHARE (EPS)**

Particulars	As at 31 March 2021	As at 31 March 2020
	Amount (Rs.)	Amount (Rs.)
(i). Profit /(Loss) attributable to Equity Shareholders of the Company (Rs.)	6,77,60,883	8,48,27,848
(ii). Weighted Average number of Equity Shares (Basic) (nos)	2,68,10,000	2,68,10,000
(iii). Weighted Average number of Equity Shares (Diluted)(nos)	2,68,10,000	2,68,10,000
(iv). Basic Earnings per Share (Rs.)	2.53	3.16
(v). Diluted Earnings per Share (Rs.)	2.53	3.16
(vi). Face Value per Equity Share(Rs.)	1	1

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

Note No: 31 Retirement Benefit Plans

(i). Gratuity:

The Gratuity Plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an Employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the Member's length of service at separation date.

The following table set out the funded status of the gratuity plans and the amount recognised in the company's financial statements as at March 31, 2021 and March 31, 2020.

Amount (Rs.)			
I	<b>Change in Benefit Obligation during the year ended March 31, 2021</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation at beginning of the year	24,11,859	19,49,815
	Current Service Cost	3,23,936	1,66,848
	Interest Cost	1,61,745	1,45,561
	Actuarial (Gains)/Losses	(6,43,652)	8,27,534
	Benefits Paid	(1,24,512)	(6,68,889)
	Present Value of Defined Benefit Obligation at end of the year	21,29,376	24,11,859
II	<b>Change in Assets during the year ended March 31, 2021</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Fair Value of Plan Assets at the beginning of the year	36,54,495	40,27,399
	Actual Benefits Paid	(1,24,512)	(6,68,889)
	Expected returns on Plan Assets	2,60,201	3,02,055
	Contributions by Employer	18,544	18,327
	Actuarial Gains / (Losses)	(74,696)	(74,397)
	Plan Assets at the end of the year	37,34,032	36,54,495
III	<b>Net Asset/(Liability) recognized in the Balance Sheet</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation	21,29,376	24,11,859
	Fair Value of Plan assets at the end of the year	37,34,032	36,54,495
	Fund Status Surplus/(Deficit)	(16,04,656)	(12,42,636)
	Net Asset/(Liability) at the end of the year	(16,04,656)	(12,42,636)
IV	<b>Expenses recognized in the statement of Profit &amp; Loss under Employee Benefit Expenses</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Current Service Cost	3,23,936	1,66,848
	Net Interest Cost	(98,456)	(1,56,494)
	Total Expense	2,25,480	10,354
V	<b>The major categories of plan assets as a percentage of total plan</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Insurer Managed Funds	100%	100%
VI	<b>Actuarial Assumptions</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Discount Rate	6.85%	6.85%
	Rate of Return on Plan Assets	6.85%	6.85%
	Mortality Table	LIC (1994-96)	LIC (1994-96)
	Retirement Age	60 Years	60 Years

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

(II). Leave Entitlements:

Amount (Rs.)

I	Change in Benefit Obligation during the year ended March 31, 2021		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation at beginning of the year	11,34,031	9,23,394
	Current Service Cost	2,94,922	2,87,110
	Interest Cost	75,059	67,303
	Actuarial Gains/Losses	(5,66,341)	(43,987)
	Benefits Paid	(12,819)	(99,789)
	Present Value of Defined Benefit Obligation at end of the year	9,24,852	11,34,031

II	Change in Assets during the year ended March 31, 2021		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Fair Value of Plan Assets at the beginning of the year	-	-
	Actual Benefits Paid	-	-
	Expected returns on Plan Assets	-	-
	Contributions by Employer	-	-
	Actuarial Gains/(Losses)	-	-
	Plan Assets at the end of the year	-	-

III	Net Asset/(Liability) recognized in the Balance Sheet		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Net Opening provision in books of accounts	11,34,031	9,23,394
	Transfer in/(out) obligation	-	-
	Transfer in/(out) plan assets	-	-
	Employee benefit expenses as per annexure 2	(1,96,360)	3,10,426
	Benefits Paid by the Company	(12,819)	(99,789)
	Net Closing provision in books of accounts	9,24,852	11,34,031

IV	Expenses recognized in the statement of Profit & Loss under Employee Benefit Expenses		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Current Service Cost	2,94,922	2,87,110
	Interest Cost	75,059	67,303
	Expected returns on Plan Assets	-	-
	Net Actuarial Gains/Losses	(5,66,341)	(43,987)
	Total Expense	(1,96,360)	3,10,426

V	Actuarial Assumptions		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Discount Rate	6.85%	6.89%
	Rate of Return on Plan Assets	0%	0%
	Mortality Table	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
	Retirement Age	60 Years	60 Years

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

Note No: 32 Contingent Liabilities and Commitments

Sr.No.	Particulars	Amount (Rs.)	
		For the year ended 31st March, 2021	For the year ended 31st March, 2020
	<b>Contingent Liabilities</b>		
a.	Guarantees	3,67,50,00,000	3,76,95,00,000
b.	Claims against Company not acknowledged as Debts		
	Income Tax Demand pending Appeal and Rectification	7,96,68,390	1,60,43,089
	Sales Tax Demand pending Appeal	13,05,58,643	13,18,88,852
	<b>Total</b>	<b>3,88,52,27,033</b>	<b>3,91,74,31,941</b>

Note No: 33 Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

Amount (Rs.)

- The fair value of investment in unquoted Equity Shares is measured at NAV.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

Particulars	As at 31 March 2021					As at 31 March 2020				
	Carrying Amount		Level of Input used in			Carrying Amount		Level of Input used in		
	FTVPL	Amortised Cost	Level 1	Level 2	Level 3	FTVPL	Amortised Cost	Level 1	Level 2	Level 3
<b>Financial Assets</b>										
<b>At Cost/Amortised Cost</b>										
Investments	-	3,27,82,83,944	-	3,27,82,83,944	-	-	3,01,98,95,743	-	3,01,98,95,743	-
Trade Receivables	-	1,93,02,06,779	-	-	1,93,02,06,779	-	1,87,72,04,819	-	-	1,82,22,04,819
Cash and Bank Balances	-	79,59,403	-	79,59,403	-	-	88,14,838	-	88,14,838	-
Loans	-	27,42,64,621	-	-	27,42,64,621	-	36,76,28,509	-	-	36,76,28,509
Other Financial Assets	-	-	-	-	-	-	-	-	-	-
<b>At Fair Value through Profit and Loss</b>										
Investments	52,60,919	-	52,60,919	-	-	55,10,789	-	55,10,789	-	-
<b>Financial Liabilities</b>										
<b>At Amortised Cost</b>										
Borrowings	-	-	-	-	-	-	-	-	-	-
Trade Payables	-	1,56,75,03,288	-	-	1,56,75,03,288	-	3,44,81,42,450	-	-	3,44,81,42,450
Other Financial Liabilities	-	6,84,12,293	-	-	6,84,12,293	-	8,63,06,610	-	-	8,63,06,610

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and  
 Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Foreign Currency Risk

Amount (Rs.)

The following Table shows Foreign Currency Exposure in Financial Instruments at the end of the reporting period.

Particulars	As at 31 March 2021		As at 31 March 2020	
	USD	INR	USD	INR
Trade Payables	2,85,01,489	2,09,48,59,458	2,85,01,499	2,14,87,27,524
Trade Receivable	2,25,82,483	1,65,98,12,486	2,25,87,753	1,70,28,90,698
loan to subsidiary	17,02,808	12,81,56,389	16,47,672	12,42,18,008

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the For the Year ended 31 March 2021

**Foreign Currency Sensitivity**

Amount (Rs.)

The following table demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's Trade Payable

	Changes in USD Rate	Effect on Profit and Loss (Rs.)	Effect on Equity (Rs.)
For the year ended 31st March, 2021	1%	(2,09,48,595)	(2,09,48,595)
	-1%	2,09,48,595	2,09,48,595
For the year ended 31st March, 2020	1%	(2,14,87,275)	(2,14,87,275)
	-1%	2,14,87,275	2,14,87,275

**Trade Receivable**

	Changes in USD Rate	Effect on Profit and Loss (Rs.)	Effect on Equity (Rs.)
For the year ended 31st March, 2021	1%	1,65,98,125	1,65,98,125
	-1%	(1,65,98,125)	(1,65,98,125)
For the year ended 31st March, 2020	1%	1,70,28,907	1,70,28,907
	-1%	(1,70,28,907)	(1,70,28,907)

**Loan to subsidiary**

	Changes in USD Rate	Effect on Profit and Loss (Rs.)	Effect on Equity (Rs.)
For the year ended 31st March, 2021	1%	12,51,564	12,51,564
	-1%	(12,51,564)	(12,51,564)
For the year ended 31st March, 2020	1%	12,42,180	12,42,180
	-1%	(12,42,180)	(12,42,180)

**Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The maximum exposure to credit risk for trade and other receivables by type of counterparty was as follows :

	Notes	Carrying amount	
		March 31, 2021	March 31, 2020
Loans	10	27,42,64,621	36,26,28,509
Trade and other receivables	7	1,93,02,06,779	1,82,21,04,819
		<u>2,20,44,71,400</u>	<u>2,18,48,33,328</u>

**a) Trade receivables**

The Company individually monitors the sanctioned credit limits against the outstanding balances.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables. The Company uses a provision matrix to compute the expected credit loss for trade receivables. The Company has developed this matrix based on historical data as well as forward looking information pertaining to assessment of credit risk. Management exercises override in few receivables.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdiction and industries and operate largely in independent markets.

The Company exposure to top 5 Debtors is 92% of outstanding trade receivable as at March 31, 2021. There is credit concentration and management is confident of full recovery.

Particulars	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Domestic Trade Receivables	27,03,34,293	11,93,14,121
Foreign Trade Receivables	1,65,98,17,485	1,70,28,90,698

The following table gives concentration of credit risk in terms of Top 10 amounts receivable from customers

Particulars	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Trade Receivables	1,85,03,34,324	1,82,97,14,797



VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

b) Cash and cash equivalents

Cash and cash equivalents of INR 55,41,781 at March 31, 2021 (March 31, 2020: INR 65,82,492). The cash and cash equivalents are held with bank having good credit rating.

Liquidity Risk

The Liquidity risk that the Company will encounter difficulty in meeting the obligation associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach of managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damages to the Company's reputation.

Maturity Profile of Loans and Other Financial Liabilities as on 31 March, 2021

Particulars	Amount (Rs.)			
	Below 1 Year	1 - 3 Years	Above 3 Years	Total
Borrowings	-	-	-	-
Trade Payables	1,56,75,03,268	2,08,98,04,873	-	3,65,13,08,141
Other Financial Liabilities	2,87,59,936	4,46,52,357	-	6,84,12,293
<b>Total</b>	<b>1,59,12,63,204</b>	<b>2,12,84,57,230</b>	<b>-</b>	<b>3,71,97,20,434</b>

Maturity Profile of Loans and Other Financial Liabilities as on 31 March, 2020

Particulars	Amount (Rs.)			
	Below 1 Year	1 - 3 Years	Above 3 Years	Total
Borrowings	-	-	-	-
Trade Payables	3,44,81,42,430	-	-	3,44,81,42,430
Other Financial Liabilities	2,50,63,553	5,29,51,808	82,91,250	8,63,06,610
<b>Total</b>	<b>3,47,32,06,003</b>	<b>5,29,51,808</b>	<b>82,91,250</b>	<b>3,53,44,49,061</b>

Note No: 34 Operating Segments

Business Segments

The Company has identified business segments (Industry practice) as its primary segment and geographic segments as its secondary segment. Business segments are primarily Trading, Development of Software and Distribution & Wind Power Generation etc.

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

Amount (Rs.)

Particulars	Year ended March 31, 2021				Year ended March 31, 2020			
	Trading, Distribution and Development	Wind Power Generation	Un-allocable	Total	Trading, Distribution and Development	Wind Power Generation	Un-allocable	Total
Segment Revenue								
External Sales (Net)	4,22,59,83,071	25,63,787	-	4,22,85,46,857	5,42,03,37,649	66,52,207	-	5,42,69,89,856
Other Income	1,93,09,818	-	6,48,32,181	8,41,41,999	-	-	6,92,80,514	6,92,80,514
<b>Total Revenue</b>	<b>4,24,52,92,889</b>	<b>25,63,787</b>	<b>6,48,32,181</b>	<b>4,31,26,88,856</b>	<b>5,42,03,37,649</b>	<b>66,52,207</b>	<b>6,92,80,514</b>	<b>5,49,62,70,370</b>
Segment Result (PBIT)								
Profit Before Interest and Tax	1,94,13,284	6,51,182	6,48,32,181	8,48,96,647	1,70,58,635	33,18,154	6,92,80,514	8,96,57,303
Interest	25,43,149	-	-	25,43,149	34,09,674	-	-	34,09,674
Provision for Tax	-	-	-	1,45,92,615	-	-	-	1,45,92,615
<b>Profit after Tax</b>	<b>1,68,70,135</b>	<b>6,51,182</b>	<b>6,48,32,181</b>	<b>6,77,60,883</b>	<b>1,36,48,961</b>	<b>33,18,154</b>	<b>6,92,80,514</b>	<b>8,48,27,947</b>
Other Information								
Segment Fixed Assets	1,92,74,793	1,37,07,206	-	3,29,81,999	2,10,88,168	1,49,40,382	-	3,60,28,450
Segment Other Assets	1,94,06,06,919	41,17,207	3,54,16,03,229	5,50,63,27,355	1,83,97,94,309	1,02,21,072	3,38,55,36,514	5,73,51,51,895
<b>Total Assets</b>	<b>1,95,98,81,711</b>	<b>1,78,84,413</b>	<b>3,56,16,03,229</b>	<b>5,53,93,19,351</b>	<b>1,86,08,82,477</b>	<b>2,31,61,354</b>	<b>3,38,55,36,514</b>	<b>5,77,15,80,345</b>
Segment Liabilities	3,70,80,46,438	1,98,710	4,14,56,250	3,74,97,01,398	3,52,49,23,428	-	1,65,82,500	3,54,15,05,928
<b>Total Liabilities</b>	<b>3,70,80,46,438</b>	<b>1,98,710</b>	<b>4,14,56,250</b>	<b>3,74,97,01,398</b>	<b>3,52,49,23,428</b>	<b>-</b>	<b>1,65,82,500</b>	<b>3,54,15,05,928</b>

Based on the "management approach" defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company's performance and allocate resources based on an analysis of various performance indicators by business segments. Accordingly information has been presented along these segments.

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the For the Year ended 31 March 2021

**Geographical Segments**

The secondary reporting segment for the Company is geographical segment based on location of customers, which are as follows:

Particulars	Amount (Rs.)		
	Domestic	Overseas	Total
Revenue from External Customers (FY 2020-2021)	4,22,85,46,857	-	4,22,85,46,857
Revenue from External Customers (FY 2019-2020)	(4,12,10,32,250)	(1,30,59,57,606)	(5,42,69,89,856)
Segment Assets (FY 2020-2021)	3,87,95,06,865	1,65,98,12,486	5,53,93,19,351
Segment Assets (FY 2019-2020)	(3,56,86,89,647)	(1,70,28,90,698)	(5,27,15,80,345)

**Note No. 35 Payable to any micro, small and medium enterprises:**

The company does not have any dues payable to any micro, small and medium enterprises as at the year end. The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Company has not received any intimation from the suppliers regarding their status under the MSME Act 2006 and amendments thereof.

Sr.No.	Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
(i)	Principal amount remaining unpaid (but within due date as per the MSME Act)	-	-
(ii)	Interest due thereon remaining unpaid	-	-
(iii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v)	Interest accrued and remaining unpaid	-	-
(vi)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
	<b>Total</b>	-	-

35.1. As per information provided by management, there are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

Note No. 36 Lease:

a. Actual Payment of Rent from 01.04.2020 to 31.03.2021 is Rs. 9,32,581

b. The following is the breakup of Current and non-current portion of Lease Liability as on 31.03.2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Current	47,64,657	50,47,653
Non-Current	-	-
<b>Total Lease Liability as on 31.03.2021</b>	<b>47,64,657</b>	<b>50,47,653</b>

c. The following is the movement of Lease Liability as on 31.03.2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Opening Value of Lease Liability as of April 1, 2020 due to initial recognition as per Ind AS 116	50,47,653	-
Additions	2,41,005	54,17,850
Deduction/Adjustment	(1,81,681)	-
Interest Expense on Lease Liability	5,90,261	3,14,273
Actual Payment of Rent	(9,32,581)	(6,84,470)
Provision on Disposals	-	-
Closing Value of Lease Liability as of March 31, 2021	47,64,657	50,47,653

d. The Carrying Value of Right of Use Asset as of March 31, 2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Opening Value of Right of Use Asset	54,17,850	-
Additions	2,41,005	54,17,850
Deduction/Adjustment	1,81,681	-
Gross carrying value	54,77,174	54,17,850
Accumulated Depreciation	4,96,778	-
Depreciation	6,79,220	4,96,778
Deduction/Adjustment	-	-
Closing Carrying Value	43,01,175	49,21,073

a. The following represents the Contractual Maturity of the Lease Liability as on 31.03.2021 on an undiscounted basis:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
On demand	-	-
Upto 3 months	2,18,040	2,54,834
Above 3 months to 12 months	6,48,120	7,64,501
Above 1 Year -3 Years	12,86,720	19,49,371
Above 3 Years-5 Years	6,33,420	14,15,905
Above 5 Years-10 Years	19,53,575	28,07,129
Above 10 Years	12,66,989	27,94,581
<b>Total</b>	<b>60,04,864</b>	<b>99,86,321</b>

**VERITAS (INDIA) LIMITED**

Notes to Financial Statements for the Year ended 31 March 2021

Amount recognised In Statement of Profit and Loss:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Interest on lease Liabilities	5,90,261	3,14,273
Variable payments not included in measurement of lease liability	-	-
Income from subleasing ROU assets	-	-
Expenses relating to short term leases	-	-
Expenses relating to leases of low value assets, excluding short term leases of low value assets	-	-
Others	-	-
<b>Total amount recognised in the Statement of Profit and Loss</b>	<b>5,90,261</b>	<b>3,14,273</b>

Amount recognised in the Statement of Cash Flow:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Total amount of cash outflows for leases (net of rental inflows)	4,63,482	50,47,653

Note No. 37 Details of Loan given/investment made and Guarantee given covered under Section 186(4) of the Companies Act, 2013

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
<b>Investments made during the year</b>		
Veritas Polychem Private Limited	25,83,88,201	1,55,14,60,608
<b>Loans and Advances given</b>		
Veritas Agroventure Private Limited	3,73,000	10,00,000
Veritas Infra And Logistics Private Limited	50,000	2,220
<b>Loans and Advances repaid</b>		
Veritas Infra And Logistics Private Limited	3,00,000	4,00,000
<b>Corporate Guarantee Given</b>		
Verasco FZE (formally Hazel International FZE)	3,67,50,00,000	3,76,95,00,000

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

Note No. 38 Related Party Disclosures:

