



Regd. Office: OFFICE ADDRESS: 801-A, 8TH FLOOR, MAHALAYA COMPLEX,
OPP: HOTEL PRESIDENT, B/H. FAIRDEAL HOUSE,
SWASTIK CROSS ROADS, OFF: C.G. ROAD,
NAVRANGPURA, AHMEDABAD: 380 009. **Tel:30025866**

E-Mail: orient.tradelink@gmail.com, Website: www.orienttradelink.in

To,

Date: 05th September, 2023

The Manager, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	Company Symbol: ORIENTTR Scrip Code: 531512
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Subject: Notice of the 29th Annual General Meeting ('AGM') and Annual Report for the Financial Year 2022- 23

Dear Sir/ Madam,

It is to inform you about the 29th Annual General Meeting ('AGM') of M/s Orient Tradelink Limited (the 'Company') scheduled to be held on Thursday, September 28th, 2023, at 12:00 p.m. (IST) through Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the business as set forth in the Notice of the AGM.

Pursuant to Regulation 34 and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Annual Report for the financial year 2022-23, comprising Notice for the 29th AGM and Audited Financial Results of the Company for the financial year 2022-23 along with Auditor's Reports thereon, Director's Report, and other reports required to be annexed thereto, is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the 29th AGM along with Annual Report for the financial year 2022-23 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s).

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by CDSL. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	Monday, 25 th September at 09:00 A.M.
The remote e-voting period ends on	Wednesday, 27 th September at 05:00 P.M.

ORIENT TRADELINK LIMITED
CIN: L65910GJ1994PLC022833
Corporate Office: 141 - A. Ground Floor,
Shahpur Jat Village, New Delhi-110049. Tel: 9999313918



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NAVRANGPURA, AHMEDABAD: 380 009. **Tel:**30025866

E-Mail: orient.tradelink@gmail.com, Website: www.orienttradelink.in

You are requested to take the above information and enclosed documents on your record.

**Thanking you,
Yours faithfully,**

**For & on behalf of
Orient Tradelink Limited**

AUSHIM
KHETARPAL

Digitally signed by
AUSHIM KHETARPAL
Date: 2023.09.05
18:22:07 +05'30'

**Aushim Khetarpal
Managing Director & CFO
DIN: 00060319**

ORIENT TRADELINK LIMITED
CIN: L65910GJ1994PLC022833
Corporate Office: 141 - A. Ground Floor,
Shahpur Jat Village, New Delhi-110049. Tel: 9999313918

ORIENT TRADELINK LIMITED

TWENTY NINETH ANNUAL REPORT

2022 - 23

COMPANY INFORMATION AS ON 31ST MARCH 2023

BOARD OF DIRECTORS

MR. AUSHIM KHETARPAL	MANAGING DIRECTOR
MR. MAHESH KUMAR VERMA	INDEPENDENT DIRECTOR
MR. BALAKRISHNA RAMARAO MADDUR	INDEPENDENT DIRECTOR
MS. RACHNA PANWAR	NON-EXECUTIVE DIRECTOR

STATUTORY AUDITORS : M/S. SCAN AND COMPANY
CHARTERED ACCOUNTANTS
NEW DELHI

SHARES LISTED WITH : BSE LIMITED

REGISTERED OFFICE : 801-A, 8th Floor, Mahalay Building, behind
Fairdeal House, Off: C. G. Road, Swastik Cross
Roads, Navrangpura, Ahmedabad, Gujarat-380009

CORPORATE OFFICE : 141-A Ground Floor, ShahpurJat Village, New Delhi
110049.

WEBSITE : <https://www.orienttradelink.in/>

EMAIL : orienttradelink@gmail.com

CONTACT NO. : 09999313918

REGISTRAR & TRANSFER AGENT: **Skyline Financial Services Private Limited**
D-153A, 1st Floor, Okhla Industrial Area, Phase I, New
Delhi- 110020.

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ORIENT TRADELINK LIMITED

CIN: L74999DL1988PLC330668

Regd. Office: 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Roads, Navrangpura, Ahmedabad, Gujarat-380009

Corporate Office: 141-A Ground Floor, ShahpurJat Village, New Delhi 110049

Tel: +91 99993 13918, **E-mail:** orienttradelink@gmail.com, **website:** www.orienttradelink.in

NOTICE

(PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

NOTICE is hereby given that the Twenty-Ninth (29th) Annual General Meeting of the members Orient Tradelink Limited will be held on **Thursday, 28th September, 2023 at 12:00 P.M.** through Video Conferencing (“VC”)/ Other Audio-Visual means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31st, 2023 together with the Report of the Auditors thereon.

ITEM NO.2- To appoint a Director in place of Ms. Rachna Panwar, who retires by rotation and being eligible, offers herself for re-appointment.

**By Order of the Board of Directors
Orient Tradelink Limited**

Sd/-

**Akash Toshniwal
Company Secretary**

Place: New Delhi

Date: 12.08.2023

NOTES:-

1. Explanatory statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business as set out in the Notice is annexed hereto and forms part of this Notice.
2. **General instructions for accessing and participating in the 29th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting.**

As per the guidelines issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated 15th January 2021 issued by SEBI (SEBI Circular) and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

MCA has issued General Circular No 10/2022 and 11/2022 in respect of clarification of holding of AGM & EGM through Video Conferencing (VC).

- MCA has issued so many circular's in 2020, 2021 and 2022 collectively named as MCA circulars in respect of holding of AGM through Video Conferencing and SEBI Circulars also in respect of holding of AGM through Video Conferencing.
 - And In the recent Circular No 10-11 dated 28.12.2022 MCA has extended Time period for holding of AGM / EGM for passing of Ordinary/ Special Resolution through Video Conferencing. Hence, we conduct this AGM through video conference for to protect the health of the Shareholder's.
 - Members attending AG through VC will be counted for reckoning the quorum under Sec 103 the Companies Act, 2013. The venue of AGM shall be deemed to be the registered office of the Company.
 - Members may note that to protect the health and safety of all the Stakeholders including Shareholders in view of the continuing Covid-19 pandemic, physical attendance of the Members is not required at a common venue and AGM can be held through Video conferencing (VC) or other audio-visual means (OAVM) in respect of the 33rd AGM Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.
- a) In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be applicable for the 29th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 29th AGM through VC/OAVM Facility and E-Voting during the 29th AGM.
 - b) In Compliance with the MCA Circulars and SEBI Circulars, the Notice of the 29th E-AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company Depositories. Members may note that the Notice and Annual Report 2022-23 will be available on the website of the Company at www.orienttradelink.in, on the website of BSE Limited at www.bseindia.com and also on the website of CDSL at www.evotingindia.com.
 - c) Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
 - d) CDSL will be providing facility for voting through remote e-Voting, for participation in the 29th AGM through VC/OAVM Facility and e-Voting during the 29th AGM.
 - e) Members may join the 29th AGM through VC/ OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 2.45 p.m. IST i.e. 15 minutes before the time scheduled to start the 29th AGM.
 - f) Members may note that the VC/OAVM Facility, provided by CDSL, allows participation of at least 1000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and auditors, etc. can attend the 29th AGM without any restriction on account of first- come first basis.

- g) Attendance of the Members participating in the 29th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- h) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 29th AGM and facility for those Members participating in the 29th AGM to cast vote through e-Voting system during the 29th AGM.
- i) 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. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- j) SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR KYC DETAILS TO THE COMPANY’S RTA.
- k) The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, including certificate from the Auditors of the Company under Regulation 13 of the SEBI (Share Based Employee Benefits) Regulations, 2014 will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to orientradelink@gmail.com.
- l) Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- m) As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in SH-14 as the case may be.
- n) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company’s RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
- o) Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:
- a) Change in their residential status on return to India for permanent settlement.
- b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- p) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA

Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

- q) The Members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. The Members present at the Meeting through VC/OAVM who have not already cast their vote by remote e-voting prior to the Meeting shall be able to exercise their right to cast their vote by remote e-voting during the Meeting. The Members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again.
- r) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on Thursday, September 21, 2023 ('cut-off date') shall be entitled to vote in respect of the shares held, by availing the facility of remote e-voting prior to the AGM or remote e-voting during the AGM.
- s) The Board of Directors of the Company has appointed Mr. Vivek Rawal, Partner of M/s Vikas Verma & Associates, New Delhi as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
- t) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 48 hours of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
- u) The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at orienttradelink@gmail.com and the website of CDSL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchanges where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on Monday, September 25, 2023 9.00 A.M. IST and ends on Wednesday, September 27, 2023 5.00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, September 21, 2023 cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click

	<p>on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,

- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address icmlcompliance@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their

queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

**By Order of the Board of Directors
OrientTradelink Limited**

**Sd/-
Akash Toshniwal
Company Secretary**

**Place: NewDelhi
Date: August 12, 2023**

Additional Information of Director seeking appointment/re-appointment
at the Twenty Ninth (29th) Annual General Meeting (AGM)

[Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Ms. Rachna Pawar
DIN	09492441
Date of Birth	11-11-1985
Date of first Appointment	15-02-2022
Qualification	Bachelor of Arts
Nature of his expertise in specific functional areas	NIL
Brief Profile Father's Name PAN Number	Having deep knowledge in Company related matters. Ravinder Rana DZSPP0813G
Name of other Public Companies in which the person holds the Directorships	NIL
Name of the Public Companies in which the person holds the Memberships of committees of the Board	NIL
Relationship with other Directors/Manager/Key Managerial Personnel	NA

DIRECTORS' REPORT

To,

The Members,
ORIENT TRADELINK LIMITED

Dear Members,

Your Directors have pleasure in presenting you the 29th Annual Report together with the audited statement of Accounts of the Company for the financial year ended 31st March, 2023.

1. FINANCIAL RESULTS:

PARTICULARS	(In INR)	
	2022-23	2021-22
Revenue from operation	1129.25	1133.89
Other income	65.78	119.64
Total Revenue	1195.03	1253.52
Purchase of Stock in trade	658.60	1047.98
Change in inventories of finished goods	164.77	(80.34)
Employee benefits expenses	57.03	34.26
Depreciation and amortization expenses	88.71	94.38
Other Expenses	86.35	43.53
Total Expenses	1082.46	1139.55
Profit before tax	112.57	113.97
Less: Tax Expenses	25.81	55.34
Profit after tax	86.76	58.63
Other Comprehensive Income	-	-
Total Comprehensive Income/(Loss) for the Year	86.76	58.63
Earning per Shares (Basic)	0.79	0.53
Earning per Shares (Diluted)	0.79	0.53

2. RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS:

- The revenue generated from operations amounted to INR 1129.25/- Lakhs in F.Y. 2022-23 as compared to F.Y. 2021-22, in which revenue generated was amounted to INR 1133.89/- Lakhs.
- Net profit after tax is INR 86.76/- Lakhs in F.Y. 2022-23 in Comparison to INR 58.63/- Lakhs in F.Y. 2021-22.

3. CHANGE IN THE NATURE OF BUSINESS:

There was no Changes in the nature of business of the Company during the current financial year.

4. SHARE CAPITAL:

The Authorized Share Capital of the Company is INR 14,00,00,000/- (Rupees Forteen Crore) and issued, subscribed and paid-up equity share capital. On March 31, 2023, the paid-up capital stood at INR 11,76,50,000/- (Rupees Eleven Crores Seventy-Six Lakhs Fifty Thousand) divided into 1,17,65,000 (One Crore Seventeen Lakhs Sixty Five Thousand) Equity Shares of INR 10/- (Rupee Ten Only) each.

5. DIVIDEND:

The Board of Directors has not recommended any dividend for the financial year ended on March 31, 2023.

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no outstanding unclaimed/unpaid dividend as on 31st March 2023.

7. TRANSFER TO RESERVES:

During the current year, the company has transferred INR 86.76/- Lakhs into the General Reserve of the Company and the closing balance of General Reserve as on 31st March 2023 stands INR -58.63/-Lakh only.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT:

The impact on the Company's financial statements has been given in Note No. 2 of the Notes to financial statements for the year ended March 31, 2023. Based on the Company assessment, no material impact has been noted. Considering that it is a dynamic and evolving situation, the management will continue to closely monitor and evaluate the impact of any material change in macro-economic and other related factors which may have bearing on the company's operations.

9. DEPOSITS:

The Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet for the F.Y.2022-23.

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013:

The particulars of loans, guarantees and investments, wherever required, have been disclosed in the financial statements, which also form part of this report.

11. CORPORATE SOCIAL RESPONSIBILITY:

The Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable on the Company.

12. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under sub-section (3)(m) of section 134 of the Companies Act, 2014 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at **Annexure I**.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY:

Appointment/ Re-appointment/Resignation:

During the Financial Year 2022-23, no change in Board Composition.

Independent Director:

In terms of Section 149 of the Act and SEBI Listing Regulations, Mr. Mahesh Kumar Verma and Mr. Balakrishna Ramarao Maddur are the Independent Directors of the Company as on date of this report.

All Independent Directors of the Company have given requisite declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149(6) of the Act along with Rules framed thereunder, Regulation 16(1)(b) of SEBI Listing Regulations and have complied with the Code of Conduct of the Company as applicable to the Board of directors and Senior Managers. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their

ability to discharge their duties with an objective independent judgment and without any external influence. The Company has received confirmation from all the Independent Directors of their registration on the Independent Directors Database maintained by the Indian Institute of Corporate Affairs, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. They fulfill the conditions specified in the Act as well as the Rules made thereunder and are independent of the management.

Key Managerial Personnel:

In terms of Section 203 of the Act, the Key Managerial Personnel (KMPs) of the Company during FY 2022-23 are:

- Mr. Akash Toshniwal is the Company Secretary w.e.f. 15/07/2020.
- Mr. Aushim Khetarpal is the CFO w.e.f. 20.04.2021.

14. NUMBER OF MEETINGS OF THE BOARD:

During the year the Board met 10 (Ten) times to deliberate on various matters on 30/05/2022, 13/08/2022, 06/09/2022, 23/09/2022, 14/11/2022, 08/02/2023, 14/02/2023, 15/02/2023, 16/02/2023 and 17/02/2023. For details, please refer to the Report on Corporate Governance, which forms a part of this Annual Report.

15. COMMITTEES OF THE BOARD:

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

The following Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee

Details of composition, terms of reference and number of meetings held for respective committees are given in the Report on Corporate Governance, which forms a part of this Annual Report. Further, during the year under review, all recommendations made by the various committees have been accepted by the Board.

16. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The Company's Policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been briefly disclosed hereunder and in the Report on Corporate Governance, which is part of this Annual Report.

The NRC is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements.

In terms of the provisions of Section 178(3) of the Act, and Regulation 19 of the SEBI Listing Regulations, the NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors, the key features of which are as follows:

- Qualifications – The Board nomination process encourages diversity of thought, experience, knowledge, age and gender. It also ensures that the Board has an appropriate blend of functional and industry expertise.
- Positive Attributes - Apart from the duties of Directors as prescribed in the Act, the Directors are expected to demonstrate high standards of ethical behavior, communication skills and independent judgment. The Directors are also expected to abide by the respective Code of Conduct as applicable to them

The Directors affirm that the remuneration paid to Directors, Key Managerial Personnel and employees is as per the Remuneration Policy of the Company.

The said Policy is also available on the website of the Company i.e. <https://www.orienttradelink.in/>.

17. BOARD EVALUATION:

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provisions of the Act and the SEBI Listing Regulations.

The Board evaluated its performance after seeking inputs from all the Directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The Board and the NRC reviewed the performance of individual Directors on the basis of criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent directors, performance of Non-Independent Directors and the Board as a whole was evaluated. Additionally, they also evaluated the Chairman of the Board, taking into account the views of Executive and Non-executive Directors in the aforesaid meeting. The Board also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The above evaluations were then discussed in the Board meeting and performance evaluation of Independent directors was done by the entire Board, excluding the Independent Director being evaluated.

18. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to the provisions of Regulation 25(7) and Regulation 46 of the SEBI Listing Regulations, kindly refer to the Company's website <https://www.orienttradelink.in/pdf/familiarisation-policy.pdf> for details of the familiarization program for IDs on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

19. RISK MANAGEMENT POLICY:

The Company is taking every care for minimizing the risk involved in the manufacturing process of the unit. Responsible staff employed to take every care to minimize the risk factor in the factory. The risk management policy of the company can be accessed at company website i.e. <https://www.orienttradelink.in/pdf/risk-management-policy.pdf>

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014 in prescribed Form AOC-2 is annexed herewith at **Annexure II**.

21. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The company does not have any Subsidiary, Joint Venture or Associate Company; hence, provisions of section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

22. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Act, a vigil mechanism was established for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The Vigil Mechanism provides a mechanism for employees of

the Company to approach the Chairperson of the Audit Committee of the Company for redressal. No person has been denied access to the Chairperson of the Audit Committee.

23. PARTICULARS OF EMPLOYEES U/S 197(12) OF THE COMPANIES ACT, 2013:

The Information & Statement of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5 (1) & 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure III**.

24. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED U/S 134(3)(c)

In terms of section 134(5) of the Companies Act, 2013, your directors state that: -

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a going concern basis.
- (e) the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively
- (f) the Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. AUDITORS & AUDITORS' REPORT:

Statutory Auditors

Pursuant to Section 139(8) and other applicable provision of the Companies Act, 2013 and the rules made there under, M/s. SCAN & Co., Chartered Accountant having Firm Registration No. 113954W were appointed as an Statutory auditor till the conclusion of 33rd (Thirty Third) Annual General Meeting.

The Statutory Auditor's report does not contain any qualifications, reservations, adverse remarks or disclaimers, which would be required to be dealt with in the Boards' Report.

Internal Auditor

Pursuant to Section 138 of the Act and Rules made there under, AM Sharma & Associates, Chartered Accountants having its head Office at SCO 32, D248/10, Balaji Complex, Laxmi Nagar, Delhi-110092 were appointed as Internal Auditors for the financial year 2022-2023.

Secretarial Auditor

Pursuant to Section 204 of the Act and Rules made there under, the Board of Directors of the Company had appointed M/s Vikas Verma & Associates (Registration No. P2012DE081400) Practicing Company Secretary having its Registered Office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001, to conduct Secretarial Audit of the Company for the financial year 2021-22. The Report of the Secretarial Audit is annexed herewith as **Annexure -IV**.

Cost Audit

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable for the business activities carried out by the Company.

26. INTERNAL CONTROL SYSTEM & THEIR ADEQUECY:

According to Section 134(5) (e) of the Companies Act, 2013, the Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The Company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and the transactions are authorized, recorded and reported correctly.

To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive.

Based on the results of such assessments carried out by management, no reportable material weakness or significant deficiencies in the design or operation of internal financial controls was observed.