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

a). List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Sr. No.	Nature of Related Party	Particulars
A	Subsidiaries	Veritas Global Pte Limited (step down subsidiaries) GV Offshore Private Limited Verasco FZE (formally Hazel International FZE) Veritas International FZE Veritas Infra and Logistic Private Limited Veritas Agro Venture Private Limited Veritas Polychem Private Limited
B	Key Managerial Personnel	Nitin Kumar Didwania - Director Praveen Bhalnager - Whole time Director Kamala Aithal- Independent Director Kunal Sharma - Director wof 04-09-2020 Vijay Shah - Independent Director Purvi Matani - Independent Director Rajaram Shanbhag - Chief Financial Officer Prasad Oak - Company Secretary
C	Enterprises over which key management Personnel and their relatives are able to exercise significant influence	Veritas Investment Limited Sears Real Estate Private Limited Prakruti Import Export Private Limited Moonrise Capital LLP Veritas Housing Development Private Limited Hazel Mercantile Limited Sanmen Trade Impex Limited Aspen International Private Limited Groupe Veritas Limited Gracious Real Estates Private Limited Akshata Fintrade Private Limited Emerald Fintrade Private Limited Avid Properties Private Limited Provid Trade Impex Private Limited Tithy Barter Private Limited Diva Trade Impex Private Limited Clairvoyant Trade Impex Private Limited Hazel Logistics Private Limited Trident Fintrade Private Limited Effin Import Export Private Limited Arbitrum Finvest Private Limited Matin Exim Private Limited Rhythm Creators Private Limited County Trade Impex Private Limited India Fintrade Limited Priceless Investrade Private Limited Shimmer Trade Impex Private Limited Revive Securities Private Limited Glistening Properties Private Limited Karmyab Properties Private Limited Bhumiputra Agro Private Limited Karmyab Power Farms Private Limited Aristo Fincap Private Limited Aster Impex Private Limited Nerine Resort Private Limited Veritas Properties Private Limited Veritas Infrastructure Private Limited Eben Trade Impex Private Limited Kruski Farming Private Limited Sainath Agriculture Private Limited Online Trade Impex Private Limited Veritas Habitats Private Limited Hazel Infra Limited Nuolite Polymer Industries Private Limited Shashwat Hospitality Services Private Limited Kruski Farming Private Limited Dhara Farming Private Limited Affluent Properties Private Limited Hazel Metals And Minerals Private Limited Biofuels (Veritas) Limited Shubh Labh Agriculture Private Limited

VERITAS (INDIA) LIMITED

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b). Transactions with related parties:

Particulars	Amount (Rs.)					
	Subsidiaries		Key Managerial Personnel and its Relatives		Enterprises over which KMP & its relatives have significant influence	
	2020-2021	2019-2020	2020-2021	2019-2020	2020-2021	2019-2020
Investments made during the year						
Veritas Polychem Private Limited	25,83,88,201	1,55,14,60,608	-	-	-	-
Unsecured Loan Given to						
Veritas Agroventure Private Limited	3,73,000	10,00,000	-	-	-	-
Veritas Infra And Logistics Private Limited	50,000	2,220	-	-	-	-
Loans and Advances Repaid by						
Veritas Infra And Logistics Private Limited	9,00,000	4,00,000	-	-	-	-
Salary and Other Employee Benefits to KMP						
Rajaram Shanbhag	-	-	72,00,000	87,00,048	-	-
Prasad Oak	-	-	21,40,000	25,50,492	-	-
Kamala Aithal	-	-	29,000	16,000	-	-
Vijay Shah	-	-	37,000	24,000	-	-
Purvi Matani	-	-	17,000	24,000	-	-
Rent Paid						
Veritas Housing Development Private Limited	-	-	-	-	1,50,000	1,50,000
Rent Received						
Veritas Polychem Private Limited	3,82,250	3,82,250	-	-	-	-
Dividend Received						
Veritas International FZE	2,20,40,388	2,16,22,013	-	-	-	-
LC Commission						
Verasco FZE	1,65,82,500	1,65,82,500	-	-	-	-
Interest Income						
Veritas International FZE	38,87,625	37,59,263	-	-	-	-
Veritas Polychem Private Limited	19,21,465	19,21,465	-	-	-	-
Interest Expenses						
Veritas Polychem Private Limited	19,13,265	22,53,422	-	-	-	-
Agriculture lease rent						
Hazel Mercantile Limited	-	-	-	-	2,00,00,000	2,00,00,000
Other Income						
Veritas Americas Trading INC	-	23,16,851	-	-	-	-
Deposits Repaid						
Veritas Investment Limited	-	-	-	-	-	25,000
Divz Trade Impex Private Limited	-	-	-	-	-	20,000
Veritas Housing Development Private Limited	-	-	-	-	-	25,00,000
Services Taken						

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the Financial Year ended 31 March 2021

c) Balances with related parties:

Particulars	Amount (Rs.)					
	Subsidiaries		Key Managerial Personnel and its Relatives		Enterprises over which KMP & its relatives have significant influence	
	2020-2021	2019-2020	2020-2021	2019-2020	2020-2021	2019-2020
<b>Investments</b>						
Investment in Veritas Infra And Logistics Private Limited	1,00,000	1,00,000	-	-	-	-
Investment in Verasco FZE	12,49,64,845	12,49,64,845	-	-	-	-
Investment in Veritas International FZE	29,01,36,063	29,01,36,063	-	-	-	-
Investment in Veritas Polychem Pvt Ltd	1,00,00,000	1,00,00,000	-	-	-	-
Investment - Veritas Agro Venture Private	1,00,000	1,00,000	-	-	-	-
Quasi Equity Contribution to WOS(VPPL)	2,85,29,83,036	2,59,45,84,835	-	-	-	-
<b>Amount Payable</b>						
Santnan Trade Impex Limited	-	-	-	-	-	-
Aspen International Private Limited	-	-	-	-	-	-
Hazel Logistics Private Limited	-	-	-	-	3,63,348	1,74,000
Hazel Mercantile Limited	-	-	-	-	-	-
<b>Amount Receivable</b>						
Veritas Agroventure Private Limited	14,68,50,872	14,64,77,872	-	-	-	-
Veritas Infra And Logistics Private Limited	20,88,862	20,38,862	-	-	-	-
Veritas International FZE	12,51,56,389	12,42,18,008	-	-	-	-
Santnan Trade Impex Limited	-	-	-	-	-	-
<b>Security Deposits Received</b>						
Veritas Polychem Private Limited	2,00,00,000	2,00,00,000	-	-	-	-
<b>Financial Guarantee Obligation</b>						
Verasco FZE	4,14,56,250	5,80,38,750	-	-	-	-

38.1 Compensation of Key Management Personnel

The remuneration of director and other member of key management personnel during the year was as follows:

Particulars	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Rajaram Shanbhag (Chief Financial Officer)	72,00,000	87,00,046
Prasad Oak (Company Secretary)	21,40,000	25,50,492
Kamala Althal (Independent Director)	29,000	16,000
Vijay shah (Independent Director)	37,000	24,000
Purvi Matani (Independent Director)	37,000	24,000
<b>Total</b>	<b>94,43,000</b>	<b>1,13,14,540</b>

38.2 Payment to KMP's does not include post-employment benefit based on actuarial valuations this is done for the Company as a whole

VERITAS (INDIA) LIMITED

Notes to Financial Statements for the For the Year ended 31 March 2021

Note No. 39 OTHER EQUITY

Description of reserves

(I) Securities premium

The amount received in excess of the par value of equity shares has been classified as securities premium.

(II) Retained earnings

Retained earnings represent the amount of accumulated earnings of the Company.

(III) Other components of equity

Other components of equity include remeasurement of net defined benefit liability / asset, equity instruments fair valued through other comprehensive income, changes on fair valuation of investments and changes in fair value of derivatives designated as cash flow hedges, net of taxes.

Note No. 40

In the opinion of the Board and to the best of their knowledge and belief, the value on realization of the current assets, loans & advances, deposits, in the ordinary course of business will not be less than the value stated in Balance Sheet. The liabilities on account of supply of goods & services are also not more than the value of liabilities except liability written off on account of Shortage / Rate Difference / contract performance / Quality issues etc.

Note No. 41 Advance Tax Net of Provisions

Particular	For the year ended 31st March, 2021	For the year ended 31st March, 2020
TDS Recoverable FY 11-12 - Cochin	4,10,785	4,10,785
TCS 1% Receivable	10,82,419	4,70,244
TCS @ 0.075% (Recoverable)	16,97,856	-
TDS RECOVERABLE 15-16	10,37,713	10,37,713
TDS RECOVERABLE 2016-17	4,275	4,275
TDS Recoverable   2017-18	10,45,756	10,45,756
TDS Recoverable   2018-19	-	7,451
TDS Recoverable   2019-20	72,773	-
TDS Recoverable FY 13-14	9,79,530	9,79,530
TDS Recoverable FY 14-15	10,75,032	10,75,032
TDS Recoverable on FDR FY 12-13	9,24,186	9,24,186
TDS Recoverable on FDR FY2011-12	7,95,267	7,95,267
TDS Recoverable FY2016-17	9,63,740	9,63,740
OCI TAX	2,27,974	2,27,974
Advance Tax (AY 2012-13)	1,64,38,999	1,64,38,999
Advance Tax (A.Y. - 2013-14)	1,62,94,630	1,62,94,630
Advance Tax (A.Y. - 2014-15)	1,15,00,000	1,15,00,000
Advance Tax (A.Y. - 2015-16)	52,50,000	52,50,000
Advance Tax (A.Y. 2016-17)	1,20,00,000	1,20,00,000
Advance Tax (A.Y. 2017-18)	1,50,00,000	1,50,00,000
Advance Tax (A.Y. 2018-19)	99,00,000	99,00,000
Advance Tax (A.Y. 2020-21)	1,50,00,000	-
Self Assessment Tax (A.Y. - 2017-18)	29,31,910	29,31,910
Self Assessment Tax (A.Y. - 2014-15)	48,62,910	48,62,910
Self Assessment Tax (A.Y.2015-16)	1,77,03,830	1,77,03,830
Self Assessment Tax (AY2016-17)	45,91,010	45,91,010
Self Assessment Tax (AY2018-19)	1,27,22,560	1,27,22,560
<b>Total</b>	<b>15,44,94,155</b>	<b>13,71,38,802</b>
<b>Provisions</b>		
Provision for Tax   A.Y 2012-2013	1,50,24,091	1,50,24,091
Provision for Tax A.Y 2013-2014	1,69,53,149	1,69,53,149
Provision for Tax A. Y. 2014-15	1,67,00,000	1,67,00,000
Provision for Tax A. Y. 2015-16	2,29,71,723	2,29,71,723
Provision for Tax A. Y. 2016-17	1,70,24,349	1,70,24,349
Provision for Tax A. Y. 2017-18	1,95,03,456	1,95,03,456
Provision for Tax AY 2018-19	2,24,64,207	2,24,64,207
Provision for Tax AY 2020-21	2,13,87,438	-
<b>Total</b>	<b>15,21,28,413</b>	<b>13,07,40,975</b>
<b>Net Total</b>	<b>23,65,742</b>	<b>63,97,827</b>



## VERITAS (INDIA) LIMITED

Notes to Financial Statements for the Financial Year ended 31 March 2021

### Note No. 42

The Company has recognized all the claim receivables / liabilities with various government authorities towards Custom duty, VAT, Cess, Income-tax, SAD, Unutilized CENVAT credit and insurance claim etc. on accrual basis and shown under the head Loans & Advances and Current Liabilities respectively.

### Note No. 43 Capital Management

The Company's objective for Capital Management is to maximise share holder value, safeguard business continuity and support the growth of the Company. The Company determines the Capital requirements based on annual operating plans and long term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated.

### Note No. 44

The Company has following reportable segments Trading, Distribution & Development and Power Generations. The Company through its wholly-owned subsidiary, Veritas Polymers Private Limited has initiated a setup of the integrated manufacturing complex at the Dighi Port in the state of Maharashtra, consisting of PVC manufacturing plant, Polymerized Bitumen Plant and Gas Storage Tanks which has been identified as a reportable segment, "Manufacturing". The project has received the status of Ultra Mega Project by the government of Maharashtra. The Company has initiated the process of seeking various approvals required to commence setting up of the plant. The project is presently financed by the Company and would also be suitably financed subsequently through appropriate means at appropriate time.

Note No. 45 Figures to the previous period have been regrouped / rearranged, wherever necessary.

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Didwania  
Director  
DIN : 00210189

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

# **M. P. Chitale & Co.**

**Chartered Accountants**

Hamam House, Ambalal Doshi Marg, Fort, Mumbai - 400 001 • Tel : 22651186/ 22653023 / 24 • Fax : 2265 5334 • E-mail : office@mpchitale.com

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF VERITAS (INDIA) LIMITED**

#### **Report on Consolidated Ind AS Financial Statements**

##### **Opinion**

We have audited the accompanying Consolidated Indian Accounting Standard ("Ind AS") financial statements of **Veritas (India) Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit And Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "**the Consolidated financial statements**").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

##### **Basis for Opinion**

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

**Emphasis of Matter**

We draw attention to Note 47 to the Consolidated financial statements, which explains the fact that the Company through its wholly-owned subsidiary, Veritas Polychem Private Limited has initiated a setup of an integrated manufacturing complex at Dighi Port in the state of Maharashtra. The project is presently financed by the Company and would be suitably finance subsequently through appropriate means at appropriate time.

We draw attention to Note 1 to the Consolidated financial statements, which explains the uncertainties and management's assessment of the financial impact due to the lockdown and other restrictions imposed by the Government and condition related to the COVID-19 pandemic situation, for which definitive assessment of the impact would highly depend upon circumstances as they evolve in the subsequent period.

We draw attention to Note no 33 to the consolidated financial statements relating to the dispute of one subsidiary with its contractor which is currently under litigation and arbitration. The consolidated financial statements do not include any adjustments that might result from the outcome of the judgement in the matter.

Our opinion is not modified in respect of above matters.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

**Information Other than the Consolidated Financial Statements and Auditors' Report Thereon**

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Directors' Report including Annexures to Directors' Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon. The Other information as above is expected to be made available to us after the date of this Auditors' report.

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

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated. When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the entity has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the

consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

#### **Other Matters**

We did not audit the financial statements of seven subsidiaries (including one step-down subsidiary) included in the Consolidated Financial Statement, whose Ind AS financial statements reflects total assets of Rs. 309,036.62 lakhs and net worth of 211,867.70 lakhs as at March 31, 2021, total revenues of 145,341.29 lakhs and net cash flows of 504.77 lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. These includes the financial results for one subsidiary i.e. GV Offshore Private Ltd, accounts of which are consolidated based on management accounts.

These financial statements of six subsidiaries have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the attached Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of section 143(3) of the Act, insofar as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

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

1. As required by section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the Consolidated Financial Statements;
  - b) In our opinion, proper books of account as required by law relating to preparation of the Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and workings maintained for the purpose of preparation of the Consolidated Financial Statements;
  - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015 as amended;
  - e) Directors of the Holding Company are not disqualified in terms of provisions contained in the said section 164(2) of the Companies Act on the basis of the reports of the statutory auditors of its subsidiaries incorporated in India. None of the directors of the subsidiaries companies incorporated in India are disqualified as on March 31, 2021 from being appointed as a director in terms of section 164 (2) of the Act;
  - f) With respect to the adequacy of the Internal Financial Controls with reference to Financial Statements of the Holding Company, its subsidiaries incorporated in India and the operating effectiveness of such controls, refer to our separate report in Annexure I; and
  - g) As required by Section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditors' Report in accordance with rule 11 of the Companies (Audit and Auditor's) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate Financial Statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph :
- i. The consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer note 33 to the consolidated Financial Statements.
  - ii. The Holding Company and the individual entities have made provision, as required under the applicable law and accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer note 45 to the consolidated Financial Statements; and
  - iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

**For M.P. Chitale & Co.**  
**Chartered Accountants**  
**ICAI FRN.101851W**

**Ashutosh Pednekar**  
**Partner**  
**ICAI Membership No. 041037**  
**UDIN 21041037AAAADI9507**

**Place: Mumbai**  
**Date: June 30, 2021**



**ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT**

**(Referred to in paragraph (f) under "Report on Other Legal and Regulatory Requirements" of our report of even date**

**Report on the Internal Financial Controls with reference to Consolidated Financial Statements under section 143(3)(i) of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2021, we have audited the Internal Financial Controls with reference to Consolidated Financial Statements of **Veritas (India) Limited** ('the Holding Company') and its subsidiaries, which are companies incorporated in India, as of that date.

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

The respective Board of Directors of the Holding Company, its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to Financial Statements 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 with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 with reference to Financial Statements 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 with reference to Financial Statement and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of Internal Financial Controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the

design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's Internal Financial Controls with reference to Financial Statements.

**Meaning of Internal Financial Controls with reference to Financial Statements**

A company's Internal Financial Control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's Internal Financial Control with reference to Financial Statements 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 Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

**Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

Because of the inherent limitations of Internal Financial Controls with reference to Financial Statements, 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 with reference to Financial Statements to future periods are subject to the risk that the Internal Financial Control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Holding Company, its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate Internal Financial Controls system with reference to Financial Statements and such Internal Financial Controls with reference to Financial Statements were operating effectively as on March 31, 2021, based on the Internal Control with reference to Financial Statements criteria established by the Holding 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).

**Other Matters**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the Internal Financial Controls with reference to Financial Statements insofar as it relates to three subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. One Indian subsidiary is consolidated on management account basis and hence, we are unable to comment on the adequacy and operating effectiveness of IFC in that subsidiary. Further, the Company has three overseas subsidiaries where Internal Financial Controls with reference to Financial Statements are not applicable.

**For M.P. Chitale & Co.**  
**Chartered Accountants**  
**ICAI FRN.101851W**

**Ashutosh Pednekar**  
**Partner**  
**ICAI Membership No. 041037**  
**UDIN 21041037AAAADI9507**

**Place: Mumbai**  
**Date: June 30, 2021**

**VERITAS (INDIA) LIMITED**  
Consolidated Balance Sheet As At 31st March 2021  
CIN : L23209MH1985PLC035702

(Amount in Rs.)

	Notes	As at 31 March 2021	As at 31 March 2020
<b>ASSETS</b>			
<b>1 Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	19,81,55,71,670	20,38,48,49,337
(b) Capital Work-In-Progress	3	3,39,48,13,134	3,33,66,82,446
(c) Financial Assets			
(i) - Investments	4	52,60,919	55,10,789
(d) Deferred tax assets (Net)	29	11,10,385	47,95,129
(e) Other Non - Current Assets	5	59,86,343	4,21,84,337
<b>Total Non Current Assets</b>		<b>23,22,27,42,451</b>	<b>23,77,40,22,038</b>
<b>2 Current Assets</b>			
(a) Inventories	6	36,72,336	16,11,659
(b) Financial Assets			
(i) - Trade Receivables	7	9,13,78,47,349	8,64,84,10,161
(ii) - Cash and Cash Equivalents	8	6,36,56,137	2,00,16,745
(iii) - Bank Balances other than Cash and Cash Equivalents	9	39,72,08,316	40,03,80,786
(iv) - Loans	10	57,64,643	9,42,69,786
(c) Other Current Assets	11	2,17,04,500	1,15,77,062
<b>Total Current Assets</b>		<b>9,62,98,53,281</b>	<b>9,17,62,86,199</b>
<b>Total Assets</b>		<b>32,85,25,95,732</b>	<b>32,95,02,88,237</b>
<b>EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity Share Capital	12	2,68,10,000	2,68,10,000
(b) Other Equity	13	19,70,95,23,905	18,86,44,58,512
<b>Total Equity</b>		<b>19,73,63,33,905</b>	<b>18,89,12,68,512</b>
<b>Liabilities</b>			
<b>2 Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) - Borrowings	14	2,72,38,46,762	3,67,10,28,400
(ii) - Trade Payables	15	2,08,38,04,865	-
(iii) - Other Financial Liabilities	16	3,82,79,89,493	3,81,07,15,056
(b) Provisions	17	1,24,60,384	69,55,378
<b>Total Non Current Liabilities</b>		<b>8,64,81,01,504</b>	<b>7,48,86,98,834</b>
<b>3 Current Liabilities</b>			
(a) Financial Liabilities			
(i) - Trade Payables	18	3,20,28,80,330	5,28,23,05,307
(ii) - Other Financial Liabilities	19	1,21,89,14,562	1,26,07,59,815
(b) Other current liabilities	20	91,16,434	62,12,495
(c) Provisions	21	2,49,34,025	1,53,13,334
(d) Current Tax Liabilities (Net)	22	1,23,14,972	57,29,940
<b>Total Current Liabilities</b>		<b>4,46,81,60,323</b>	<b>6,57,03,20,891</b>
<b>Total Equity and Liabilities</b>		<b>32,85,25,95,732</b>	<b>32,95,02,88,237</b>

The accompanying notes forms integral part of the Financial Statements

1& 2

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Dildwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

VERITAS (INDIA) LIMITED  
Consolidated Statement of Profit and Loss Account for the Year Ended 31st March 2021  
CIN : L23209MH1985PLC035702

(Amount in Rs.)

	Notes	For the year ended 31 March 2021	For the year ended 31 March 2020
I Revenue From Operations	23	18,76,26,76,147	20,36,84,61,503
II Other Income	24	4,26,01,582	49,70,50,871
<b>III Total Income (I+II)</b>		<b>18,80,52,77,729</b>	<b>20,86,55,12,374</b>
<b>IV Expenses</b>			
Purchase of Stock-in-Trade		16,73,93,75,901	17,44,09,11,398
Changes in Inventories of Stock-in-Trade		(20,60,678)	1,20,55,10,647
Employee Benefit Expenses	25	7,08,12,138	11,66,00,340
Depreciation and Amortisation Expenses	3	31,80,25,685	30,12,01,606
Finance Costs	26	24,28,32,564	34,75,28,031
Other Expenses	27	32,72,68,868	22,94,71,687
<b>Total Expenses (IV)</b>		<b>17,69,62,54,478</b>	<b>19,64,12,23,709</b>
<b>V Profit/ (loss) before tax (III-IV)</b>		<b>1,10,90,23,251</b>	<b>1,22,42,88,665</b>
<b>VI Tax Expense :</b>			
a) Current tax	28	1,89,32,212	2,13,87,438
b) Deferred tax		36,84,744	(1,49,69,247)
c) Mat credit	28	(80,12,142)	(74,51,075)
d) Adjustment of Earlier Years	28	-	24,52,665
<b>Total Tax Expense (VI)</b>		<b>1,46,04,814</b>	<b>14,19,781</b>
<b>VII Profit/ (loss) for the period (V-VI)</b>		<b>1,09,44,18,437</b>	<b>1,22,28,68,884</b>
<b>VIII Other Comprehensive Income</b>			
- Items that will not be reclassified to profit or loss		11,35,297	(8,07,934)
- Income tax relating to items that will not be reclassified to profit or loss	28	(3,22,896)	2,30,777
<b>Items that will reclassified to profit or loss</b>			
Exchange differences on translating foreign operations		(13,48,35,431)	36,93,19,267
<b>Total Comprehensive Income for the period (VIII)</b>		<b>(13,40,23,030)</b>	<b>36,87,42,110</b>
<b>IX Total Comprehensive Income for the period ( VII+VIII)</b>		<b>96,03,95,407</b>	<b>1,59,16,10,994</b>
<b>X Earnings per equity share</b>			
a) Basic	31	40.82	45.61
b) Diluted	31	40.82	45.61

The accompanying notes forms Integral part of the Financial Statements '18 & 2  
As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Nitin Kumar Didwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

**VERITAS (INDIA) LIMITED**  
 Consolidated Statement of Cash Flows for the Year Ended 31st March, 2021  
 CIN : L23209MH1985PLC035702

(Amount in Rs.)

Particulars	For the year ended 31st March 2021		For the year ended 31 March 2020	
<b>A Cash Flow From Operating Activities</b>				
Profits before Tax		1,10,90,23,251		1,22,42,88,665
<b>Add/(Less):</b>				
Depreciation and Amortisation Expenses	31,80,25,685		30,12,01,606	
Interest Income	(17,955)		-	
Effect of exchange differences on translation of Assets and Liabilities	15,90,12,917		(51,30,44,788)	
Interest & Finance Charges	24,28,32,564		34,75,28,031	
Items that will not be reclassified to profit or loss	11,35,297		(8,07,934)	
Fair Valuation of Investments	2,49,870		14,16,485	
Loss on sale of Wind Mill	-		61,96,113	
		<b>72,12,38,378</b>		<b>14,24,89,513</b>
<b>Operating Profit before working Capital Changes</b>		<b>1,83,02,61,629</b>		<b>1,36,67,78,178</b>
<b>Working Capital Changes</b>				
(Increase)/Decrease In Inventories	(20,60,678)		1,20,55,10,647	
(Increase)/Decrease In Non current Provision	55,05,006		60,95,910	
(Increase)/Decrease In Trade Receivables	(48,94,37,188)		(3,25,64,08,657)	
(Increase)/Decrease In Loans and Advances	8,85,05,143		(1,03,01,293)	
(Increase)/Decrease in Other Current Assets	(1,01,27,438)		3,07,52,429	
(Increase)/Decrease In Other Non Current Assets	3,21,65,909		2,19,56,799	
Increase/(Decrease) In Non current Other Financial Liabilities	1,72,74,437		1,37,13,73,020	
Increase/(Decrease) in Trade Payables	(2,07,94,24,977)		1,27,44,25,726	
Increase/(Decrease) in Non current Trade Payables	2,08,38,04,865		-	
Increase/(Decrease) in Other Financial Liabilities	(4,18,45,253)		(51,60,97,465)	
Increase/(Decrease) in Other Current Liabilities	29,03,939		(36,92,607)	
Increase/(Decrease) in Provision	96,20,690		<b>(1,31,89,384)</b>	
(Increase)/Decrease in Working Capital		<b>(38,31,15,544)</b>		<b>11,04,25,125</b>
<b>Cash Generated from Operating Activities</b>		<b>1,44,71,46,085</b>		<b>1,47,72,03,303</b>
Tax Paid	(83,15,092)		(2,37,92,039)	
		<b>(83,15,092)</b>		<b>(2,37,92,039)</b>
<b>Cash Used (-)/(+) generated for operating activities (A)</b>		<b>1,43,88,30,993</b>		<b>1,45,34,11,264</b>
<b>B Cash Flow From Investing Activities</b>				
Addition to Fixed Assets	(4,27,78,047)		(87,93,71,705)	
Sale of Fixed Assets	1,81,681		2,50,00,252	
Addition to Capital Work in Progress	(5,81,30,689)		(2,69,17,159)	
(Increase)/ decrease in bank deposits and margin money	31,77,470		17,60,34,622	
Interest Income	17,955		-	
<b>Net Cash Used in Investing Activities ( B )</b>		<b>(9,75,36,630)</b>		<b>(70,52,53,990)</b>
<b>C Cash Flow From Financing Activities</b>				
Repayments of Long Term Borrowings	(94,71,81,639)		(86,20,35,496)	
Repayment to Quasi Equity in Verasco FZE	(10,63,00,268)		33,80,23,604	
Interest Paid	(24,28,32,564)		(34,75,28,031)	
Dividend Paid	(13,40,500)		(13,40,500)	
<b>Net Cash Used In Financing Activities ( C )</b>		<b>(1,29,76,54,971)</b>		<b>(87,28,80,423)</b>
<b>D Net Increase (+)/ Decrease (-) In cash and cash equivalent Cash equivalent ( A+B+C)</b>		<b>4,36,39,392</b>		<b>(12,47,23,149)</b>
Cash and Cash Equivalent Opening Balance		<b>2,00,16,745</b>		<b>14,47,39,894</b>
Cash and Cash Equivalent Closing Balance		<b>6,36,56,137</b>		<b>2,00,16,745</b>

<b>Closing Balances represented by:</b>			
<b>Cash and Bank Balances</b>			
<b>Cash and Cash Equivalents</b>			
(i) Balances with Banks		6,29,03,377	1,92,94,444
(ii) Cash on Hand		7,52,760	7,22,301
		<b>6,36,56,137</b>	<b>2,00,16,745</b>

The accompanying notes forms integral part of the Financial Statements

As per our report of even date attached

For M.P.Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Director

Nitin Kumar Dildwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary

VERITAS (INDIA) LIMITED  
Consolidated Statement of Changes in Equity as on 31st March, 2021  
(Amount in Rs.)

**A. EQUITY SHARE CAPITAL**

Particular	March 31, 2021	March 31, 2020
Outstanding at the beginning of the year	2,68,10,000	2,68,10,000
Changes in Equity Share Capital during the Financial Year	-	-
Outstanding at the end of the year	2,68,10,000	2,68,10,000

(Amount in Rs.)

**B. OTHER EQUITY**

Particulars	Reserves and Surplus			Other Reserves			Total
	Securities Premium Reserve	Retained Earnings	Total	Other Comprehensive Income		Quasi Equity in Verasco FZE	
				Foreign Currency Translation Reserve	Other Item of other Comprehensive Income/ (Loss)		
Balance as at April 1, 2019							
Balance at the beginning of the reporting period i.e. 1st April, 2019	9,31,77,68,750	3,51,14,99,071	12,82,92,67,821	21,19,92,748	4,14,725	3,90,21,75,973	16,94,38,46,266
Profit for the year before OCI	-	1,22,28,68,884	1,22,28,68,884	36,93,19,267	-	-	1,59,21,88,151
Mat Credit	-	(74,51,075)	(74,51,075)	-	-	-	(74,51,075)
Other Items (Actuarial Gain/ (Loss))	-	-	-	-	(8,07,934)	-	(8,07,934)
Dividends	-	(13,40,500)	(13,40,500)	-	-	-	(13,40,500)
Others	-	-	-	-	-	33,80,23,604	33,80,23,604
Transfers to / (from) Retained Earnings	-	-	-	-	-	-	-
Transfers from Capital Reserves	-	-	-	-	-	-	-
Balance at the end of the reporting period i.e. 31st March, 2020	9,31,77,68,750	4,72,55,71,380	14,04,33,40,130	58,13,12,015	(3,93,209)	4,24,01,99,576	18,86,44,58,512

Particulars	Reserves and Surplus			Other Reserves			Total
	Securities Premium Reserve	Retained Earnings	Total	Other Comprehensive Income		Quasi Equity in Verasco FZE	
				Foreign Currency Translation Reserve	Other Item of other Comprehensive Income/ (Loss)		
Balance as at April 1, 2020							
Balance at the beginning of the reporting period i.e. 1st April, 2020	9,31,77,68,750	4,72,55,71,380	14,04,33,40,130	58,13,12,017	(3,99,209)	4,24,01,99,576	18,86,44,58,512
Profit for the year before OCI	-	1,09,44,18,437	1,09,44,18,437	(13,48,35,431)	-	-	95,95,83,006
Mat Credit	-	(80,12,142)	(80,12,142)	-	-	-	(80,12,142)
Other Items (Actuarial Gain/ (Loss))	-	-	-	-	11,35,297	-	11,35,297
Dividends	-	(13,40,500)	(13,40,500)	-	-	-	(13,40,500)
Others	-	-	-	-	-	(10,63,00,268)	(10,63,00,268)
Transfers to / (from) Retained Earnings	-	-	-	-	-	-	-
Balance at the end of the reporting period i.e. 31st March, 2021	9,31,77,68,750	5,81,06,37,175	15,12,84,05,925	44,64,76,586	7,42,088	4,13,38,89,308	19,70,95,23,905

The accompanying notes form integral part of the Financial Statements

As per our report of even date attached

For M.P. Chitale & Co.  
Chartered Accountants  
Firm Regd. No.: 101851W

Ashutosh Pednekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Nitin Kumar Didwania  
Director  
DIN : 00210280

Rajaram Shanbhag  
Chief Financial Officer

For and on behalf of the Board of Directors

Kunal Sharma  
Director  
DIN : 03553398

Prasad Oak  
Company Secretary



## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### 1 Corporate Information

Veritas (India) Limited ("The Company") is a Listed Public entity incorporated in India. It has Four subsidiaries Incorporated in India and Three subsidiaries incorporated out of India. The Subsidiaries are wholly owned. The Company and the subsidiaries are referred to as "The Group". The Group is in the business of International Trade & Distribution of Polymers, Paper & Paper Boards, Rubber, Heavy Distillates, Chemicals, Development of Software, Agricultural Activities, Manufacturing and Warehousing etc. The Company is also engaged in generation of Wind Energy.

#### Note on Covid

In March 2020, the World Health Organization (WHO) declared COVID-19 as a global pandemic. The basic presumption contained in the Financial Statements is that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of its operations. The said presumption has been made due to the fact that given the nature of its operations and the products handled the Company is expected to be able to generate sufficient cash flows and access funds in the future. Although, the financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to inability to reliably predict the outcome of the pace at which the outbreak expands and the high level of uncertainties arising therefrom, the management has considered all available information about the future, which was obtained after March 31, 2021, including the impact of the COVID-19 outbreak on customers, vendors and staff, as well as actual and projected foreseeable impact from various factors. The management has concluded that there has been no significant impact on the Company's profitability position, fair value estimates and this COVID-19 event is not expected to have an immediate material impact on the business operations. However, Management will continue to monitor the situation closely and will assess the need for additional measures in case the period of disruption becomes prolonged.

### 2 Significant Accounting Policies

#### 2.1 Compliance with Ind AS

The Group's financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

These financial statements include the balance sheet, the statement of profit and loss, the statement of changes in equity and the statement of cash flows and notes, comprising a summary of significant accounting policies and other explanatory information—and comparative information in respect of the preceding period.

#### 2.2 Basis of Accounting

The Group maintains its accounts on accrual basis following the historical cost convention except certain financial instruments that are measured at fair values in accordance with Ind AS.

Fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level I inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access at measurement date

Level II inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level III inputs are unobservable inputs for the asset or liability

#### 2.3 Presentation of financial statements

The financial statements are prepared and presented in the format prescribed in Division II – IND AS Schedule III to the Companies Act, 2013.

Disclosure requirements with respect to items in the financial statements, as prescribed in Schedule III to the Act, are presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards.

Amounts in the financial statements are presented in Indian Rupees in line with the requirements of Schedule III. Per share data are presented in Indian Rupees to two decimal places.

## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### a). Property, Plant and Equipment (PPE)

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation, amortization and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Depreciation on all Property, Plant and Equipment is provided based on useful life prescribed in Schedule II of the Companies Act, 2013 under Straight Line Method.

PPE not ready for the intended use on the date of the Balance Sheet is disclosed as "capital work-in-progress".

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

#### Type of Asset with Useful Life

Type of Asset	Life
Leasehold Land	Over the Lease Period
Plant and Machinery used in windpower generation	22 Years
Other Plant and Machinery	15 Years
Office Equipment	5 Years
Computer Equipment	3 Years
Furniture and Fixtures	10 Years
Vehicle	8 Years

### b). Capital work-in-progress

Capital work-in-progress is stated at cost less any identified impairment loss. All expenditures connected with specific assets during the installation and construction period are carried under capital work-in-progress. These are transferred to property, plant and equipment as and when they are available for use. All those expenditures which are not connected with any specific assets during the construction phase of the project are carried under pre-operating expenses. Once the project is completed, these expenditures will be allocated to the specific assets.

#### Pre-operating expenses

All those expenditures which are not connected with any specific assets during the construction phase of the project are carried under capital work-in-progress (pre-operating expenses). Once the project is completed, these expenditures will be allocated to the specific assets.

### c). Leases

#### i Leases

The Company assesses whether a contract contains a lease, at the inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company considers whether (i) the contract involves the use of identified asset; (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of lease and (iii) the Company has right to direct the use of the asset.

## VERITAS (INDIA) LIMITED

### Notes to Consolidated Financial Statements for the year ended 31st March, 2021

#### **As Lessee**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the site on which it is located, less any lease incentives received.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. The right-of-use assets and lease liabilities include these options when it is reasonably certain that the option will be exercised.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, generally, the Company uses its bank rate as the discount rate.

Lease payments included in the measurement of the lease liability comprises of fixed payments, including in-substance fixed payments, amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option.

The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Lease liability and the right of use asset have been separately presented in the balance sheet and lease payments have been classified as financing activities.

The Company recognises the lease payments associated with these leases as an expense in statement of profit and loss over the lease term. The related cash flows are classified as operating activities.

#### **Short-term leases and leases of low-value assets:**

The Company has not applied Ind AS 116 to Short Term Leases, which are defined as leases with a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term.

#### **As a Lessor**

Leases for which the company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interest in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### d). Intangible Assets and Amortisation

Intangible Assets are stated at cost of acquisition less accumulated amortisation /depletion and impairment loss, if any.

Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Intangible assets of the company comprises of Software which is amortized over a period of 5 years.

### e). Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

### f). Inventories

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase and other overheads net of recoverable taxes incurred in bringing them to their respective present location and condition. The valuation of inventories is done on FIFO (first-in-first-out) Method

### g). Impairment of Non Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

### h). Provisions & Contingencies

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events for which it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated as at the balance sheet date.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. Information on contingent liabilities is disclosed in the notes to financial statements unless the possibility of an outflow of resources embodying economic benefit is remote.

A contingent asset is neither recognised in the financial statements nor disclosed in the financial statements.

## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### i). Employee Benefit Expenses

#### (i). Short Term Employee Benefits

All Employee Benefits payable wholly within twelve month of rendering the service are classified as Short Term Employee Benefits and they are recognised in the period in which the employee renders the related service.

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

#### (ii). Post Employment Benefits

##### Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company makes specified monthly payments to Provident Fund Scheme other Similar Schemes for all applicable employees. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

##### Defined Benefit Plans

Gratuity liability is a defined benefit obligation which is provided for on the basis of an actuarial valuation on Projected Unit cost method made at the end of each financial year. Actuarial gains/(losses) are recognised directly in other comprehensive income. This benefit is presented according to present value after deducting the fair value of the plan assets. The Company determines the net interest on the net defined benefit liability (asset) in respect of a defined benefit by multiplying the net liability (asset) in respect of a defined benefit by the discount rate used to measure the defined benefit obligation as they were determined at the beginning of the annual reporting period.

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

Accumulated leave is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### j). Tax Expenses

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

#### Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Minimum Alternative tax (MAT) Credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay Income Tax under the normal provisions during the specified period, resulting in utilisation of MAT Credit. In the year in which the MAT Credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants' of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will utilise MAT Credit during the specified period.