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

Company has adopted a policy on prevention, prohibitions and redressal of sexual harassment at workplace in line with the provision of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

28. CODE OF CONDUCT

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

29. MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

As per SEBI Listing Regulations, Management Discussion and Analysis Report is annexed herewith at **Annexure -V**.

30. EXTRACT OF THE ANNUAL RETURN AS PROVIDED UNDER SUB-SECTION (3) OF SECTION 92

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2022-23 is available on Company's website at <https://www.orientradelink.in/>.

31. SECRETARIAL STANDARDS

During the year under review the Company has complied with Secretarial Standards on Board and General Meetings issued by Institute of Company Secretaries of India.

32. CORPORATE GOVERNANCE

Pursuant to Regulation 34 of the SEBI Listing Regulations, Report on Corporate Governance along with the certificate from a Practicing Company Secretary certifying compliance with conditions of Corporate Governance is part to this Report in **Annexure-VI**.

33. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

- There are no significant material orders passed by the Regulators or Courts or Tribunal, which would impact the going concern status of the Company and its future operation
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- There has been no application made or pending under Insolvency and Bankruptcy Code, 2016
- There has been no one time settlement and the valuation done while taking loan from the Banks or Financial Institutions.

34. ACKNOWLEDGEMENT:

The Board of Directors wish to place on record its deep sense of appreciation for the committed services by all the employees of the Company. The Board of Directors would also like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government and regulatory authorities, stock exchanges, customers, vendors, members during the year under review.

For & on behalf of
Orient Tradelink Limited

Date: 12th August 2023
Place: New Delhi

Sd/-
Mahesh Kumar Verma
Independent Director
DIN: 07892196

Sd/-
Aushim Khetarpal
Managing Director
DIN: 00060319

Annexure I

Conservation of Energy, Technology Absorbtion, Foreign Exchange Earning and Outgo
[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

(A) Conservation of Energy:-

(i)	The steps taken or impact on conservation of energy;	NIL
(ii)	The steps taken by the company for utilizing alternate sources of energy;	NIL
(iii)	The capital investment on energy conservation equipments.	Nil

(B) Technology absorption:-

(i)	The efforts made towards technology absorption;	NIL
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	NIL
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) The details of technology imported; (b) The year of import; (c) Whether the technology been fully absorbed; (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL
(iv)	The expenditure incurred on Research and Development.	NIL

(C) Foreign exchange earnings and Outgo:-

(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	NIL
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	NIL

For & on behalf of
Orient Tradelink Limited

Date: 12th August 2023
Place: New Delhi

Sd/-
Mahesh Kumar Verma
Independent Director
DIN: 07892196

Sd/-
Aushim Khetarpal
Managing Director
DIN: 00060319

FORM NO. AOC-2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

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

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

Orient Tradelink Limited has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2022-23.

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

For Details of material contracts or arrangements or transactions at arm's length basis of Orient Tradelink Limited for the financial year 2022-23 please refer financial statement.

For & on behalf of
Orient Tradelink Limited

Date: 12th August 2023
Place: New Delhi

Sd/-
Mahesh Kumar Verma
Independent Director
DIN: 07892196

Sd/-
Aushim Khetarpal
Managing Director
DIN: 00060319

Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	PARTICULARS	REMARKS
1.	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Aushim Khetarpal (Managing Director) – 5.23 Mahesh Kumar Verma (Independent Director) – 1.08
2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	The overall percentage change in remuneration of directors is 28.6 %
3	The percentage increase in the median remuneration of employees in the financial year	-
4	The number of permanent employees on the rolls of company	5 (Five)
5	The explanation on the relationship between average increase in remuneration and company performance.	-
6	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Salary paid to employees during the reporting period is 29,00,331/- (Rupee Twenty Nine Lakh Three Hundred and Thirty One) against salary paid in last year was INR 50,77,007/- (Rupee Fifty Lakh Seventy Seven Thousand and Seven)
7	Affirmation that the remuneration is as per the remuneration policy of the company	The Board of Directors affirm that the remuneration paid to Directors, KMPs and employees is as per the Remuneration Policy of the Company

For & on behalf of
Orient Tradelink Limited

Date: 12th August 2023
Place: New Delhi

Sd/-
Mahesh Kumar Verma
Independent Director
DIN: 07892196

Sd/-
Aushim Khetarpal
Managing Director
DIN: 00060319

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31/03/2023

[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 Board,
Orient Tradelink Limited,
801-A, 8th Floor, Mahalay Building,
Behind Fairdeal House, Off: C. G. Road,
Swastik Cross Roads Navrangpura,
Ahmedabad, Gujarat-380009.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Orient Tradelink Limited (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and accordingly, expressing my opinion thereon.

Based on our inspection, verification of Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 has possibly 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 Financial Year ended on March 31, 2023 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 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act,1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (No transaction has been recorded during the Audit Period)
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021; (No transaction has been recorded during the Audit Period)
 - e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (No transaction has been recorded during the Audit Period)
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(No transaction

has been recorded during the Audit Period)

As informed to us the following other laws specifically applicable to the Company as under and as confirmed & declared by the management, the Company has duly complied the same:-

1. The Employees Provident fund and Miscellaneous Provisions Act, 1952 along with labour laws
2. Employees State Insurance Act, 1948
3. Maternity Benefit Act, 1961
4. Payment Gratuity Act, 1972
5. Factories Act, 1949
6. Environmental Act, 1986 and its allied applicable laws

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

1. Secretarial Standard issued by The Institute of Company Secretaries of India with respect to board and general meetings.
2. The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc.

We further report that:

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 there exist the system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes. We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For M/s Vikas Verma & Associates
Company Secretaries
(FRN: P2012DE081400)**

**Sd/-
Vikas Kumar Verma
Managing Partner
Membership No. F9192
CP No. 10786**

**Date: 22nd July, 2023
Place: New Delhi
UDIN: F009192E000662295**

MANAGEMENT DISCUSSION AND ANALYSIS

1. Industry structure and developments

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making significant strides. Proving its resilience to the world, Indian M&E industry is on the cusp of a strong phase of growth, backed by rising consumer demand and improving advertising revenue. The M&E industry comprises businesses that produce, distribute and offer ancillary digital services and products for - Motion Pictures, Video & Audio Recordings, Television Programmes and Commercials. It also includes Streaming Content, Music, eSports, Broadcast, Radio, and Text and Book Publishing sectors. The industry is backed by a shift in consumer preferences and change in demand supported by dynamic technology, innovation, and intense competition

Over the years, our company has built a strong presence in the market through its cumulative experience, strong distribution network as well as sound systems and processes.