For Subsidiaries, Income taxes currently payable are provided for in accordance with existing legislation of the various Countries in which the company operates.

#### Deferred Tax

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

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

### k). Foreign Currency

#### Functional and presentation currency

The financial statements of the Company are presented using Indian Rupee (INR) i.e. currency of the primary economic environment in which the entity operates ('the functional currency').

#### Transactions and balances

Foreign currency transactions are translated into the respective functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

### l). Revenue Recognition

The Company has recognised revenue pursuant to a contract (other than a contract listed in paragraph 5 of Ind AS 115) only if the counterparty to the contract is a customer. A customer is a party that has contracted with an entity to obtain Goods and services that are an output of the entity's ordinary activities in exchange for consideration.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Escalation and other claims, which are not ascertainable/acknowledged by customers, are not taken into account. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

**Criteria for recognition of revenue are as under:**

**a) Sale of Goods**

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

(i) significant risks and rewards of ownership of the goods are transferred to the buyer;

(ii) Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;

(iii) it is probable that economic benefits associated with transaction will flow to the Company; and

(iv) amount of revenue can be measured reliably;

b) In cases where trade contracts provide for crystallization of price or for price adjustment on a subsequent date, corresponding purchase and sales are recognized on the basis of expected settlement price and any differential determined subsequently is accounted for at the time of final settlement.

c) Interest Income is recognized on a time proportion basis taking into account amount outstanding and applicable interest rate.

d) Dividend is recognised when the company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**e) Sale of Electricity**

Income from sale of electricity is recognized as per the terms and conditions of the agreement with the Customer.

**m). Financial Instruments**

**(i). Financial Instruments**

**Initial Recognition**

Financial Instruments i.e. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial instruments are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial instruments (other than financial instruments at fair value through profit or loss) are added to or deducted from the fair value of the financial instruments, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial instruments assets or financial liabilities at fair value through profit or loss are recognised in Statement of profit or loss.

**Subsequent Measurement**

**Financial assets**

All recognised financial assets are subsequently measured at amortized cost except financial assets carried at fair value through Profit and loss (FVTPL) or fair value through other comprehensive income (FVOCI).

**a) Equity Investments (other than Investments in subsidiaries, associates and joint venture)**

All equity investments falling within the scope of Ind-AS 109 are mandatorily measured at Fair Value Through Profit and Loss (FVTPL) with all fair value changes recognized in the Statement of Profit and Loss.

The Company has an irrevocable option of designating certain equity instruments as FVOCI. Option of designating instruments as FVOCI is done on an instrument-by-instrument basis. The classification made on initial recognition is irrevocable.

## VERITAS (INDIA) LIMITED

### Notes to Consolidated Financial Statements for the year ended 31st March, 2021

If the Company decides to classify an equity instrument as FVOCI, then all fair value changes on the instrument are recognized in Statement of Other Comprehensive Income (SOI). Amounts from SOI are not subsequently transferred to profit and loss, even on sale of investment.

#### **b) Derecognition**

A financial asset is primarily derecognized 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 with that 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.

#### **c) Impairment of financial assets**

The Company applies the expected credit loss model for recognising allowances for expected credit loss on financial assets measured at amortised cost and those carried at fair value through Other Comprehensive Income.

#### **Financial Liabilities**

##### **Classification**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

##### **Subsequent Measurement**

Loans and borrowings are subsequently measured at Amortised costs using Effective Interest Rate (EIR), except for financial liabilities at fair value through profit or loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Amortisation is included as a part of Finance Costs in the Statement of Profit and Loss. Financial liabilities recognised at FVTPL, shall be subsequently measured at fair value.

##### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

##### **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

##### **Re-classification of financial instruments**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. 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. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies 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 business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest. The Company has not reclassified any financial asset during the current year or previous year.

#### **n). Cash and Cash Equivalents**

Cash and Cash Equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of 12 months or less, which are subject to an insignificant risk of changes in value.



## VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

### o). Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholder by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit after tax for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### p). Segment Reporting

Based on "Management Approach" as defined in Ind AS 108 -Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments. The Company concludes that it operates under four reporting segment viz (a) Trading, Distribution and Development and (b) Wind power generation (c) Manufacturing (d) Warehousing. the secondary reporting segment is geographical segment based on location of customer viz domestic and overseas.

Unallocable items includes general corporate income and expense items which are not allocated to any business segment.

#### Segment Policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the standalone financial statements of the Company as a whole. Common allocable costs are allocated to each segment on an appropriate basis.

### q). Derivative financial Instruments

The company uses derivative financial instruments to manage its exposure to interest rate risk. Derivatives are initially recognized at fair value as the date of derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting date. The resulting gain or loss is recognized in the income statement immediately, unless the derivative is designated and effective as a hedging instrument, in which event the recognition in the income statement depends on the nature of the hedge relationship. A derivative with a positive fair value is recognized as a financial asset; a derivative with a negative fair value is recognized as a financial liability.

#### Hedge Accounting

The company designates certain hedging instruments as either fair value hedges or cashflow hedges. Hedges of interest rate risk and foreign exchange risk on firm commitments are accounted on cashflow hedges.

As at 31 March 2021, the company has an interest rate swap contract which is classified as derivative financial exposure at fair value through profit and loss.

### r). Key Sources of Estimation Uncertainty

The Entity Management set out the entity's overall business strategies and its risk management policy. The Entity's overall financial risk management program seeks to minimize potential adverse effects on the financial performance of the entity. The entity policies include financial risk management policies covering specific areas, such as market risk (including foreign exchange risk, interest risk, liquidity risk and credit risk). Periodic reviews are undertaken to ensure that the entity's policy guidelines are complied with.

There has been no change to the entity's exposure to the financial risks or the manner in which it manages and measures the risk.

#### Key estimates and assumptions

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that impact the reported amount of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as on the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying financial statements. Difference between the actual and estimates are recognised in the period in which they actually materialise or are known. Any revision to accounting estimates is recognised prospectively. Management believes that the estimates used in preparation of Financial Statements are prudent and reasonable.

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

3. PROPERTY, PLANT AND EQUIPMENT - CURRENT YEAR

Description	Cost of Deemed cost				Accumulated depreciation/Amortization.				Carrying Amount		
	As at 31st March, 2020	Additions	Deletions	Impact on Translation	As at 31st March, 2021	As at 31st March, 2020	Additions	Deletions	Impact on Translation	As at 31st March, 2021	As at 31st March, 2020
<b>Tangible Assets</b>											
Freehold Land	8,48,83,04,650	-	-	-	8,48,83,04,650	-	-	-	-	8,48,83,04,650	8,48,83,04,650
Leasehold Land	3,05,59,457	-	-	-	3,05,59,457	-	-	-	-	2,79,38,884	2,88,12,200
Plant and Machinery	11,77,60,04,084	3,15,12,023	-	(29,44,45,268)	11,51,30,70,839	55,38,13,746	27,80,25,059	-	(1,61,44,088)	10,69,73,76,122	11,22,21,90,339
Computers Systems	22,44,902	98,650	-	19,79,054	23,43,552	1,13,995	1,13,995	-	-	2,50,503	2,65,848
Furniture & Fixtures	4,07,53,567	-	-	(9,13,492)	3,98,40,075	64,65,682	38,67,793	-	(1,53,390)	2,96,65,991	3,42,87,885
Motor Vehicles	1,93,56,771	20,33,010	-	(4,08,953)	2,09,80,828	55,79,660	17,82,725	-	(91,805)	1,97,10,249	1,37,77,111
Office Equipments	45,72,223	16,250	-	-	45,88,473	21,65,845	3,27,747	-	-	20,94,881	24,06,378
Right to use Assets	62,63,48,210	91,18,115	1,81,681	11,55,66,499	61,97,18,144	3,15,43,284	3,30,41,050	-	(10,96,531)	55,62,30,390	59,48,04,926
<b>Total Tangible Assets</b>	<b>20,98,81,43,864</b>	<b>4,27,78,047</b>	<b>1,81,681</b>	<b>(31,13,34,211)</b>	<b>20,71,94,06,018</b>	<b>60,32,94,528</b>	<b>31,80,25,685</b>	<b>-</b>	<b>(1,74,85,864)</b>	<b>19,81,55,71,670</b>	<b>20,38,48,49,337</b>
<b>Total Property, Plant and Equipment</b>	<b>20,98,81,43,864</b>	<b>4,27,78,047</b>	<b>1,81,681</b>	<b>(31,13,34,211)</b>	<b>20,71,94,06,018</b>	<b>60,32,94,528</b>	<b>31,80,25,685</b>	<b>-</b>	<b>(1,74,85,864)</b>	<b>19,81,55,71,670</b>	<b>20,38,48,49,337</b>
Capital Work in Progress	3,34,04,41,291	6,03,03,373	-	-	3,39,96,98,700	37,58,845	11,26,720	-	-	3,39,48,13,134	3,33,66,82,446
<b>Total Capital Work in Progress</b>	<b>3,34,04,41,291</b>	<b>6,03,03,373</b>	<b>-</b>	<b>-</b>	<b>3,39,96,98,700</b>	<b>37,58,845</b>	<b>11,26,720</b>	<b>-</b>	<b>-</b>	<b>3,39,48,13,134</b>	<b>3,33,66,82,446</b>

3. PROPERTY, PLANT AND EQUIPMENT - PREVIOUS YEAR

Description	Cost of Deemed cost				Accumulated depreciation/Amortization.				Carrying Amount		
	As at 31st March, 2019	Additions	Deletions	Impact on Translation	As at 31st March, 2020	As at 31st March, 2019	Additions	Deletions	Impact on Translation	As at 31st March, 2020	As at 31st March, 2019
<b>Tangible Assets</b>											
Freehold Land	8,48,85,04,850	-	(12,00,000)	-	8,48,83,04,650	-	-	-	-	8,48,83,04,650	8,48,85,04,850
Leasehold Land	3,05,59,457	-	-	-	3,05,59,457	-	-	-	-	2,88,12,200	2,88,28,524
Plant and Machinery	10,63,24,77,588	25,27,72,495	(2,53,45,743)	91,60,95,744	11,77,60,04,084	25,02,47,638	26,34,70,462	46,50,622	3,54,45,024	11,22,21,90,339	10,38,22,29,950
Computers Systems	19,53,902	2,51,000	-	17,90,172	21,44,902	1,88,882	1,88,882	-	-	2,65,848	2,03,730
Furniture & Fixtures	3,81,07,956	-	(2,59,196)	29,04,807	4,07,53,567	26,91,799	37,29,529	(2,59,196)	3,03,550	3,42,87,885	3,54,16,157
Motor Vehicles	1,80,93,092	-	(86,747)	13,00,426	1,93,56,771	32,82,325	21,34,937	(86,747)	1,99,144	1,37,77,111	1,48,10,767
Office Equipments	45,72,223	-	-	-	45,72,223	16,10,637	5,55,208	-	-	24,06,378	29,61,586
Right to use Assets	-	62,63,48,210	-	-	62,63,48,210	2,56,86,012	2,56,86,012	-	18,57,272	59,48,04,926	59,48,04,926
<b>Total Tangible Assets</b>	<b>19,21,53,06,868</b>	<b>87,92,71,705</b>	<b>(2,68,41,686)</b>	<b>92,03,04,977</b>	<b>20,98,81,43,865</b>	<b>26,03,53,504</b>	<b>30,07,81,354</b>	<b>43,54,679</b>	<b>3,78,04,991</b>	<b>20,38,48,49,337</b>	<b>18,95,49,55,364</b>
<b>Intangible Assets</b>											
Goodwill	1,35,936	-	-	-	1,35,936	-	-	-	-	-	1,35,936
Goodwill on Merger	21,01,270	-	-	-	21,01,270	16,81,018	4,20,252	-	-	21,01,270	4,20,252
<b>Total Intangible Assets</b>	<b>22,37,206</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>22,37,206</b>	<b>16,81,018</b>	<b>4,20,252</b>	<b>-</b>	<b>-</b>	<b>22,37,206</b>	<b>5,56,186</b>
<b>Total Property, Plant and Equipment</b>	<b>19,21,75,46,074</b>	<b>87,92,71,705</b>	<b>(2,68,41,686)</b>	<b>92,03,04,977</b>	<b>20,99,03,61,071</b>	<b>26,20,34,522</b>	<b>30,12,01,606</b>	<b>44,90,615</b>	<b>3,78,04,991</b>	<b>20,38,48,49,337</b>	<b>18,95,55,11,552</b>
Capital Work in Progress	3,31,20,39,243	3,03,58,042	-	-	3,34,04,41,291	22,73,956	14,84,889	-	-	3,36,66,82,446	3,30,97,65,287
<b>Total Capital Work in Progress</b>	<b>3,31,20,39,243</b>	<b>3,03,58,042</b>	<b>-</b>	<b>-</b>	<b>3,34,04,41,291</b>	<b>22,73,956</b>	<b>14,84,889</b>	<b>-</b>	<b>-</b>	<b>3,36,66,82,446</b>	<b>3,30,97,65,287</b>

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the For the Year ended 31 March 2021

**4 INVESTMENTS - NON CURRENT**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>1 Investments measured at Fair Value through Profit and Loss</b>		
Investments in Equity Instruments - Quoted		
Investments in others		
Vitan Agro Industries Limited*		
(CY 4,00,000 Equity Shares of Rs. 1 each)		
(PY 4,00,000 Equity Shares of Rs. 1 each)		
DB (International) Stock Brokers Limited	44,85,000	49,45,000
(CY 5,00,000 Equity Shares of Rs. 2 each)		
(PY 5,00,000 Equity Shares of Rs. 2 each)		
Rander Corporation Limited	5,18,669	5,29,189
(CY 4,57,38 Equity Shares of Rs. 10 each)		
(PY 4,57,38 Equity Shares of Rs. 10 each)		
CCL International Limited	2,57,250	36,600
(CY 15,000 Equity Shares of Rs.10 each)		
(PY 15,000 Equity Shares of Rs. 10 each)		
<b>Total</b>	<b>52,60,919</b>	<b>55,10,789</b>

\* The Company has written off the value of Investment in the year FY 2019-20 which is falling under the scope of Ind-AS 109 to the full value.

**5 OTHER NON - CURRENT ASSETS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Unsecured, Considered Good</b>		
Capital Advances	-	3,14,57,652
Advance Tax (Net of Provisions) (refer note 41)	41,69,972	82,02,057
Advance Gratuity	12,86,994	8,53,280
Security Deposit	5,29,377	4,09,377
Others	-	12,61,971
<b>Total</b>	<b>59,86,343</b>	<b>4,21,84,337</b>

**6 INVENTORIES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(At Lower of Cost and net realizable value)		
Stock In Trade	36,72,336	16,11,659
Stock In Transit	-	-
<b>Total</b>	<b>36,72,336</b>	<b>16,11,659</b>

**7 TRADE RECEIVABLES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Trade Receivables</b>		
<b>Unsecured</b>		
Considered Good	9,13,78,47,349	8,64,84,10,161
Considered Doubtful	2,68,78,322	3,70,21,799
Less : Provision for Expected Credit Loss allowance on doubtful debts	(2,68,78,322)	(3,70,21,799)
<b>Total</b>	<b>9,13,78,47,349</b>	<b>8,64,84,10,161</b>

Trade Receivables includes amount receivable from Related Parties as under:

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Trade Receivables</b>		
Sanman Trade Impex Limited	12,84,178	-
<b>Total</b>	<b>12,84,178</b>	<b>-</b>

**8 Cash and Cash Equivalents**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Cash and Cash Equivalents</b>		
(i) Balances with Banks		
In Current Accounts	6,29,03,377	1,92,94,444
(ii) Cash on Hand	7,52,760	7,22,301
<b>Total</b>	<b>6,36,56,137</b>	<b>2,00,16,745</b>

**9 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Other Bank Balances</b>		
(i) Unpaid Dividend Bank Accounts	22,09,053	20,35,482
(ii) Deposit with maturity for more than 12 months	-	-
(iii) Deposit with maturity for more than 3 months but less than 12 Months (held as margin money against borrowing)#	39,49,99,263	39,83,45,304
<b>Total</b>	<b>39,72,08,316</b>	<b>40,03,80,786</b>

# Represents an amount of Rs. 29,17,25,016/- held under Debt Service Account as per Inter-credit agreement.

**10 LOANS - CURRENT**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Unsecured Considered Good unless otherwise stated</b>		
To Employees	3,46,112	6,51,596
Others	-	1,40,09,100
Security Deposits	54,18,531	7,96,09,090
<b>Total</b>	<b>57,64,643</b>	<b>9,42,69,786</b>

**11 OTHER CURRENT ASSETS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Unsecured, Considered Good</b>		
Prepaid Expenses	30,44,532	8,30,410
Advances for Expenses	5,82,875	8,33,666
Advance Gratuity	3,17,663	3,89,626
Balance with Government Authorities	1,77,21,851	95,23,360
Provision for Tax (Net of Advance Tax)	37,580	-
<b>Total</b>	<b>2,17,04,500</b>	<b>1,15,77,062</b>

## 12 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Authorised Share Capital</b> Equity Shares of Rs. 1 each (CY 10,00,00,000 shares of Rs. 1 each) (PY 10,00,00,000 shares of Rs. 1 each)	10,00,00,000	10,00,00,000
<b>Total</b>	<b>10,00,00,000</b>	<b>10,00,00,000</b>
<b>Issued Subscribed and Paid Up</b> Equity Shares of Rs. 1 each (CY 2,68,10,000 shares of Rs. 1 each) (PY 2,68,10,000 shares of Rs. 1 each)	2,68,10,000	2,68,10,000
<b>Total</b>	<b>2,68,10,000</b>	<b>2,68,10,000</b>

12.1 The reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31 March 2021	As at 31 March 2020
Equity Shares at the beginning of the year (nos)	2,68,10,000	2,68,10,000
Add/Less: Changes in Equity Shares (nos)	-	-
Equity Shares at the end of the year (nos)	2,68,10,000	2,68,10,000

12.2 The details of shareholders holding more than 5% shares :

Name of the Shareholders	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% Holding	No. of Shares	% Holding
Mr. Nitin Kumar Didwania	92,50,000	34.50	92,50,000	34.50
Ms. Niti Didwania	67,13,100	25.04	67,13,100	25.04
Onix Assets Ltd.	30,00,000	11.19	30,00,000	11.19
Groupe veritas Ltd	15,23,967	5.68	15,23,967	5.68
Latitude Consultants Limited	26,00,000	9.70	26,00,000	9.70

12.3 Terms and Rights attached to the Shares

The Company has issued only one class of equity shares having a par value of INR 1 each. Each equity shareholder is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

12.4 Proposed Dividend

The Board of Directors of the Company has proposed dividend at @ 0.05 per equity share for the financial year 2019-2020, which would have been declared in the Annual General meeting.