2. Opportunities and threats

Being an entertainment company, our company is exposed to specific risks that are particular to its business and the environment within which it operates including interest rate volatility, economic cycle, and market risk.

3. Segment-wise or product-wise performance

During the year under review, since company is being working in a single segment therefore the specific performance does not stand eligible.

4. Outlook

The presence of a stable government at the center will be a major catalyst in taking major decisions which would push forward the pace of reforms and thereby directly improving the macro-economic environment. It is now being forecasted that in the near future, the Indian economy will become the fastest growing emerging market.

The Government is looking at easing investment conditions in India and focusing on project clearances. Also, 2022 is expected to see a rush of foreign direct investments (FDI) coming into India supported by FII inflows, thanks to liberalizing the defense, insurance and construction sectors etc. Looking at the Indian economy the company has plans to diversify its business in future.

5. Risks and areas of concern

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies.

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

6. Internal control systems and their adequacy

The Company has carried out the internal audit in-house and has ensure that recording and reporting are adequate and proper, the internal controls exist in the system and that sufficient measures are taken to update the internal control system. The system also ensures that all transaction are appropriately authorized, recorded and reported. Exercises for safeguarding assets and protection against unauthorized use are undertaken from time to time. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal

control systems more effective. All these measures are continuously reviewed by the management and as and when necessary improvements are affected.

7. Discussion on financial performance with respect to operational performance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles in India. Further, the financial performance during the year under reference has been impressive in terms of sales. Even though there has been a decent increase in the turnover, the volume of profits has also increased as compared to last year.

8. Material developments in human resources/industrial relations front, including number of people employed.

The Company had sufficient numbers of employees at its administrative office. The company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them. The company enjoyed excellent relationship with workers and staff during the last year.

9. Cautionary Statement

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

For & on behalf of
Orient Tradelink Limited

Date: 12th August 2023
Place: New Delhi

Sd/-
Mahesh Kumar Verma
Independent Director
DIN: 07892196

Sd/-
Aushim Khetarpal
Managing Director
DIN: 00060319

ANNEXURE TO THE DIRECTOR’S REPORT ON CORPORATE GOVERNANCE

Corporate Governance is the set of best practices. Corporate governance refers to the set of systems, principles and processes by which a Company is governed. They provide the guidelines as to how the Company can be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the Company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the Board of Directors, management, and shareholders to customers, employees and society. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth. The aim of "Good Corporate Governance" is to ensure commitment of the Board in managing the Company in a transparent manner for maximizing long-term value of the Company for its shareholders and protection of the rights of the shareholders and your Board of Directors are putting their best efforts to fulfill its commitment towards good Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving Company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility. Our Company's framework is designed to enable the Board to provide strategic guidelines for the Company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to Company as well as its shareholders. This ensures a balance of authority so that no single individual has unfettered powers. Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent Directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

MANDATORY REQUIREMENTS

BOARD OF DIRECTORS: The Board of Directors is the apex body constituted by shareholders, for overseeing the Company’s overall functioning. It provides strategic direction, leadership and guidance to the Company’s management as also monitors the performance of the Company with the objective of creating long-term value for the Company’s stakeholders.

I. CATEGORY AND COMPOSITION

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a balanced mix of executive, non- executive and Independent Directors. As on date of this report, the Board of Directors consists of 4 (Four) Directors, out of which 1 is Executive Director, 1 Non- Executive Non Independent director and 2 are Non- Executive Independent Directors. Except the Independent Director, all other Directors are liable to retire by rotation as per provisions of the Companies Act, 2013. In compliance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, half of the Board comprises of independent directors.

During the year under review, 10 (Ten) Board Meetings were held on 30/05/2022, 13/08/2022, 06/09/2022, 23/09/2022, 14/11/2022, 08/02/2023, 14/02/2023, 15/02/2023, 16/02/2023 and 17/02/2023.

The following table, illustrates the composition of the Board, Director's attendance at Board Meetings held during the financial year under review and at the last AGM, number of Directorships held in other public companies, total number of committee positions held in other public companies, and names of other listed entities in which Directorship is held, including category of Directorships, as at March 31, 2023.

Name of Director & DIN	Category	No. of Board Meetings attended during the year	Attendance at last AGM	No. of Directorship in other Companies	No. of Committee position in other public Companies
Aushim Khetarpal DIN: 00060319	Managing Director	10	Yes	1	-
Mahesh Kumar Verma DIN: 07892196	Independent Director	10	Yes	2	-
Balakrishna Ramarao Maddur DIN: 00899838	Independent Director	10	Yes	2	-
Rachna Panwar DIN: 09492441	Director	10	Yes	-	-

SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Company's Independent Directors met once during the financial year 2022-23 on February 17, 2023. Such meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views as well as on matters prescribed under Schedule IV of the Act.

COMMITTEE OF DIRECTORS:

Given below is the composition and the terms of reference of various Board constituted Committees, inter alia including the details of meetings held during the year and attendance thereat. All Committee decisions are taken, either at the meetings of the Committee or by passing of circular resolutions. The Company Secretary acts as the secretary for all Board constituted Committees.

AUDIT COMMITTEE:

The Audit Committee functions according to its Charter that defines its composition, authority, responsibility and reporting functions in accordance with Section 177 of the Act, Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and US regulations applicable to the Company and is reviewed from time to time. Whilst, the terms of reference is available on the Company's website <https://www.orienttradelink.in/management-policies.htm>, given below is a gist of the responsibilities of the Audit Committee, after incorporating therein the regulatory changes mandated under the Listing Regulation:

- i. Reviewing with the management, quarterly/annual financial statements before submission to the Board, focusing primarily on:
 - The Company's financial reporting process and the disclosure of its financial information, including earnings, press release, to ensure that the financial statements are correct, sufficient and credible;
 - Reports on the Management Discussion and Analysis of financial condition, results of Operations and the Directors' Responsibility Statement;
 - Major accounting entries involving estimates based on exercise of judgment by Management;