**13 OTHER EQUITY**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(i). Securities Premium		
Opening Balance	9,31,77,68,750	9,31,77,68,750
Additions / (Transfers) during the year	-	-
<b>Closing Balance</b>	<b>9,31,77,68,750</b>	<b>9,31,77,68,750</b>
(ii). Foreign Currency Translation Reserve		
Opening Balance	58,13,12,015	21,19,92,748
Additions / (Transfers) during the year	(13,48,35,431)	36,93,19,267
<b>Closing Balance</b>	<b>44,64,76,584</b>	<b>58,13,12,015</b>
(iii). Surplus in Statement of Profit and Loss		
Opening Balance	4,72,55,71,380	3,51,14,94,071
Add: Profit for the year	1,09,44,18,437	1,22,28,68,884
Less: Mat credit	(80,12,142)	(74,51,075)
Less: Proposed Final Dividend on Equity Shares (CY Rs. 0.05 per share) (PY Rs. 0.05 per share)(PY Rs. Nil per share)	(13,40,500)	(13,40,500)
<b>Closing Balance</b>	<b>5,81,06,37,175</b>	<b>4,72,55,71,380</b>
(iv) Other Comprehensive Income		
Other items (Actuarial Gain/ (Loss))	(3,93,209)	4,14,725
Other items (Actuarial Gain/ (Loss) Tax	8,12,401	(5,77,157)
	3,22,896	(2,30,777)
(v) Quasi Equity In Verasco FZE*	4,13,38,99,308	4,24,01,99,576
<b>Closing Balance</b>	<b>4,13,46,41,396</b>	<b>4,23,98,06,367</b>
<b>Total</b>	<b>19,70,95,23,905</b>	<b>18,86,44,58,512</b>

Refer Note no 39 for description of Reserves

\* Represent amount contributed by Hazel Middle East FZE which is sub-ordinated against Bank facilities availed by the Hazel International FZE

**14 BORROWINGS - NON CURRENT**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Secured at Amortised Cost		
Syndicated term loans		
From Banks	2,03,98,24,112	2,98,89,47,750
Loan From Director	68,40,22,650	68,20,80,650
<b>Total</b>	<b>2,72,38,46,762</b>	<b>3,67,10,28,400</b>

**14.1 Terms of Repayment**

Sr. No.	Nature of Loans	Instalments in Rs.	Mode of Payments	Rate of Interest	Nature of Security	Month and Year of Maturity
1	Term Loan	291,403,466	24 Quarterly Installments from September 2017	For 1-2 years Elbor plus 4.75% and for 3-8 years Elbor plus 4%	Mortgage of Immovable Property Constructed on the Project land. Personal guarantee of Director Joint and several corporate guarantee of associates companies.	September, 2023

**15 TRADE PAYABLES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Trade Payables		
- Micro Small and Medium Enterprises	-	-
- Others	2,08,38,04,865	-
<b>Total</b>	<b>2,08,38,04,865</b>	<b>-</b>

**16 OTHER FINANCIAL LIABILITIES - NON CURRENT**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Unsecured at Amortised Costs		
From Related Parties	2,82,66,37,308	2,77,47,57,243
Lease Liabilities	50,56,12,601	52,74,70,583
Payable to contractor	49,57,39,584	50,84,87,230
<b>Total</b>	<b>3,82,79,89,493</b>	<b>3,81,07,15,056</b>

**17 NON CURRENT PROVISION**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for Employee Benefit	1,24,60,384	69,55,378
<b>Total</b>	<b>1,24,60,384</b>	<b>69,55,378</b>

**18 TRADE PAYABLES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Trade Payables		
-Others	3,20,28,80,330	5,28,23,05,307
<b>Total</b>	<b>3,20,28,80,330</b>	<b>5,28,23,05,307</b>

18.1 Refer Note 36 for disclosures under Section 22 of Micro, Small and Medium Enterprises Development Act, 2006

**19 OTHER FINANCIAL LIABILITIES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Current maturity of long term debt	1,16,56,13,715	1,19,56,05,562
Interim/Final Dividend Unpaid	23,51,889	20,35,481
Other Payables	38,84,242	39,07,550
Lease Liabilities	4,67,64,689	4,81,27,686
Advance from customer	3,00,027	1,10,83,536
<b>Total</b>	<b>1,21,89,14,562</b>	<b>1,26,07,59,815</b>

**20 Other current liabilities**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Statutory Liabilities	91,16,434	62,12,495
<b>Total</b>	<b>91,16,434</b>	<b>62,12,495</b>

**21 PROVISION**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for CSR	78,81,070	-
Provision for Employee Benefit	62,474	76,563
Other Provisions	1,69,90,481	1,52,36,771
<b>Total</b>	<b>2,49,34,025</b>	<b>1,53,13,334</b>

**22 CURRENT TAX ASSETS AND LIABILITIES (NET)**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Provision for Tax (Net of Advance Tax)	1,23,14,972	57,29,940
<b>Total</b>	<b>1,23,14,972</b>	<b>57,29,940</b>

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the For the Year ended 31 March 2021

**23 REVENUE FROM OPERATIONS**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Sale of Products	18,76,18,01,147	20,36,84,61,503
Sale of Services	8,75,000	-
<b>Total</b>	<b>18,76,26,76,147</b>	<b>20,36,84,61,503</b>

**23.1 Sale of Products/Service comprises:**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Electricity Generation	25,63,798	66,52,207
Agricultural Farm Produce	1,01,500	1,25,000
Traded and Developed Goods	18,75,91,35,859	20,36,16,84,296
Sale of Services	8,75,000	-
<b>Total</b>	<b>18,76,26,76,147</b>	<b>20,36,84,61,503</b>

**24 OTHER INCOME**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>Interest Income</b>		
Interest Income on PD carried at Amortised Cost	17,955	2,49,726
<b>Other Non Operating Income</b>		
Foreign exchange Gain\Loss -Export	83,54,107	-
Others	2,31,74,935	49,68,01,145
Income on Fair Valuation of Long term Creditors	1,10,54,585	-
<b>Total</b>	<b>4,26,01,582</b>	<b>49,70,50,871</b>

**25 EMPLOYEE BENEFIT EXPENSES**

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Salary / Wages and Allowances	7,01,30,936	11,60,29,448
Contributions to Provident & Other Fund	6,73,937	5,40,896
Staff Welfare and other benefits	7,265	29,996
<b>Total</b>	<b>7,08,12,138</b>	<b>11,66,00,340</b>

Refer Note No. 32 for details of Defined Benefit Contribution.



VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the For the Year ended 31 March 2021

26 FINANCE COSTS

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
<b>On Term Loans</b>		
Interest on Term Loan	21,67,78,897	92,93,07,779
<b>Others</b>		
Bank Charges, Commission and Others	3,47,666	19,17,856
Interest on Fair Valuation of Rent Deposit	-	2,19,88,323
Interest expense on lease liability	2,57,06,503	3,14,273
<b>Total</b>	<b>24,28,32,564</b>	<b>34,75,28,031</b>

27 OTHER EXPENSES

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Logistics Expenses	11,82,68,266	3,20,70,302
Packing Charges	-	9,20,869
Rent Paid	-	15,41,841
Repairs & Maintenance		
Machinery	6,68,732	12,44,262
Others	2,25,98,742	2,51,14,185
Insurance	3,81,49,870	3,51,78,905
Rates and Taxes	41,32,310	12,07,845
Brokerage & Commission Charges	84,90,174	15,68,318
Communication Expenses	6,70,375	9,83,982
Travelling and Conveyance	15,92,492	29,71,716
Printing and Stationery Expenses	1,24,488	1,42,846
Advertising / Business Promotion Expenses	33,77,569	11,44,799
Legal and Professional Fees	1,51,14,953	2,28,85,657
Payments to Auditors (Refer Note 27.1)	50,62,391	37,86,556
Foreign exchange Gain/Loss - Export	-	5,07,94,201
Electricity Charges	6,29,006	5,76,932
Loss on sale of Wind Mill	-	61,96,113
Forex Gain or loss	93,815	15,168
Directors' Sitting Fees	1,03,000	64,000
Miscellaneous Expenses	1,15,05,331	1,58,06,288
Corporate Social Responsibility (Refer Note 30)	78,81,070	-
Bad Debts	10,52,91,745	60,00,581
Discounts and differences/Balance written off	11,00,861	-
Provision on Loan and Deposit	(99,37,269)	59,37,267
Allowance for Expected Credit Loss *	(28,77,923)	1,11,02,569
Net Loss on Investment carried at FVTPL	2,49,870	14,16,485
<b>Total</b>	<b>32,72,68,868</b>	<b>22,94,71,687</b>

\* ECL is Negative due to Reversal of provision consequent to write off.

27.1 Payment to Auditors as :

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Statutory Audit Fees	50,62,391	37,86,556
<b>Total</b>	<b>50,62,391</b>	<b>37,86,556</b>

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the For the Year ended 31 March 2021

28 Current Tax Provision

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Profit before Taxes of the Parent Company	8,23,53,497	8,62,47,629
Less: Exempt incomes	1,12,90,245	2,90,46,748
Add: Disallowance of Expenses	2,71,21,266	8,66,44,989
Profits as per Income Tax Act, 1961	6,65,22,476	20,19,39,366
Applicable Rate (MAT)	28.44%	28.56%
Tax Provision	1,85,28,887	2,13,87,438
Add: Interests Attributable	3,91,130	-
Add: Mat	(80,12,142)	24,52,665
Add: OCI Tax	(3,22,896)	-
<b>Total Current Tax Provision</b>	<b>1,05,84,974</b>	<b>2,38,40,103</b>

29.0 Deferred Tax Liability / (Assets)

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
Arising on account of Timing Difference in Depreciable Assets		
Opening Deferred Tax Liability / (Assets):	(47,95,129)	1,01,74,118
Fixed Assets	(1,22,474)	(97,89,386)
Leave Salary	59,494	(60,369)
Gratuity	1,02,887	(2,41,875)
Provision for Debtors	8,18,525	(31,81,998)
Provision on Loan and Deposit	28,26,312	(17,01,621)
<b>Closing Deferred Tax Liability / (Assets)</b>	<b>(11,10,385)</b>	<b>(47,95,129)</b>

30 Corporate Social Responsibility (CSR)

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(i) Gross Amount to be spent by the Company during the year	20,93,597	19,93,621
(ii) Gross Amount Unspent During the previous period	58,27,473	-
(ii) Amount spent during the year	-	-
a) Construction/Acquisition of any asset	-	-
b) On purpose other than above (ii) (a) - In cash	-	-
c) On purpose other than above (ii) (a) - Yet to be paid in cash	-	-
<b>Unspent amount</b>	<b>78,81,070</b>	<b>19,93,621</b>

31 EARNINGS PER SHARE (EPS)

Particulars	As at 31 March 2021 Amount (Rs.)	As at 31 March 2020 Amount (Rs.)
(i). Profit/(Loss) attributable to Equity Shareholders of the Company (Rs.)	1,09,44,18,497	1,22,28,68,894
(ii). Weighted Average number of Equity Shares (Basic)(nos)	2,68,10,000	2,68,10,000
(iii). Weighted Average number of Equity Shares (Diluted)(nos)	2,68,10,000	2,68,10,000
(iv). Basic Earnings per Share (Rs.)	40.82	45.61
(v). Diluted Earnings per Share (Rs.)	40.82	45.61
(vi). Face Value per Equity Share (Rs.)	1	1

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31 March 2021

Note No: 32 Retirement Benefit Plans

(i). Gratuity:

The Gratuity Plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an Employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the Member's length of service at separation date.

The following table set out the funded status of the gratuity plans and the amount recognised in the company's financial statements as at March 31, 2021 and March 31, 2020.

Amount (Rs.)			
I	<b>Change in Benefit Obligation during the year ended March 31, 2021</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation at beginning of the year	24,11,859	19,40,815
	Current Service Cost	3,23,936	1,66,848
	Interest Cost	1,61,745	1,45,561
	Actuarial (Gains)/Losses	(6,43,652)	8,27,524
	Benefits Paid	(1,24,512)	(6,68,889)
	Present Value of Defined Benefit Obligation at end of the year	21,29,376	24,11,859
II	<b>Change in Assets during the year ended March 31, 2021</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Fair Value of Plan Assets at the beginning of the year	36,54,495	40,27,399
	Actual Benefits Paid	(1,24,512)	(6,68,889)
	Expected returns on Plan Assets	2,60,201	3,02,055
	Contributions by Employer	18,544	18,327
	Actuarial Gains/(Losses)	(74,696)	(24,397)
	Plan Assets at the end of the year	37,34,032	36,54,495
III	<b>Net Asset/(Liability) recognized in the Balance Sheet</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation	21,29,376	24,11,859
	Fair Value of Plan assets at the end of the year	(37,34,032)	(36,54,495)
	Fund Status Surplus/(Deficit)	(16,04,656)	(12,42,636)
	Net Asset/(Liability) at the end of the year	(16,04,656)	(12,42,636)
IV	<b>Expenses recognized in the statement of Profit &amp; Loss under Employee Benefit Expenses</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Current Service Cost	3,23,936	1,66,848
	Net Interest Cost	(98,458)	(1,56,494)
	Total Expense	2,25,480	10,354
V	<b>The major categories of plan assets as a percentage of total plan</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Insurer Managed Funds	100%	100%
VI	<b>Actuarial Assumptions</b>		
	Particulars	As at 31st March 2021	As at 31st March 2020
	Discount Rate	6.85%	6.85%
	Rate of Return on Plan Assets	6.85%	6.85%
	Mortality Table	LIC (1994-96)	LIC (1994-96)
	Retirement Age	60 Years	60 years

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year ended 31 March 2021

(B). Leave Encashments:

		Amount (Rs.)	
<b>Change in Benefit Obligation during the year ended March 31, 2021</b>			
	Particulars	As at 31st March 2021	As at 31st March 2020
	Present Value of Defined Benefit Obligation at beginning of the year	11,34,031	9,23,394
	Current Service Cost	2,94,922	2,87,110
	Interest Cost	75,059	67,303
	Actuarial (Gains)/Losses	(5,66,341)	(43,987)
	Benefits Paid	(12,819)	(99,789)
	Present Value of Defined Benefit Obligation at end of the year	9,24,852	11,34,031
<b>Change in Assets during the year ended March 31, 2021</b>			
	Particulars	As at 31st March 2021	As at 31st March 2020
	Fair Value of Plan Assets at the beginning of the year	-	-
	Actual Benefits Paid	-	-
	Expected returns on Plan Assets	-	-
	Contributions by Employer	-	-
	Actuarial Gains/(Losses)	-	-
	Plan Assets at the end of the year	-	-
<b>Net Asset/(Liability) recognized in the Balance Sheet</b>			
	Particulars	As at 31st March 2021	As at 31st March 2020
	Net Opening provision in books of accounts	11,34,031	9,23,394
	Transfer in/(out) obligation	-	-
	Transfer in/(out) plan assets	-	-
	Employee benefit expenses as per annexure 2	(1,96,360)	3,10,426
	Benefits Paid by the Company	(12,819)	(99,789)
	Net Closing provision in books of accounts	9,24,852	11,34,031
<b>Expenses recognized in the statement of Profit &amp; Loss under Employee Benefit Expenses</b>			
	Particulars	As at 31st March 2021	As at 31st March 2020
	Current Service Cost	2,94,922	2,87,110
	Interest Cost	75,059	67,303
	Expected returns on Plan Assets	-	-
	Net Actuarial (Gains)/Losses	(5,66,341)	(43,987)
	Total Expense	(1,96,360)	3,10,426
<b>Actuarial Assumptions</b>			
	Particulars	As at 31st March 2021	As at 31st March 2020
	Discount Rate	6.85%	7.55%
	Rate of Return on Plan Assets	0%	0%
	Mortality Table	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
	Retirement Age	60 Years	60 Years

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the Year ended 31 March 2021

Note No: 33 Contingent Liabilities and Commitments

		Amount (Rs.)	
Sr.No.	Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
a.	Contingent Liabilities Corporate Guarantees / Stand by Letter of Credit	3,67,50,00,000	3,76,95,00,000
b.	Claims against Company not acknowledged as Debts Income Tax Demand pending Appeal and Rectification Sales Tax Demand pending Appeal	8,74,96,084 19,05,58,643	2,38,70,783 13,18,88,952
	<b>Total</b>	<b>3,89,30,54,727</b>	<b>3,92,52,59,635</b>
a.	Commitments Lease Commitment	1,06,66,32,956	1,39,24,40,785
	<b>Total</b>	<b>1,06,66,32,956</b>	<b>1,39,24,40,785</b>

33 (6) In case of a wholly owned subsidiary of the Group bills outstanding to a contractor is a matter under litigation in UAE and simultaneously arbitration in India. Though the principal liability has been fully recognized in the financials, however the financial impact of interest and penalties arising from the judgments are unable to be determined and the Group has filed appropriate counter claim to safeguard its Interest accordingly. The contractor has, vide Sherjah court order no 400/2019 passed against the case no 1027/19 has an attachment on the movable and immovable assets of the Group to the extent of US 5.26 Million. The wholly owned subsidiary reviews such contingent liabilities on a regular basis and where feasible an estimate is made of the potential financial impact. As at 31st March 2021 it was not feasible to make such an assessment.

Note No: 34 Financial Instruments

Amount (Rs.)

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in unquoted Equity Shares is measured at NAV.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

Particulars	As at 31 March 2021					As at 31 March 2020				
	Carrying Amount		Level of Input used in			Carrying Amount		Level of Input used in		
	FVTPL	Amortised Cost	Level 1	Level 2	Level 3	FVTPL	Amortised Cost	Level 1	Level 2	Level 3
<b>Financial Assets</b>										
<b>At Cost/Amortised Cost</b>										
Trade Receivables	-	9,13,78,47,349	-	-	9,13,78,47,349	-	8,64,84,10,161	-	-	8,64,84,10,161
Cash and Bank Balances	-	46,08,64,452	-	-	46,08,64,452	-	42,08,97,531	-	-	42,08,97,531
Loans	-	57,64,643	-	-	57,64,643	-	9,42,69,786	-	-	9,42,69,786
<b>At Fair Value through Profit and Loss</b>										
Investments	51,60,919	-	51,60,919	-	-	55,10,789	-	55,10,789	-	-
<b>Financial Liabilities</b>										
<b>At Amortised Cost</b>										
Borrowings	-	2,72,38,46,752	-	-	2,72,38,46,752	-	3,67,10,28,400	-	-	3,67,10,28,400
Trade Payables	-	5,28,66,85,195	-	-	5,28,66,85,195	-	5,28,21,05,307	-	-	5,28,21,05,307
Other Financial Liabilities	-	5,04,69,04,055	-	-	5,04,69,04,055	-	5,07,14,74,871	-	-	5,07,14,74,871

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Foreign Currency Risk**

The following Table shows Foreign Currency Exposures in Financial Instruments at the end of the reporting period.

Particulars	As at 31 March 2021		As at 31 March 2020	
	USD	INR	USD	INR
Trade Payables	5,07,51,517	3,73,02,365	5,95,75,244	4,49,13,776
Trade Receivable	12,06,45,620	8,86,74,53,055	11,31,32,989	8,52,90,960

**Foreign Currency Sensitivity**

The following table demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before taxes is due to changes in the fair value of monetary assets and liabilities.

**Trade Payable**

	Changes in USD Rate	Amount (Rs.)
		Profit/( Loss )
For the year ended 31st March, 2021	1%	(3,73,02,365)
	-1%	3,73,02,365
For the year ended 31st March, 2020	1%	(4,49,13,776)
	-1%	4,49,13,776

**Trade Receivable**

	Changes in USD Rate	Amount (Rs.)
		Profit/( Loss )
For the year ended 31st March, 2021	1%	8,86,74,531
	-1%	(8,86,74,531)
For the year ended 31st March, 2020	1%	8,52,90,960
	-1%	(8,52,90,960)

**Interest Rate Risk**

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

Sr. No.	Particulars	Amount (Rs.)	
		For the year ended 31st March, 2021	For the year ended 31st March, 2020
1	Loans	2,72,38,46,762	2,98,89,47,750
	<b>Total</b>	<b>2,72,38,46,762</b>	<b>2,98,89,47,750</b>

**Interest Rate Sensitivity**

Impact of Interest Expenses for the year on 1% change in Interest Rate

	Changes in Interest Rate	Amount (Rs.)
		Profit/( Loss )
For the year ended 31st March, 2021	1%	(2,72,38,468)
	-1%	2,72,38,468
For the year ended 31st March, 2020	1%	(2,98,89,478)
	-1%	2,98,89,478

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for Qtr for the Year ended 31 March 2021

**Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The maximum exposure to credit risk for trade and other receivables by type of counterparty was as follows :

	Notes	Amount (Rs.)	
		March 31, 2021	March 31, 2020
<b>Financial Assets (Current)</b>			
Loans	10	57,64,643	9,42,69,786
Trade and other receivables	7	9,13,78,47,349	9,64,84,10,161
		<b>9,14,36,11,992</b>	<b>8,74,26,79,947</b>

**a) Trade receivables**

The Group individually monitors the sanctioned credit limits as against the outstanding balances.

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables. The Group uses a provision matrix to compute the expected credit loss for trade receivables. The Group has developed this matrix based on historical data as well as forward looking information pertaining to assessment of credit risk. Management exercises override in few receivables.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdiction and industries and operate largely in independent markets.

The Company exposure to top 5 Debtors is 74% of outstanding trade receivable as at March 31, 2021. There is credit concentration and management is confident of full recovery.

Particular	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Domestic Trade Receivables	27,03,94,293	11,93,14,121
Foreign Trade Receivables	8,86,74,53,055	8,52,90,96,040

The following table gives concentration of credit risk in terms of Top 10 amounts receivable from customers

Particular	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Trade Receivables	8,72,81,08,564	8,53,56,41,219

**b) Cash and cash equivalents**

Cash and cash equivalents of INR 6,36,56,138 at March 31, 2021 (March 31, 2020 INR 2,00,16,746). The cash and cash equivalents are held with bank having good credit rating.

**Liquidity Risk**

The liquidity risk that the Company will encounter difficulty in meeting the obligation associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach of managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damages to the Company's reputation.

Maturity Profile of Loans and Other Financial Liabilities as on 31 March, 2021

Particulars	Amount (Rs.)			
	Below 1 Year	1 - 3 Years	Above 3 Years	Total
Borrowings	1,16,56,13,715	-	-	1,16,56,13,715
Borrowings	-	2,72,38,46,762	-	2,72,38,46,762
Trade Payables	3,20,28,80,330	2,08,38,04,865	-	5,28,66,85,195
Other Financial Liabilities	1,21,89,14,562	3,82,79,89,493	-	5,04,69,04,055
<b>Total</b>	<b>5,58,74,08,607</b>	<b>8,63,56,41,120</b>	<b>-</b>	<b>14,22,30,49,727</b>

Maturity Profile of Loans and Other Financial Liabilities as on 31 March, 2020

Particulars	Amount (Rs.)			
	Below 1 Year	1 - 3 Years	Above 3 Years	Total
Borrowings	1,19,56,05,562	-	-	1,19,56,05,562
Borrowings	-	2,06,47,61,920	92,41,85,830	2,98,89,47,750
Trade Payables	5,28,28,05,307	-	-	5,28,28,05,307
Other Financial Liabilities	1,26,07,59,815	3,81,07,15,056	-	5,07,14,74,871
<b>Total</b>	<b>7,73,86,70,684</b>	<b>5,87,54,76,976</b>	<b>92,41,85,830</b>	<b>14,53,83,33,490</b>

**Note No: 35 Operating Segments**

**Business Segments**

The Company has identified business segments (industry practice) as its primary segment and geographic segments as its secondary segment. Business segments are primarily Trading, Distribution and Development & Wind Power Generation and Manufacturing and Warehousing.

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

Amount (Rs.)

Particulars	Year ended March 31, 2021						Year ended March 31, 2020					
	Trading, Distribution and Development	Wind Power Generation	Manufacturing	Warehousing	Un-allocable	Total	Trading, Distribution and Development	Wind Power Generation	Manufacturing	Warehousing	Un-allocable	Total
<b>Segment Revenue</b>												
External Sales (Net)	17,14,79,79,937	25,63,788	-	1,62,31,35,422	-	18,76,36,16,147	19,46,03,77,517	66,52,207	-	90,14,86,784	-	20,36,84,61,503
Other Income	1,94,08,691	-	-	-	2,31,87,890	4,76,01,582	-	-	-	-	-	49,70,50,871
<b>Total Revenue</b>	<b>17,15,73,85,629</b>	<b>25,63,788</b>	<b>-</b>	<b>1,62,31,35,422</b>	<b>2,31,87,890</b>	<b>18,80,62,77,729</b>	<b>19,46,03,77,517</b>	<b>66,52,207</b>	<b>-</b>	<b>90,14,86,784</b>	<b>-</b>	<b>21,26,55,32,374</b>
<b>Segment Result (PBT)</b>												
Profit Before Interest and Tax	65,17,53,728	65,1181	-	67,62,58,014	7,31,87,890	1,35,18,55,815	11,92,58,367	33,18,134	-	75,21,87,704	-	49,70,50,871
Interest	10,89,727	-	-	28,17,42,837	-	24,28,32,568	20,94,200	-	-	34,54,37,551	-	14,75,28,071
Provision for Tax	-	-	-	-	-	1,46,04,814	-	-	-	-	-	14,19,781
Profit after Tax	65,06,64,001	65,1181	-	43,45,15,177	2,31,87,890	1,09,44,16,437	11,71,64,167	33,18,134	-	40,67,50,153	-	49,70,50,871
<b>Other Information</b>												
Segment Fixed Assets	6,53,00,50,192	1,37,67,206	3,39,48,13,334	11,27,37,56,274	-	22,21,03,84,805	6,52,31,78,670	1,49,40,282	3,33,86,38,440	11,88,45,74,391	-	23,72,15,31,783
Segment Other Assets	8,73,27,50,335	41,17,207	15,14,48,146	74,75,21,876	63,71,103	9,64,27,10,927	8,65,19,42,188	1,01,21,072	17,47,85,100	18,35,22,177	1,03,05,918	9,22,87,56,454
<b>Total Assets</b>	<b>17,26,28,00,527</b>	<b>1,78,84,413</b>	<b>3,54,62,62,280</b>	<b>12,01,97,77,149</b>	<b>63,71,103</b>	<b>32,85,25,95,732</b>	<b>17,17,53,29,858</b>	<b>2,31,61,354</b>	<b>3,51,34,03,540</b>	<b>12,22,60,96,568</b>	<b>1,03,05,918</b>	<b>32,95,03,11,237</b>
<b>Segment Liabilities</b>												
Segment Liabilities	5,00,33,89,408	1,98,710	68,63,74,475	7,42,63,79,234	-	13,11,62,61,827	5,19,37,16,793	-	90,69,01,977	7,05,64,00,867	-	14,05,90,19,725
<b>Total Liabilities</b>	<b>5,00,33,89,408</b>	<b>1,98,710</b>	<b>68,63,74,475</b>	<b>7,42,63,79,234</b>	<b>-</b>	<b>13,11,62,61,827</b>	<b>5,19,37,16,793</b>	<b>-</b>	<b>90,69,01,977</b>	<b>7,05,64,00,867</b>	<b>-</b>	<b>14,05,90,19,725</b>

Based on the "management approach" defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company's performance and allocate resources based on an analysis of various performance indicators by business segments. Accordingly information has been presented along these segments.

The Group has Four reportable segments Trading Distribution & Development and Power Generations and Manufacturing and Warehousing . The Group through its wholly-owned subsidiary, Veritas Polychem Private Limited has initiated a setup of the integrated manufacturing complex at the Dighi Port in the state of Maharashtra, consisting of an PVC manufacturing plant, Polymerized Bitumen Plant, Gas storage tanks. The project has received the status of Ultra Mega Project by the Government of Maharashtra. The Company has initiated the process of seeking various approvals required to commence setting up of the plant. VIL as the parent company has initially funded the project and the investment so made is pending allotment of securities. The project would also be suitably financed subsequently through appropriate means at appropriate time.



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Notes to Consolidated Financial Statements for the Year ended 31 March 2021

Geographical Segments

The secondary reporting segment for the Company is geographical segment based on location of customers, which are as follows:

Particulars	Amount (Rs.)		
	Domestic	Overseas	Total
Revenue from External Customers (FY 2020-21)	4,22,86,48,358	14,53,40,27,789	18,76,26,76,147
Revenue from External Customers (FY 2019-20)	4,17,11,57,250	16,74,73,04,252	20,91,84,61,502
Segment Assets (FY 2020-21)	12,34,42,90,012	20,50,83,05,719	32,85,25,95,731
Segment Assets (FY 2019-20)	12,25,92,03,486	20,69,10,84,752	32,95,02,88,237

Note No. 36 Payable to any micro, small and medium enterprises:

The Group does not have any dues payable to any micro, small and medium enterprises as at the year end. The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Group has not received any intimation from the suppliers regarding their status under the MSME Act 2006 and amendments thereof.

Sr.No.	Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
(i)	Principal amount remaining unpaid (but within due date as per the MSME Act)	-	-
(ii)	Interest due thereon remaining unpaid	-	-
(iii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v)	Interest accrued and remaining unpaid	-	-
(vi)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>

36.1. As per information provided by management, there are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.

Note No. 37 Lease:

a. Actual Payment of Rent from 01.04.2020 to 31.03.2021 is Rs. 4,34,18,047 (P.Y. 7,00,38,707)

b. The following is the breakup of Current and non-current portion of Lease Liability as on 31.03.2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Current	4,67,64,689	4,81,27,686
Non-Current	50,56,12,601	52,74,70,583
<b>Total Lease Liability as on 31.03.2021</b>	<b>53,23,77,290</b>	<b>57,55,98,269</b>

c. The following is the movement of Lease Liability as on 31.03.2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Opening Value of Lease Liability as of April 1, 2020 due to initial recognition as per Ind AS 116	57,55,98,269	-
Additions	91,18,115	62,69,48,210
Deduction/Adjustment	(1,81,681)	-
Interest Expense on Lease Liability	2,57,06,501	2,23,02,596
Actual Payment of Rent	(4,34,18,047)	(7,00,38,707)
Provision on Disposals	-	-
Impact on Translation	(1,44,45,867)	(30,13,830)
<b>Closing Value of Lease Liability as of March 31, 2021</b>	<b>53,23,77,290</b>	<b>57,55,98,269</b>

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the For the Year ended 31 March 2021

d. The Carrying Value of Right of Use Asset as of March 31, 2021:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Gross Opening Value of Right of Use Asset	62,63,48,210	-
Additions	91,18,115	62,63,48,210
Deduction/Adjustment Impact on Translation	(1,81,681)	-
	(1,55,66,499)	62,63,48,210
Gross carrying value		
	61,97,18,144	62,63,48,210
Accumulated Depreciation Depreciation	3,15,43,284	-
	3,30,41,050	2,96,86,012
Impact on Translation		
	(10,96,581)	18,57,272
Accumulated Depreciation as of March 31, 2021	6,34,87,754	3,15,43,284
Closing Carrying Value	55,62,30,390	59,48,04,926

e. The following represents the Contractual Maturity of the Lease Liability as on 31.03.2021 on an undiscounted basis:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
On demand	-	-
Upto 3 months	1,00,20,429	95,68,334
Above 3 months to 12 months		
	3,00,61,288	2,87,05,001
Above 1 Year -3 Years	8,48,13,720	7,93,40,121
Above 3 Years-5 Years	8,41,60,491	8,12,45,905
Above 5 Years-10 Years	20,30,17,866	20,23,82,129
Above 10 Years	28,15,37,868	32,21,14,581
Total	69,37,11,662	72,33,56,071

Amount recognised in Statement of Profit and Loss:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Interest on lease Liabilities	2,57,06,501	2,23,02,596
Variable payments not included in measurement of lease liability	-	-
Income from subleasing ROU assets	-	-
Expenses relating to short term leases	-	-
Expenses relating to leases of low value assets, excluding short term leases of low value assets	-	-
Others	-	-
Total amount recognised in the Statement of Profit and Loss	2,57,06,501	2,23,02,596

Amount recognised in the Statement of Cash Flow:

Particulars	Amount (Rs.)	
	As at the year ended 31st March, 2021	As at the year ended 31st March, 2020
Total amount of cash flows for leases (not of rental Inflows)	(38,53,100)	57,55,98,289

**VERITAS (INDIA) LIMITED**

Notes to Consolidated Financial Statements for the Year ended 31 March 2021

**Note No. 38 Related Party Disclosures:**

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

a). List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Sr. No.	Nature of Related Party	Particulars
A	Key Managerial Personnel	Nitin Kumar Didwania - Director Proveen Bhatnagar - Whole time Director Kamla Athal- Independent Director Kunal Sharma - Director wef 04-09-2020 Vijay Shah - Independent Director Purvi Matani - Independent Director Rajaram Shanbhag - Chief Financial Officer Prasad Oak - Company Secretary
B	Enterprises over which key management Personnel and their relatives are able to exercise significant influence	Veritas Investment Limited Sears Real Estate Private Limited Prakruti Import Export Private Limited Moonrise Capital LLP Veritas Housing Development Private Limited Hazel Mercantile Limited Sanman Trade Impex Limited Aspen International Private Limited Groupe Veritas Limited Gracious Real Estates Private Limited Akshata Fintrade Private Limited Emerald Fintrade Private Limited Avid Properties Private Limited Provid Trade Impex Private Limited Titiy Barter Private Limited Diva Trade Impex Private Limited Clairvoyant Trade Impex Private Limited Hazel Middle East FZE-UAE Hazel Logistics Private Limited Trident Fintrade Private Limited Effin Import Export Private Limited Arbitrum Finvest Private Limited Matin Exim Private Limited Rhythm Crestors Private Limited County Trade Impex Private Limited India Fintrade Limited Priceless Investrade Private Limited Shimmer Trade Impex Private Limited Raviva Securities Private Limited Gilstoning Properties Private Limited Kamyab Properties Private Limited Bhumi Putra Agro Private Limited Kamyab Power Farms Private Limited Aristo Fincap Private Limited Aster Impex Private Limited Nerina Resort Private Limited Veritas Properties Private Limited Veritas Infrastructure Private Limited Eben Trade Impex Private Limited Kurshi Farming Private Limited Sainath Agriculture Private Limited Onlime Trade Impex Private Limited Veritas Habitats Private Limited Hazel Infra Limited Neolite Polymer Industries Private Limited Shashwat Hospitality Services Private Limited Krushi Farming Private Limited Dhara Farming Private Limited Hazel Metals And Minerals Private Limited Affluent Properties Private Limited Biofuels (Veritas) Limited Shubh Labh Agriculture Private Limited

VERITAS (INDIA) LIMITED

b). Transactions with related parties:

Particulars	Amount (Rs.)			
	Key Managerial Personnel and its Relatives		Enterprises over which KMP & its relatives have significant influence	
	2020-21	2019-20	2020-21	2019-20
<b>Unsecured Loan Given to</b>				
Nitin kumar Didwania	19,42,000	56,29,00,650	-	-
Hazel Mercantile Limited	-	-	24,83,08,921	-
Aspen International Private Limited	-	-	-	22,55,39,912
Hazel Middle East	-	-	59,35,93,424	1,90,04,34,024
<b>Unsecured Loan repaid by</b>				
Hazel Mercantile Limited	-	-	24,83,08,921	1,48,83,40,762
Hazel Middle East	-	-	58,86,15,710	76,33,35,360
Aspen International Private Limited	-	-	22,55,39,912	-
<b>Salary and Other Employee Benefits to KMP</b>				
Praveen Bhatnagar	38,00,000	48,00,000	-	-
Rajaram Shanbhag	72,00,000	87,00,000	-	-
Prasad Oak	21,40,000	25,50,492	-	-
Kamala Aithal	29,000	16,000	-	-
Vijay shah	37,000	24,000	-	-
Purvi Matani	49,000	24,000	-	-
<b>Rent Paid</b>				
Veritas Housing Development Private Limited	-	-	3,19,920	3,19,920
<b>Agriculture lease rent</b>				
Hazel Mercantile Limited	-	-	2,00,00,000	2,00,00,000
<b>Deposits Repaid</b>				
Veritas Investment Limited	-	-	-	25,000
Olva Trade Impex Private Limited	-	-	-	20,000
Veritas Housing Development Private Limited	-	-	-	25,00,000

VERITAS (INDIA) LIMITED

c) Balances with related parties:

Particulars	Amount (Rs.)			
	Key Managerial Personnel and its Relatives		Enterprises over which KMP & its relatives have significant influence	
	2020-21	2019-20	2020-21	2019-20
Amount Payable				
Nitin Kumar Didwania	68,40,22,650	68,20,80,650		
Hazel Mercantile Limited	-		-	
Sanman Trade Impex Limited	-		-	
Aspen International Private Limited	-		-	
Hazel Middle East	-		6,62,40,05,147	6,78,92,30,959
Hazel Logistics Private Limited	-		3,63,348	1,74,600
Veritas Housing Development Private Limited	-		42,180	
Amount Receivable				
Hazel Mercantile Limited	-		-	
Sanman Trade Impex Limited	-		12,84,178	
Aspen International Private Limited	-		-	

38.1 Compensation of Key Management Personnel

The remuneration of director and other member of key management personnel during the year was as follows:

Particulars	Amount (Rs.)	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Praveen Bhatnagar	38,00,000	48,00,000
{ Director		
Rajaram Shanbhag	72,00,000	67,00,048
{ Chief Financial Officer		
Prasad Oak	21,40,000	25,90,492
{ Company Secretary		
Kamala Aithal	29,000	16,000
{ Independent Director		
Vijay Shah	37,000	24,000
{ Independent Director		
Purvi Matan	49,000	24,000
{ Independent Director		
Total	1,32,55,000	1,61,14,540

38.2 Payment to KMPs does not include post-employment benefit based on actuarial valuations that is done for the Company as a whole

Note No. 39 OTHER EQUITY

Description of reserves

(i) Securities premium

The amount received in excess of the par value of equity shares has been classified as securities premium.

(ii) Foreign Currency Translation Reserve

The exchange differences arising from the translation of financial statements of foreign subsidiaries with functional currency other than the Indian rupee is recognized in other comprehensive income and is presented within equity.

(iii) Retained earnings

Retained earnings represent the amount of accumulated earnings of the Company.

(iv) Other components of equity

Other components of equity include remeasurement of net defined benefit liability / asset, equity instruments fair valued through other comprehensive income, changes on fair valuation of investments and changes in fair value of derivatives designated as cash flow hedges, net of taxes.