- Compliance with accounting standards and changes in accounting policies and practices as well as reasons thereof;
 - Draft Audit Report, qualifications, if any and significant adjustments arising out of audit;
 - Scrutinise inter corporate loans and investments; and;
 - Approval or any subsequent modification of transactions with related parties, including omnibus related party transactions.
- ii. Review the statement of uses/applications of funds by major category and the statement of funds utilized for purposes other than as mentioned in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights or private placement issue, and make appropriate recommendations to the Board to take up steps in this matter. These reviews are to be conducted till the money raised through the issue has been fully spent.
 - iii. Review with the management, statutory auditor and internal auditor, adequacy of internal control systems, identify weakness or deficiencies and recommending improvements to the management.
 - iv. Recommend the appointment/removal of the statutory auditor, cost auditor, fixing audit fees and approving non audit/consulting services provided by the statutory auditors' firms to the Company and its subsidiaries; evaluating auditors' performance, qualifications, experience, independence and pending proceedings relating to professional misconduct, if any.
 - v. Review the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the chief internal auditor, coverage and frequency of internal audit, appointment, removal, performance and terms of remuneration of the chief internal auditor.
 - vi. Discuss with the internal auditor and senior management, significant internal audit findings and follow-up thereon.
 - vii. Review the findings of any internal investigation into matters involving suspected fraud or irregularity or a failure of internal control systems of a material nature and report the matter to the Board.
 - viii. Discuss with the statutory auditor before the audit commences, the nature and scope of audit, as well as conduct post-audit discussions to ascertain any area of concern.
 - ix. Review the functioning of the Vigil Mechanism under the Whistle-Blower policy of the Company.
 - x. Review the financial statements and investments made by subsidiary companies and subsidiary oversight relating to areas such as adequacy of the internal audit structure and function of the subsidiaries, their status of audit plan and its execution, key internal audit observations, risk management and the control environment.
 - xi. Look into reasons for any substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors, if any.
 - xii. Review the effectiveness of the system for monitoring compliance with laws and regulations.
 - xiii. Approve the appointment of CFO after assessing the qualification, experience and background etc. of the candidate.
 - xiv. To approve and review policies in relation to the implementation of the Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices ("Code") to note the dealings by Designated Persons in securities of the Company and to provide directions on any penal action to be initiated, in case of any violation of the Code.

As on date of this report, the Committee comprises 3 (Three) members, all being IDs, who are financially literate and have relevant finance and/or audit exposure. During the period under review, 4 (Four) Audit Committee Meetings were held on 30/05/2022, 13/08/2022, 14/11/2022 and 14/02/2023.

The composition of the Audit Committee and attendance of its Members at its meetings held during the year is as follows:

Name of Member	Category	No. of meetings held during the year	No. of meetings attended
Mahesh Kumar Verma	Chairperson	4	4
Balakrishna Ramarao Maddur	Member	4	4
Aushim Khetarpal	Member	4	4

NOMINATION AND REMUNERATION COMMITTEE:

The NRC of the Company functions according to its terms of reference, that defines its objective, composition, meeting requirements, authority and power, responsibilities, reporting and evaluation functions in accordance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. The suitably revised terms of reference enumerated in the Committee Charter, after incorporating therein the regulatory changes mandated under the SEBI Listing Regulations, are as follows:

- Recommend the set up and composition of the Board and its Committees including the “formulation of the criteria for determining qualifications, positive attributes and independence of a director”. The Committee periodically reviews the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Support the Board in matters related to the setup, review and refresh of the Committees.
- Devise and review a policy on Board diversity.
- Recommend the appointment / reappointment or removal of Directors, in accordance with the criteria laid down, including IDs on the basis of their performance evaluation report.
- Identify and recommend to the Board appointment or removal of Key Managerial Personnel (‘KMP’) and Senior Management of the Company in accordance with the criteria laid down. In case of appointment of CFO the Committee shall identify persons, to the Audit Committee and the Board of Directors of the Company.
- Carry out evaluation of every Director’s performance and support the Board, its Committees and individual Directors, including “formulation of criteria for evaluation of Independent Directors and the Board”
- Oversee the performance review process for the KMP and Senior Management of the Company with a view that there is an appropriate cascading of Company’s goals and targets and on an annual basis, review the performance of the Directors, KMP and Senior Management and recommend their remuneration.
- Recommend the Remuneration Policy for Directors, KMP, Senior Management and other employees.

As on date of this report the Committee comprises 2 Independent Director and 1 Non-Executive (Non-Independent) Director. The Chairperson of the NRC also attended the last Annual General Meeting of the Company. During the period under review, 1 (One) NRC meetings were held on 13/08/2022. The requisite quorum was present for all the meetings.

The composition of the NRC and attendance of its Members at its meetings held during the year is as follows:

Name of Member	Category	No. of Meeting held during the year	No. of meeting attended
Mahesh Kumar Verma	Chairman	1	1

Balakrishna Ramarao Maddur	Member	1	1
Rachna Panwar	Member	1	1

The performance evaluation criteria for Non-Executive Directors, including IDs, is determined by the NRC. An indicative list of factors that were evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, role in Board constituted committees, integrity and maintenance of confidentiality and independence of behavior and judgment.

STAKEHOLDERS' RELATIONSHIP COMMITTEE ('SRC')

The SRC functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations. The suitably revised terms of reference enumerated in the Committee Charter, after incorporating therein the regulatory changes mandated under the SEBI Listing Regulations, are as follows:

- Approve issue of duplicate certificates for securities and transmission of securities.
- Resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review measures taken for effective exercise of voting rights by shareholders.
- Review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

As on date of this report, the Committee comprises 2 Independent Directors and Non-Executive (Non Independent) Director. The Chairperson of the SRC also attended the last Annual General Meeting of the Company.

The composition of the SRC and attendance of its Members at its meetings held during the year is as follows:

Name of the Member	Category
Mahesh Kumar Verma	Chairman
Balakrishna Ramarao Maddur	Member
Rachna Panwar	Member

COMPLIANCE OFFICER OF THE COMPANY:

Mr. Akash Toshniwal, Company Secretary is the Compliance Officer for complying with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & SEBI (LODR), Regulation, 2015 and is responsible for complying with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges.

CODE OF CONDUCT:

The Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended March 31, 2023 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

MATERIAL NON-LISTED SUBSIDIARY COMPANIES:

The Company does not have any such subsidiary during the accounting year under review.