Note No. 40

In the opinion of the Board and to the best of their knowledge and belief, the value on realization of the current assets, loans & advances, deposits, in the ordinary course of business will not be less than the value stated in Balance Sheet. The liabilities on account of supply of goods & services are also not more than the value of liabilities except liability written off on account of Shortage / Rate Difference / contract performance / Quality Issues etc.

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the year (the Year ended 31 March 2021)

Note No. 41 Advance Tax Net of Provisions

Particular	For the year ended 31st March, 2021	For the year ended 31st March, 2020
TDS Recoverable FY 11-12 - Cochin	4,10,785	4,10,785
TCS 1% Receivable	10,62,419	4,70,244
TCS @ 0.075%(Recoverable)	16,97,856	-
TDS RECOVERABLE 15-16	10,37,713	10,37,713
TDS RECOVERABLE 2015-17	4,342	4,342
TDS Recoverable ( 2017-18)	11,83,333	11,83,333
TDS Recoverable   2018-19)	5,16,985	5,23,838
TDS Recoverable ( 2019-20)	71,773	-
TDS Recoverable FY 13-14	9,79,530	9,79,530
TDS Recoverable FY 14-15	10,75,032	10,75,032
TDS Recoverable on FDR FY 12-13	9,24,186	9,24,186
TDS Recoverable on FDR FY2011-12	7,96,267	7,96,267
TDS Recoverable FY2016-17	9,63,740	9,63,740
OCI TAX	2,27,974	2,27,974
Advance Tax (AY 2011-12)	9,000	9,000
Advance Tax (AY 2012-13)	1,64,38,999	1,64,38,999
Advance Tax (A.Y. - 2013-14)	1,64,55,516	1,64,55,516
Advance Tax (A.Y. - 2014-15)	1,16,32,600	1,16,32,600
Advance Tax (A.Y. - 2015-16)	52,50,000	52,50,000
Advance Tax (A.Y. 2016-17)	1,22,75,000	1,22,75,000
Advance Tax (A.Y. 2017-18)	1,50,00,000	1,50,00,000
Advance Tax (A.Y. 2018-19)	99,00,000	99,00,000
Advance Tax (A.Y. 2020-21)	1,50,00,000	-
Tax Paid Under Appeal-20% (A.Y.2015-16)	5,72,716	5,72,716
Self Assessment Tax (A.Y.- 2010-11)	9,000	9,000
Self Assessment Tax (A.Y.- 2011-12)	33,100	33,100
Self Assessment Tax (A.Y.- 2017-18)	29,31,910	29,31,910
Self Assessment Tax (A.Y.- 2014-15)	48,62,910	48,62,910
Self Assessment Tax (A.Y.2015-16)	1,77,03,830	1,77,03,830
Self Assessment Tax (AY2016-17)	45,91,010	45,91,010
Self Assessment Tax (AY2018-19)	1,27,22,560	1,27,22,560
<b>Total</b>	<b>15,63,48,486</b>	<b>13,89,85,133</b>
<b>Provisions</b>		
Provision for Tax ( A.Y 2009-10)	9,000	9,000
Provision for Tax A.Y 2010-11	33,100	33,100
Provision for Tax ( A.Y 2012-2013)	1,50,24,091	1,50,24,091
Provision for Tax A.Y 2013-2014.	1,69,53,149	1,69,53,149
Provision for Tax A. Y. 2014-15	1,67,00,000	1,67,00,000
Provision for Tax A. Y. 2015-16	2,29,71,723	2,29,71,723
Provision for Tax A. Y. 2016-17	1,70,24,349	1,70,24,349
Provision for Tax A. Y. 2017-18	1,96,03,456	1,96,03,456
Provision for Tax AY 2018-19	2,24,64,207	2,24,64,207
Provision for Tax AY 2020-21	1,13,87,438	-
<b>Total</b>	<b>15,21,70,513</b>	<b>13,07,83,075</b>
<b>Net Total</b>	<b>41,69,972</b>	<b>82,02,057</b>

Note No. 42

The Company has recognized all the claim receivables / liabilities with various government authorities towards Custom duty, VAT, Cass, Income-tax, SAD, Unutilized CENVAT credit and Insurance claim etc. on accrual basis and shown under the head Loans & Advances and Current Liabilities respectively.

VERITAS (INDIA) LIMITED

Notes to Consolidated Financial Statements for the Year ended 31 March 2021

**Note No. 43 Capital Management**

The Company's objective for Capital Management is to maximise share holder value, safeguard business continuity and support the growth of the Company. The Company determines the Capital requirements based on annual operating plans and long term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated.

Amount (Rs.)

**Note No. 44 Additional information related to the Subsidiaries considered in preparation of Consolidated Financial Statements**  
Current Year

Name of the Entity	Net Assets		Share in Profit and Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	Composition	Amount	Composition	Amount	Composition	Amount	Composition	Amount
<b>Parent</b>								
Veritas India Limited	8.63	1,70,34,82,099	2.57	2,80,93,280	(0.45)	6,04,239	2.99	2,86,97,519
<b>Subsidiaries</b>								
<b>Indian</b>								
Veritas Polychem Private Limited	(0.00)	(93,172)	-	-	-	-	-	-
Veritas Agro Ventures Private Limited	42.27	8,34,25,92,396	(0.14)	(15,81,204)	-	-	(0.16)	(15,81,204)
Veritas Infra and Logistics Private Limited	(0.00)	(8,82,923)	0.01	66,008	-	-	0.01	66,008
<b>Foreign</b>								
GV Offshore Private Limited	-	-	-	-	-	-	-	-
Veritas International FZE	25.84	5,10,05,68,966	57.91	63,37,55,030	96.74	(12,86,49,904)	52.49	50,41,05,126
Veritas Global Pte Limited	(0.01)	(16,35,184)	(0.04)	(4,29,835)	(0.03)	35,143	(0.04)	(3,94,612)
Verasco FZE (Formerly Hazel International FZE)	23.27	4,59,23,01,830	39.70	43,45,15,178	3.74	(50,12,607)	44.72	42,95,02,571
<b>Total</b>		<b>19,73,63,33,902</b>		<b>1,09,44,18,437</b>		<b>(13,40,23,029)</b>		<b>96,03,95,408</b>

**Previous Year**

Name of the Entity	Net Assets		Share in Profit and Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	Composition	Amount	Composition	Amount	Composition	Amount	Composition	Amount
<b>Parent</b>								
Veritas India Limited	8.80	1,66,17,73,940	3.71	4,53,26,117	(0.09)	(3,40,382)	2.83	4,49,85,735
<b>Subsidiaries</b>								
<b>Indian</b>								
Veritas Polychem Private Limited	(0.00)	(93,272)	-	-	-	-	-	-
Veritas Agro Ventures Private Limited	44.17	8,34,41,73,600	(0.15)	(17,94,426)	-	-	(0.11)	(17,94,426)
Veritas Infra and Logistics Private Limited	(0.01)	(9,48,930)	(0.00)	(35,907)	-	-	(0.00)	(35,907)
<b>Foreign</b>								
GV Offshore Private Limited	-	-	-	-	-	-	-	-
Veritas International FZE	24.45	4,61,85,04,228	63.78	77,98,84,701	101.77	37,52,83,912	72.58	1,15,51,68,613
Veritas Global Pte Limited	(0.01)	(12,40,572)	(0.59)	(72,65,554)	0.01	55,133	(0.45)	(72,10,421)
Hazel International FZE	72.60	4,26,90,99,517	33.26	40,67,53,993	(1.70)	(62,56,553)	25.66	40,04,97,400
<b>Total</b>		<b>18,89,12,68,511</b>		<b>1,22,26,68,884</b>		<b>36,87,42,110</b>		<b>1,59,16,10,994</b>

**VERITAS (INDIA) LIMITED**

Veritas In Consolidated Financial Statements for the For the Year ended 31 March 2021

**Note No. 45 Hedging activities**

As at 31st March 2021, the Group held certain interest rate swap contract designated as a hedge of expected future payments under the borrowing contracts entered by the Group for which it has firm commitments. The interest rate swap contract is being used to hedge the interest rate risk of the firm commitments. The nominal amount of these contracts was Rs 3,72,18,92,200 and the outstanding contract value as at balance sheet date is Rs 2,11,78,40,466, (FY Rs: 2,36,25,33,070)

Particular	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Interest rate swap contracts	Amount in Rs	Amount in Rs
Fair Value		
Assets		-
Liabilities	1,39,64,432	1,50,40,305

The fair values of the interest rates swaps are estimated using quotes from external sources or from the counter party to the instruments

**Note No. 46 Leases:**

The Group has elected for exemption of recognition of certain leases as provided in the exclusion under Ind AS 116 which states as follows:

A lessee can elect not to apply Ind AS 116's recognition and requirements to:

- a) Short-term leases; and
- b) Leases for which the underlying asset is of low value ('low value leases')

**Note No. 47** The Group has following reportable segments Trading, Distribution & Development, Power Generations and Manufacturing & Warehousing. The Group through its wholly-owned subsidiary, Veritas Polychem Private Limited has initiated a setup of the integrated manufacturing complex at the Dighl Port in the state of Maharashtra, consisting of PVC manufacturing plant, Polymerized Bitumen Plant and Gas Storage Tanks which has been identified as a reportable segment, "Manufacturing". The project has received the status of Ultra Mega Project by the government of Maharashtra. The Group has initiated the process of seeking various approvals required to commence setting up of the plant. The project is presently financed by the Group and would also be suitably financed subsequently through appropriate means at appropriate time.

**Note No. 48** Figure of the previous period have been regrouped / rearranged, wherever necessary.

As per our report of even date attached

For M.P.Chitale & Co,  
Chartered Accountants  
Firm Regd. No.: 101851W

For and on behalf of the Board of Directors

Nitin Kumar Dildwania  
Director  
DIN : 00210289

Kunal Sharma  
Director  
DIN : 03553398

Ashutosh Padnekar  
Partner  
Membership No.: 041037

Place: Mumbai  
Date: June 30, 2021

Rajaram Shanbhag  
Chief Financial Officer

Prasad Oak  
Company Secretary



**Annexure 1**

Form AOC-3  
Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing without loss of the financial statements of Subsidiaries/Associate Companies/Joint Ventures  
Part 'K': Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sr. No.	Name of the subsidiary Company	Reporting Period	Reporting Currency and exchange rate as on the last date of the financial year	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profits Before Taxation	Provision For Taxation	Profit After Taxation	Proposed Dividend	% of Shareholding
1	Wholly Owned Subsidiary Yonasis Polychem Private Limited	31-Mar-21	INR	10,000,000	2,852,889,764	354,92,51,238	686,374,474	-	-	-	-	-	-	100
2	Veritas Agro Ventures Private Limited	31-Mar-21	INR	1,00,000	8,302,532,396	8,489,584,418	1,46,892,022	-	101,990	(1,581,204)	-	(1,581,204)	-	100
3	Veritas Infra & Logistics Private Limited	31-Mar-21	INR	100,000	182,923	36,319,939	17,102,662	-	-	78,208	-	66,008	-	100
4	Veritas International PTE	31-Mar-21	USD	299,135,053	5,100,568,966	6,829,058,354	2,438,353,226	3,422	12,911,892,167	693,755,010	-	693,755,010	-	100
5	Veritas FZE (Formerly known as Hazel International PTE)	31-Mar-21	USD	598,095	4,592,301,200	12,027,603,175	7,426,479,134	-	1,622,136,422	434,515,178	-	434,515,178	-	100
6	Step Down Subsidiary Veritas Global Pte Ltd	31-Mar-21	USD	3,422	(1,635,184)	137,721	1,789,493	-	-	(429,855)	-	(429,855)	-	100
7	SV Offshore Private Limited	31-Mar-21	INR	100000	-	-	-	-	-	-	-	-	-	51

Notes:

- % of Shareholding includes direct and indirect holding through subsidiary
- The amounts given in the table above are from the annual accounts made for the respective financial year read for each of the companies.
- The Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on March 31, 2021, i.e. ₹: 73.50
- There are no subsidiaries which are yet to commence operation.

Part B of Form AOC-3, if not applicable to the Company as the Company does not have any Associate Company and Joint Venture

For Veritas (India) Limited

Place: Mumbai  
Date: 31 July, 2020

Kunal Sharma  
Director

Nitin Kumar Dehwal  
Director

Prasad A. Oak  
Company Secretary

**VERITAS (INDIA) LIMITED**  
CIN: L23209MH1985PLC035702  
**Registered Office:** Veritas House, 3rd Floor, 70, Mint Road,  
Fort Mumbai, Mumbai City -400001 Maharashtra India  
**Email:** [corp@veritasindia.net](mailto:corp@veritasindia.net) **Website:** [www.veritasindia.net](http://www.veritasindia.net)

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## NOTICE

NOTICE is hereby given that the 36<sup>th</sup> (Thirty-Sixth) Annual General Meeting ("AGM") of the Members of VERITAS (INDIA) LIMITED will be held on Thursday, 30<sup>th</sup> day September, 2021 at 11:00 AM through Video Conferencing("VC") or Other Audio-Visual Means("OAVM"), to transact the following businesses:

### Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Statutory Auditors' Report thereon and the report of the Board of Directors of the Company; the Audited Financial Statements (Consolidated) of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Statutory Auditors' Report thereon;
2. To declare Final Dividend Re. 0.05/- per Equity Share, on Equity Shares of Re. 1/- each, for the financial year ended March 31, 2021.
3. To appoint Director in place of Mr. Praveen Bhatnagar (DIN: 01193544), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.

### Special Business:

4. Regularisation of appointment of Mr. Kunal Sharma (DIN: 03553398), non-executive additional director

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other provisions as may be applicable ("Act"), read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactments thereof for the time being in force), the explanatory statement annexed to the Notice of 36<sup>th</sup> Annual General Meeting of the Company, and in furtherance to the recommendations of the Nomination and Remuneration Committee and the Board of the Company, approval of the Members of the Company be and is hereby given to appoint **Mr. Kunal Sharma (DIN: 03553398)**, who was appointed as an Additional Director (Non-executive) on September 04, 2020 as a Non-Executive Director on the Board of the Company with immediate effect, liable to retire by rotation, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, signifying the intention to propose the candidature of appoint Mr. Kunal Sharma (DIN: 03553398) for the office of Director."

**"RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

**5. Approval of Material Related Party Transactions:**

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

**"RESOLVED THAT** pursuant to the provisions of pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including any statutory modification(s) or re-enactments thereof), and subject to such other approvals, consents, sanctions and permissions of any authorities as may be necessary, consent of the members of the company be and is hereby accorded to enter into material related party arrangements or transactions as detailed below during the financial year 2021 - 2022 with authority to the Audit Committee and the Board of Directors of the Company to authorize the Management of the Company to enter into the aforesaid material related party arrangements or transactions upon the principal terms mentioned in the Explanatory Statement annexed hereto.

Name of the related party	Nature and duration of the transaction	Maximum amount (in Rs.)
Hazel Mercantile Limited	Purchase and Sale	550,00,00,000
Sanman Trade Impex Limited	Purchase and Sale	350,00,00,000
Veritas Polychem Private Limited (wholly owned subsidiary)	Investment	250,00,00,000

**"RESOLVED FURTHER THAT** the Board of Directors (including a Committee thereof) be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts, deeds, matters and things and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary and/or expedient to give effect to this resolution."

6. **Reappointment of Ms. Kamala Aithal (DIN: 07832519) as an Independent Director of the Company**

To consider and if thought fit, to pass the following **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the companies (Appointment and Qualifications of directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 as amended from time to time, Ms. Kamala Aithal, the Independent Director (DIN: 07832519) who was appointed as an Independent Director of the Company at the 36<sup>th</sup> Annual General Meeting of the Company and who holds office of the Independent Director upto 31<sup>st</sup> March, 2022 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing his/her candidature for the office of Director, be re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 consecutive years commencing from 1<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2027. ”

**By Order of the Board of Directors**

Sd/-  
Prasad A Oak  
Vice President – Legal and  
Company Secretary

Place: Mumbai  
Date: August 13, 2021

**Registered Office:**

Veritas House, 3<sup>rd</sup> Floor,  
70 Mint Road, Fort, Mumbai - 400001  
Phone no: 91 22 2275 5555/6184 0000  
Email-corp@veritasindia.net

**NOTES:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), Secretarial Standard-2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Business is annexed hereto.
2. In view of the outbreak of the COVID-19 pandemic, social distancing norms and pursuant to the General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively read with the General Circular No. 02/2021, issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars") read with and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 36<sup>th</sup> Annual General Meeting of the Company ("36<sup>th</sup> AGM" / "AGM") is being held through VC/OAVM Facility, which does not require physical presence of Members at the venue. The proceedings of the 36<sup>th</sup> AGM shall be deemed to be made at the Registered Office of the Company situated at Veritas House, 3<sup>rd</sup> Floor, 70 Mint Road, Fort, Mumbai – 400001, India.
3. The Board of your Company has fixed Thursday, September 23, 2021 as the 'Record Date' / 'Cut-off' date for the purpose of determining entitlement of the Members to the final Dividend for the Financial year 2020-21, if declared at the AGM and for deciding the eligibility of members for remote e-voting. Further, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24<sup>th</sup> September, 2020 to Monday, 30<sup>th</sup> September, 2020.
4. Members are requested to note the following:
  - a. Members holding shares in physical form are requested to intimate any change in their address, name, bank details, ECS Mandates, nominations, Power of attorney, etc. to the Company's Registrar and Transfer Agent, Universal Capital Securities Pvt. Ltd., 21, at C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083 email id: ravi@uniseq.in or the Company Secretary of the Company; email id: [corp@veritasindia.net](mailto:corp@veritasindia.net)
  - b. Kindly quote the ledger folio number in all your correspondence. For updation of the Bank Account details / mandate, kindly send the scan copy of a signed request letter mentioning therein the name, folio number, Bank Account details, self-attested copy of PAN Card and a cancelled cheque leaf with pre-printed name of the Member (first shareholder) of the Company, to the Registrar and Transfer Agent.
  - c. Members holding shares in dematerialized form are requested to intimate any change in their address, name, bank details, ECS mandates, nominations, power of attorney, etc. to their respective DPs only. Kindly quote client ID and DP ID numbers in all your correspondence.
  - d. In the cases where the ECS mandates of the Members are not available to enable the payment of Dividend electronically, the Dividend warrant/cheques shall be dispatched only upon resumption and normalization of the postal services.

5. The 36<sup>th</sup> Annual Report along with AGM Notice including general guidelines for participation at the 36<sup>th</sup> AGM through VC/OAVM, procedure for remote e-voting including during the AGM, is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository. The said documents have also been uploaded on the website of the Company, i.e. <http://www.veritasindia.net/>. To support the 'Green Initiative' and in accordance with the MCA Circulars and SEBI Circular, copy of the Annual Report is being sent only through emails to the Members of the Company. Members who have not registered their e-mail addresses are requested to register the same with the Company or with the Company's R&T Agent / respective Depository Participant(s).

6. Members are requested to note that as per Section 124(5) of the Companies Act, 2013, Dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund of the Government. The details of unclaimed Dividends and its due dates for transfer to IEPF are available on the website of the Company: <http://www.veritasindia.net>

Section 124(6) of Companies Act, 2013 and rules made thereto, provides that all shares in respect of which Dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF. No claim shall lie against the Company after the shares are transferred to IEPF.

Upon transfer, the Members can claim these Equity Shares from the IEPF Authority by following the requisite procedure, the details of which are also available at [www.iepf.gov.in](http://www.iepf.gov.in). Hence, it is in the Members' interest to claim any uncashed Dividends and for future, opt for Electronic Credit of Dividend, so that Dividends paid by the Company are credited to the Member's account on time.

Those Members who have not, so far, encashed the Dividend warrants or any subsequent Dividend warrants may claim or approach our Registrar and Transfer Agents viz. Universal Capital Private Limited or the Company for payment thereof.

7. Corporate Members intending to attend the meeting through VC/OAVM are requested to send a scanned copy of the certified true copy of Board Resolution / Power of Attorney from the Corporate Member's registered email address authorizing their representatives to attend the AGM on their behalf, at the email ID, [corp@veritasindia.net](mailto:corp@veritasindia.net) or upload on the VC portal/e-voting portal or email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Further, the Corporate Members are requested to also state the Client ID/DP ID in which the Company's shares are held. Members of the Company under the Category of Institutional Investors are encouraged to attend and vote at the AGM through VC.

In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order names as per the Register of Members of the Company will be entitled to vote.

8. Members holding shares in physical form can avail the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and rules made thereunder, with the Registrar and Transfer Agents, Universal Capital Private Limited. Members holding shares in demat form may contact their respective Depository Participant(s) for availing this facility.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent. As per Regulation 40 of the SEBI Listing Regulations (as amended), requests for effecting transfer of securities, except in case of transmission or transposition of securities, shall not be processed effective from April 01,2019 unless the securities are held in the dematerialized form. Hence, the Members holding Equity Shares of the Company in physical form are requested to take action to dematerialize the same promptly.
10. The brief profile and other requisite details of the Directors recommended by the Board for appointment/ reappointment at the 36<sup>th</sup> AGM under Item No. 3, 4 and 6 of this Notice, as required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), are furnished in this AGM Notice.
11. Soft Copies of the Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection during the AGM electronically.
12. All the relevant documents referred in the Notice shall be available for inspection by the Members upto the date of 36<sup>th</sup> Annual General Meeting electronically and the Member(s) may send a request for inspection of documents to the Company Secretary (Email ID: corp@veritasindia.net) and mention the details of Folio No. or Client ID/DP ID wherein the shares of the Company are held by the Member(s).
13. **General Instructions for accessing and participating at the 36<sup>th</sup> AGM through Electronic Means (VC/OAVM)**
  - 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
  - ii. The Members may join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Members 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 Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
  - iv. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM being conducted through VC/OAVM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or Body Corporates can attend the AGM through VC/OAVM and cast their votes through e-voting, subject to the applicable conditions as mentioned in Note No. 19 below.
  - v. Notice of the 36<sup>th</sup> AGM has been uploaded on the website of the Company at [www.veritasindia.net](http://www.veritasindia.net). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - vi. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.
  - vii. In continuation of this Ministry's General Circular No. 20/2020, dated May 05, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before December 31, 2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020, as per MCA circular no. 02/2021 dated January 13, 2021.
14. **Process for those Members whose email addresses are not registered with the Depositories for obtaining login credentials for e-voting on the Resolutions set out in this Notice:**
- i. In case shares are held in physical mode please provide 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 [corp@veritasindia.net](mailto:corp@veritasindia.net)
  - ii. In case shares are held in Demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of AADHAR Card) to ([corp@veritasindia.net](mailto:corp@veritasindia.net)). If you are an Individual shareholder holding securities in Demat mode, you are requested to refer to the login



method explained in Note number 17(iv) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode.

- iii. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- iv. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.

**15. Voting through electronic means:**

The Company is pleased to provide remote e-voting facility through National Securities Depository Limited (NSDL) for the Members of the Company to enable them to cast their votes electronically on the resolutions mentioned in this Notice of 36<sup>th</sup> Annual General Meeting of the Company dated August 07, 2021 ("Notice"). The details and instructions for remote e-voting are furnished in point Nos. 17, 19 and 20 of the AGM Notice. These details form an integral part of the Notice.

**16. Procedure for Remote E-Voting: The instructions for the Members voting electronically are as under**

- i. The remote e-voting period begins on September 27, 2021 (Monday) at 09:00 a.m. (IST) and ends on September 29, 2021 (Wednesday) at 05:00 p.m. (IST). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date** i.e. September 23, 2021 (Thursday) may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- ii. The Members who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Members, in respect of all shareholders' resolutions. It is also mentioned in the circular that 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 Members. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitate in seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of aforesaid SEBI circular, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for e-Voting and joining virtual meetings for Individual Members holding securities in Demat mode is given below:

**A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode**

Type of Members	Login Method
Individual Members holding securities in Demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.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 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> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.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.nsd.com/">https://www.evoting.nsd.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 Members holding securities in Demat mode with CDSL	<p>1) Existing Users of who have opted for CDSL's Easi / Easiest facility, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p>

	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>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></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress during or before the AGM.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against Company name or e-Voting service provider name (NSDL) and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

Details on Step 1 is mentioned below:

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL

- account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [mansi@jmja.in](mailto:mansi@jmja.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Other instructions:**

- i. The voting rights of the Members shall be in proportion of the shares held by them in paid-up Equity Share Capital of the Company as on the Cut-Off Date i.e. Monday, September 23, 2021. Person who is not the Member as on Cut-Off Date should treat this notice for information purpose only.
- ii. **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

In case shares are held in physical mode please provide 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 [corp@veritasindia.net](mailto:corp@veritasindia.net).

In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [corp@veritasindia.net](mailto:corp@veritasindia.net)

- iii. CS Mansi Damania (C.P. No. 8120), Practicing Company Secretary, has been appointed as the Scrutinizer to Scrutinize the e-voting process (including the remote e-voting at the Annual General Meeting) in a fair and transparent manner.
- iv. The Scrutinizer shall, within a period not exceeding two days from the conclusion of the e-voting period and after conclusion of AGM, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and a Scrutinizer's Report of the votes cast in the favor or against, if any, shall be submitted to the Chairman of the AGM or any Director of the Company. The result will be intimated to NSDL and BSE Ltd, and displayed along with the Scrutinizer's report on the Company's website (<http://www.veritasindia.net>) and NSDL's website ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)). Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of 36<sup>th</sup> AGM i.e., September 30, 2021.
- v. Members who are present at AGM through VC/ OAVM and have not used the facility of remote e-voting during the above mentioned e-voting period to cast their votes on the resolution(s) mentioned in the Notice, and are otherwise not barred from doing so, shall be provided e-voting facility at the AGM.
- vi. Members can opt for only one mode of voting i.e. either through remote e-voting during e-voting period before the AGM date or remote e-voting during the AGM subject to the Member(s) joining the AGM through VC/OAVM. The result declared along with Scrutinizer's report shall be placed on the Company's website, <http://www.veritasindia.net> and on the website of the NSDL

- [www.evoting.nsdl.com](http://www.evoting.nsdl.com) . within two days of the passing of the resolutions at the 36<sup>th</sup> AGM of the Company an shall be communicated to the Stock Exchanges where the shares of the Company are listed.
- vii. The details of dispatch of Notice to the Members will be published in at least 1 (one) English and 1 (one) vernacular language newspaper circulating in Maharashtra.

**17. Instructions for Members attending the AGM through VC/OAVM are as under:**

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL. e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- ii. Members are encouraged to join the Meeting through Laptops for better experience.
- iii. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv. 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.
- v. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their respective registered email id(s) in advance atleast 48 hours before the commencement time of 36<sup>th</sup> AGM, mentioning their name, demat account number/folio number, email id, mobile number at [corp@veritasindia.net](mailto:corp@veritasindia.net). Members who do not wish to speak during the AGM but would like to seek further information or clarification on the Annual financial statements or operations of the Company, may send their queries from their registered email id(s) in advance atleast 7 (seven) days prior to AGM date, mentioning their name, demat account number/folio number, email id, mobile number at [corp@veritasindia.net](mailto:corp@veritasindia.net), so that the queries can be replied by the Company suitably.
- vi. Those Members who have registered themselves as a speaker, as mentioned above, will only be allowed to express their views/ask questions as speaker during the AGM.

**18. Instructions for Members attending the AGM through VC/OAVM and e-voting during the Meeting are as under:**

- i. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

- ii. Only those Members as on Thursday, September 23, 2021 (cut-off date) and who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting earlier and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
  - iii. If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the AGM is available only to the Members attending the AGM through VC/ OAVM.
  - iv. The Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
  - v. The details of the person who may be contacted for any queries/grievances connected with the facility for e-Voting on the day of the AGM or attending AGM through VC/OAVM facility shall be the same person mentioned for Remote e-voting above.
19. **Note for Non - Individual Members and Custodians.**  
Non-Individual Members 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 (E-mail: [mansi@jmja.in](mailto:mansi@jmja.in)) and to the Company at the email address viz.; [corp@veritasindia.net](mailto:corp@veritasindia.net) if they have voted from individual tab and not uploaded same in the NSDL e-voting system for the scrutinizer to verify the same.
20. Since the 36<sup>th</sup> AGM shall be held through VC/OAVM facility only and physical presence of the Members at the venue is not required, the route map is not annexed to the Notice.



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 (SS-2) ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Item No. 4**

Mr. Kunal Sharma was appointed as an Additional Director (Non-Executive) by the Board of Directors at its meeting held on September 04, 2020, to hold the office up to the conclusion of this Annual General Meeting and is eligible for the appointment as a Director of the Company, liable to retire by rotation. The Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 ("Act") proposing the candidature of Mr. Kunal Sharma as a Non-Executive Director of the Company.

Mr. Kunal Sharma has submitted the declaration as required that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Further having regard to his qualification, knowledge and experience, appointment of Mr. Kunal Sharma as a Non-Executive Director will be in the best interest of the Company.

Brief profile and other requisite details of Mr. Kunal Sharma as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings is provided on **page no. 19** of this Notice

The Board recommends the resolution set out in Item No. 4 to be passed as an Ordinary Resolution.

Except Mr. Kunal Sharma, none of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise in the resolution.

Pursuant to the BSE circular No. LIST/COMP/14/2018-19 dated June 20, 2018 we hereby affirm that Mr. Kunal Sharma is not debarred from holding the office of Director by virtue of any Securities Exchange Board of India order or any other such authority.

**Item No: 5**

Under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Shareholders through resolution.

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings with the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 govern the Related Party Transactions for entering into any contract, transactions or arrangement with the related party(ies), the company obtain the approval of Shareholders by way of a Resolution as prescribed in rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014.

In the light of provisions of the Companies Act, 2013 the Board of Directors of your company has approved, upon recommendation of the Audit Committee, the proposed transactions along with annual limit that your company may enter into with the related parties.

Primarily/largely Veritas (India) Limited imports polymers, whereas Hazel Mercantile Limited imports petrochemicals and Sanman Trade Impex Limited imports Solvents. Different companies having different set of customers which may interchangeably require any or all of these products to channelise imports or sales effectively across multiple clients having different requirements. The Company tend to have purchase and/or sales with related parties.

The particulars of the transactions pursuant to the provisions of Section 188 and Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

Name of Related Party	Name of the Director/KMP who is related and nature of their relationship	Nature, material terms, monetary value and particulars of the contract or arrangement
Hazel Mercantile Limited	Mr. Nitinkumar Didwania is a Promoter and Managing Director of Hazel Mercantile Limited	The transaction of Rs. 550 crores may be entered for the Financial Year 2021-22 (or such extended period of time as may be decided by the Board of Directors) at Arm's Length price or prevailing market price as may be mutually decided by the Board of Directors. Particulars of the Contract or Arrangement: Sale, purchase or supply of goods and materials upto 550 crores.
Sanman Trade Impex Limited	Mr. Nitinkumar Didwania is a Promoter and Director of Sanman Trade Impex Limited	The transaction of Rs. 350 crores may be entered for the Financial Year 2021-22 (or such extended period of time as may be decided by the Board of Directors) at Arm's Length price or prevailing market price as may be mutually decided by the Board of Directors. Particulars of the Contract or Arrangement: Sale, purchase or supply of goods and materials upto 350 crores
Vertias Polychem Private Limited	Wholly Owned Subsidiary	The transaction of Rs. 250 crores (as per the below mentioned details) may be entered for the Financial Year 2021-22 (or such extended period of time as may be decided by the Board of Directors) at Arm's Length price or prevailing market price as may be mutually decided by Board of Directors. Veritas Polychem Private Limited is in its nascent stage and is proposing a setting up of an integrated PVC project, which has got mega project status from the State Government of Maharashtra.

All the proposed transactions put up for approval are in ordinary course of business and at arm's length.

**In respect of Item No. 6**

The Members at their meeting held on Friday, September 22, 2017 approved the appointment of **Mrs. Kamala Aithal** as an Independent Director for a term of five (5) years w.e.f December 14, 2016 to hold office till December 13, 2021. Pursuant to the provisions of Companies Act, 2013, an Independent Director can hold the office for a maximum of two (2) tenures of five (5) years each.

However, it is further prescribed that such reappointment for a second term of five (5) years shall be subject

to passing of a Special Resolution by the Members of the Company. Further, as per the provisions of the Secretarial Standards-2 on General Meetings, in case of re-appointment of Independent Director, a performance evaluation report or a summary thereof shall be included in the Explanatory Statement.

Pursuant to the provisions of the Board Evaluation Policy, a structured performance evaluation exercise was carried out for the Independent Directors including **Mrs. Kamala Aithal**. The said evaluation was based on various parameters such as participation and contribution at the Board and Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board and

Committees, standards of ethics and integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders.

Post evaluation of performance of **Mrs. Kamala Aithal**, the Board decided that her performance was more than satisfactory.

**Mrs. Kamala Aithal** has submitted declarations as required pursuant to Section 149(7) of the Act, stating that she meets the criteria of Independence as provided in sub section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ["SEBI Listing Regulations"]. She has also submitted a declaration as required under the provisions of Rule 6(3) of Companies (Appointment and Qualifications of Directors) Rules, 2014 (as amended). Further, she is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

The Board is of the opinion that she fulfills the conditions as specified in the Act and rules made thereunder, for her appointment and that **Mrs. Kamala Aithal** is independent of the management and having regards to her qualifications, knowledge, expertise and experience, reappointment of **Mrs. Kamala Aithal** as an Independent Director will be in the best interest of the Company.

Information on Directors being appointed/re-appointed as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings (Refer Note No. 10 of the AGM Notice):

<b>Names of Directors</b>	<b>Mr. Praveen Bhatnagar</b> DIN: 01193544	<b>Mr. Kunal Sharma</b> DIN: 03553398	<b>Ms. Kamala Aithal</b> DIN: 07832519
<b>Date of Birth/ Age</b>	02 <sup>nd</sup> March, 1959	10 <sup>th</sup> August, 1969	07 <sup>th</sup> May, 1970
<b>Experience/ Expertise in Specific Functional Area</b>	Mr. Bhatnagar has three decades of experience in the polymer and petrochemical industry. He also has experience in trading of petrochemicals. He has worked with Godrej soaps Limited, Indian Rayon & Industries Ltd. (A V Birla), Oriental Carbon & Chemicals Ltd and LG Chem Limited and also has an expertise to set up the manufacturing facility or unit.	Having wide experience for more than 30 years in international trade, import and export of plastics/metals & minerals.	She has more than 20 years of experience in Market Risk Management. Her work experience spans across the spectrum from bank treasury, corporate risk consulting, technology consulting to handling treasury for a manufacturing company.
<b>Terms and Conditions of Appointment</b>	Re-appointment as liable to retire by rotation, recommended by the Board of Directors of the Company.	Resolution No. 4 read with the explanatory statement, recommended by the Board of the Director of the Company.	Resolution No. 6 read with the explanatory statement, recommended by the Board of the Director of the Company.
<b>Details of Remuneration</b>	Mr. Praveen Bhatnagar, Whole-time Director draws salary from Wholly Owned Subsidiary of the Company, Veritas Polychem Private Limited and his Gross Salary for the Financial Year was INR 36,00,000/-	NIL	Mrs. Kamala Aithal, Independent Director of the Company is paid sitting fees for attending Board/Committee Meeting and Gross amount paid to her in the Financial Year was INR 29,000

<b>Date of First Appointment</b>	12 <sup>th</sup> June, 2018	04 <sup>th</sup> September, 2020	25 <sup>th</sup> May, 2017
<b>Qualification</b>	Chemical Engineer from Delhi University and a post graduate from Indian Institute of Foreign Trade (IIFT).	SSC/Under Graduate.	Management Graduate from Loyola Institute of Business Administration, Chennai
<b>Shareholding in the Company (As on March 31, 2021)</b>	NIL	NIL	NIL
<b>No. of Board Meeting attended during the Financial Year</b>	1 (One)	3(Three)	4 (Four)
<b>Disclosure of relationships between Directors inter-se</b>	NIL	NIL	NIL
<b>Relative of any other Director / Manager and other KMP</b>	NIL	NIL	NIL
<b>List of outside Directorship held (Excluding foreign companies)</b>	<ol style="list-style-type: none"> <li>1. Veritas Polychem Private Limited</li> <li>2. Veritas Infra &amp; Logistics Private Limited</li> <li>3. Veritas Petro Industries Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Sainath Agriculture Private Limited</li> <li>2. Krushi Farming Private Limited</li> <li>3. Dhara Farming Private Limited</li> <li>4. Veritas Agro Ventures Private Limited</li> <li>5. Neolite Polymer Industries P.Ltd.</li> <li>6. Veritas Polychem Private Limited</li> <li>7. Hazel Infra Limited</li> <li>8. Groupe Veritas Limited</li> <li>9. Sanman Trade Impex Limited</li> <li>10. Aspen International Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Hazel Mercantile Limited</li> </ol>

		11. Shimmer Trade Impex Private Limited 12. Titly Barter Private Limited 13. India Fintrade Limited 14. Revive Securities Private Limited 15. Priceless Investrade Private Limited 16. Shashwat Hospitality Services Privatelimited 17. Veritas Infra & Logistics Privatelimited 18. Veritas Investments Limited 19. Provid Trade Impex Private Limited	
<b>Chairman / Member of the Committee of the Board of Directors of the Company</b>	Member of Audit Committee, Stakeholder Relationship Committee and Corporate Social Responsibility.	NIL	Chairperson of the Audit Committee and Member of the Nomination and Remuneration Committee
<b>Chairman / Member of the Committee of Directors of other Public Limited Companies in which he / she is a Director</b> a) Audit Committee b) Stakeholders' Relationship Committee	NIL	NIL	NIL

**Note:** Pursuant to Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, only two Committees viz. Audit Committee and Stakeholders' Relationship Committee have been considered.

**By Order of the Board of Directors**

**Sd/-  
Prasad A Oak  
Vice President – Legal and  
Company Secretary**

**Place: Mumbai  
Date: August 13, 2021**

**Registered Office:  
Veritas House, 3<sup>rd</sup> Floor,  
70 Mint Road, Fort, Mumbai - 400001  
Phone no: 91 22 2275 5555/6184 0000  
Email-corp@veritasindia.net**

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