GENERAL BODY MEETINGS:

Annual General Meetings:

Date of AGM	Year	Special Resolution Passed	Venue
30 th September, 2020	2019-20	<ul style="list-style-type: none">• Shifting of registered office• Consolidation of share• Issue of share by way of preferential issue• Modification in T&C of loan taken by company from its Managing director	Due to COVID-19 Virus Pandemic held through video conferencing ('VC') /other audio visual means ('OAVM')
September 28, 2021	2020-21	<ul style="list-style-type: none">• Shifting of registered office of the company	Due to COVID-19 Virus Pandemic held through video conferencing ('VC') /other audio visual means ('OAVM')
September 30, 2022	2021-22	<ul style="list-style-type: none">• Appoint Statutory Auditor to fill casual vacancy.• Appointment of a Non Executive Director.• Approval of payment of remuneration of CEO.• Approve the fund raising through preferential issue of convertible warrants into equity shares.• Issue and Allotment of Equity Shares in pursuant conversion of Loan.• Approve the issuance of Sweat Equity shares.• Adoption of New Set of Articles.• Adoption of new set of Memorandum of Association.• Increase in Authorised Share Capital.	Due to COVID-19 Virus Pandemic held through video conferencing ('VC') /other audio visual means ('OAVM')

All resolutions moved at the last years' AGM, were passed by means of electronic voting, by the requisite majority of members.

MEANS OF COMMUNICATIONS:

The Company recognizes communication as a key element to the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication to all external constituencies.

Financial Results: The Quarterly, Half Yearly and Annual Results are regularly submitted to the BSE Limited (BSE) as well as uploaded on the Company’s website and are published in newspapers, namely the Financial Express and Financial Express (Gujrati).

Additionally, the results and other important information are also periodically updated on the Company’s website www.orienttradelink.in.

Website: The Company’s website is a comprehensive reference on its leadership, management, vision, policies, corporate governance, sustainability and investor relations. The Members can access the details of the Board, the Committees, Policies, Board committee Charters, financial information, statutory filings. In addition, various downloadable forms required to be executed by the shareholders have also been provided on the website of the Company.

Annual Report: The information regarding the performance of the Company is shared with the shareholders vide the Annual Report. The Annual Reports for FY 2022-23 are being sent in electronic mode, to all members who have registered their email ids for the purpose of receiving documents / communication in electronic mode with the Company and / or Depository Participants. The Annual Reports are also available in the Company’s website www.orienttradelink.in.

Electronic Communication: The Company had during FY 2022-23 sent various communications including Annual Reports, by email to those shareholders whose email addresses were registered with the Company / Depositories. In support of the ‘Green Initiative’ the Company encourages Members to register their email address with their Depository Participant or the Company, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, on a real-time basis without any delay.

Scores: A centralised web based complaints redress system ‘Scores’ which serves as a centralised database of all complaints received, enables uploading of Action Taken Reports by the concerned companies and online viewing by the investors of actions taken on complaint and its current status.

GENERAL INFORMATION FOR MEMBERS:

ANNUAL GENERAL MEETING:

Date and Time:	Thursday, September 28, 2023 at 12:00 P.M.
Venue:	In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs and SEBI vide its relevant circulars, has permitted the holding of the Annual General Meeting through video-conferencing / other audio visual means (‘VC / OAVM’), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards 2 on General Meetings, details of Director seeking appointment / re-appointment at this AGM are given in the Annexure to the Notice of the forthcoming AGM.

FINANCIAL YEAR: Ending March 31, 2023.

LISTINGS

The Company’s shares are listed on the BSE Ltd. (BSE). The following are the details of the Company’s shares:

Type	Equity Shares
ISIN	INE681D01039
Scrip Code	531512
Symbol	ORIENTTR

MARKET INFORMATION

Market price data - monthly high/low of the closing price and trading volumes on BSE depicting liquidity of the Company's Ordinary Shares on the said exchanges is given hereunder:-

Month	High Price	Low Price	No. of Shares	No. of Trades
Apr-22	12.96	5.76	2196520	3760
May-22	15.73	8.13	1718958	4430
Jun-22	9.20	7.10	438583	2631
Jul-22	9.10	7.17	326847	1707
Aug-22	9.00	7.21	436380	1838
Sep-22	11.65	7.61	856521	2588
Oct-22	10.64	8.17	308750	874
Nov-22	10.46	8.86	380489	1141
Dec-22	14.45	9.28	928799	2301
Jan-23	15.10	12.67	435727	1376
Feb-23	13.95	9.66	392807	1197
Mar-23	15.51	10.50	497700	1187

REGISTRAR AND TRANSFER AGENTS

In order to expedite the process of shares transfers, the Board has appointed Skyline Financial Private Limited as Share Transfer Agent and register of the Company. The transfer agent will generally attend to the transfer formalities once in a fortnight and operate subject to the overall supervision of Shareholders/ Investor Grievances Committee.

In compliance with the Listing Guidelines, every six months, the Share Transfer System is audited by a Company Secretary in practice and a certificate to that effect is issued by them.

STATUTORY DISCLOSURES:

No transactions of material nature have been entered into by the Company with any of the promoters, Directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The Company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI etc.

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

The Company has obtained a Certificate from M/s. Vikas Verma and Associates, Company Secretaries confirming that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, as stipulated under Regulation 34 (3) of SEBI (LODR) which forms part of this Report as **Annexure - A**.

DISCLOSURES:

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the Company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

The details of the related party Related Party Transaction are placed before the audit committee as well as to the Board of Directors in terms of applicable laws for approval.

RISK MANAGEMENT

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the management and mitigation plan from time to time.

DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Company shares are traded in dematerialized form and have to be delivered in the dematerialized form to the stock exchange. To enable that shareholders have an easy access to the Demat system, the company has executed agreements with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The company has appointed M/s Skyline Financial Services Private Limited, Registrar for the purpose of electronic connectivity as well as for physical mode of transfer of shares.

ADDRESS FOR CORRESPONDENCE

Corporate Office:

141A, Ground Floor, Shahpur Jat, New Delhi-110049

Website: www.orienttradelink.in

ADDRESS OF THE REGISTRAR AND SHARE TRANSFER AGENT:

Skyline Financial Services Private Limited

D-153, 1st Floor, Okhla Industrial Area,

Phase – 1, New Delhi – 110 020

Telephone: 011-64732681-88

DECLARATION

None of the Director of the Company is a Director (including any alternate directorship) of more than 20 Companies as per the provisions of Section 165 of the Companies Act, 2013 and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

To reconcile the total admitted capital with NSDL & CDSL and the total issue and listed capital, A Reconciliation of Share Capital Audit Report under Regulation 76 of Depository Participants Act, is carried out by a Company Secretary in Practice on Quarterly basis.

For **Orient Tradelink Limited**

Sd/-

Aushim Khetarpal

Managing Director

Date: 12th August, 2023

Place: New Delhi

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2023, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For **Orient Tradelink Limited**

Sd/-

Aushim Khetarpal

Managing Director

Date: 12th August, 2023

Place: New Delhi

CEO/CFO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS AND CASH FLOW STATEMENT (PURSUANT TO REGULATION 17 (8) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March 2023 and we hereby certify and confirm to the best of our knowledge and belief the following:

- a. The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- c. There are no transactions entered in to by the Company during the year ended 31st March 2023 which are fraudulent, illegal or violative of Company's Code of Conduct.
- d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- f. That there have been no significant changes in the accounting policies during the relevant period.
- g. We have not noticed any significant fraud particularly those involving the, management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For **Orient Tradelink Limited**

Sd/-

Aushim Khetarpal

CFO

Date: 12th August, 2023

Place: New Delhi

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of
Orient Tradelink Limited
801-A, 8th Floor, Mahalay Building,
Behind Fairdeal House, C. G. Road,
Swastik Cross Roads, Navrangpura,
Ahmedabad, GJ-380009

We have examined the compliance of the conditions of Corporate Governance by Orient Tradelink Limited for the year ended 31st March, 2023 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with 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 explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023 except that during the year Mr. Sunny Panwar, Non-Executive (Non Independent) Director resigned from the post of director after that

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.

**For M/s Vikas Verma & Associates
Company Secretaries
(FRN: P2012DE081400)**

**Sd/-
Vikas Kumar Verma
Managing Partner
Membership No. F9192
CP No. 10786**

**Date: August 13, 2023
Place: New Delhi
UDIN: F009192E0008106641**

To

The Members of
Orient Tradelink Limited
801-A, 8th Floor, Mahalay Building,
Behind Fairdeal House, C. G. Road,
Swastik Cross Roads, Navrangpura,
Ahmedabad, GJ-380009

Dear Sir,

Sub: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Orient Tradelink Limited (CIN: L65910GJ1994PLC022833) (“the Company”), a Listed Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 whose equity shares are listed on the BSE Limited (“BSE”), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on March 31, 2023 viz.

S. No.	Name of the Director	DIN
1	Mr. Aushim Khetarpal	00060319
2	Mr. Balakrishna Ramarao Maddur	00899838
3	Mr. Mahesh Kumar Verma	07892196
4	Ms. Rachna Panwar	09492441

and we certify that, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2023, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

For M/s Vikas Verma & Associates
Company Secretaries
(FRN: P2012DE081400)

Sd/-
Vikas Kumar Verma
Managing Partner
Membership No. F9192
CP No. 10786

Date: August 12, 2023
Place: New Delhi
UDIN: F009192E000810652

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
Orient Tradelink Limited**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **M/s Orient Tradelink Limited (“the company”)** which comprises the Balance Sheet as at March 31, 2023, the statement of Profit and Loss account and statement of cash flows for the year the ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein referred to as “the Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, except to the effects of the matters described in the Paragraphs mentioned below, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit and its cash flows for the year ended on that date.

Basis of Opinion

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

Emphasis of Matter

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

- a) The company had delayed in filing of GST Returns, no provision had been made for the interest on delayed payments. Further the inputs has not been reversed for non payment to vendors within 180 days as per section 16(2) of the CGST Act. The company has not complied with the provisions of Rule 36(4) of the CGST Act.
- b) The company had not complied with provisions of TDS Laws and no provisions had been made for the late payment charges and interest for delayed payments and non-compliance.
- c) Inventory, balance of debtors, creditors, Balance of Security Deposit and valuation of Intangible Assets and their amortisation there off reported in Financial Statements is as certified by the management.
- d) E Invoicing under CGST Act, 2017 is applicable on the Company, but the company has not been generating invoices through E-Invoicing Portal.

How the emphasis of matters is addressed in our Audit

Our audit procedures on key matters includes the following:

- a) Obtained the outstanding litigations list as compared to the previous year. Enquired and obtained explanations for movement in litigations during the year.
- b) Inquired with management regarding the status of significant litigations and claims including obtaining legal team views on the likely outcome of each litigations and claims and the magnitude of potential exposure.
- c) Examined the Company's legal expenses and read the minutes if Board meetings, to evaluate the completeness if list of the open litigations.
- d) Read the latest correspondence between the Company and tax/legal authorities and reviewed legal opinions obtained by management, where applicable, for significant matters and considered the same in evaluating the appropriateness of the Company's provisions or disclosure of contingent liabilities.
- e) With respect to the tax matters, we involved tax specialists to evaluate the significant cases and the technical grounds for Management's conclusions on the provisions or disclosures of contingent liabilities.
- f) For non-tax matters, we evaluated Management's decisions and rationale for provisions established or disclosure made for contingent liabilities.

Information other than the 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 Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon. The Board Report is expected to be made available to us after the date of this Audit Report.

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



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

If, based on the work we have performed, we conclude that there is a no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Standalone Financial Statements

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

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

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

Auditors' Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Account) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure A**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with 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:



- 1) The Company have certain pending litigations which may impact its financial position.
 - 2) The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
 - 3) There were no amount which required to be transferred by the company to the Investor Education and Protection Fund.
 - 4)
 - i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities (“intermediaries”) with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or behalf of the company (“ultimate beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person or entity including foreign entities (“Funding Parties”) with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other person or entity identified in any manner whatsoever by or behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries; and
 - iii) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (i) and (ii) contain any material mis-statement.
 - 5) The Company has neither declared nor paid any dividend during the year.
 - 6) As provisio to rule 3(1) of the Companies (Accounts) Rule 2014, is applicable for the companies only w.e.f April 01, 2023, there reporting under this clause is not applicable for this year.
3. With respect to the matter to be included in the Auditors’ Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.



4. This report includes a statement on the matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order, 2020, issued by the Central Government in terms of section 143(11) of the Companies Act, 2013, as Annexure B.

**For SCAN & Company
Chartered Accountants
FRN – 113954W**

**CA Varun Agarwal
Partner
M. No. 507056
Place: New Delhi
Date: 29/05/2023**

**UDIN:
23507056BGXIZZ2910**

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

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

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

We have audited the internal financial controls over financial reporting of Orient Tradelink Limited ('the Company') as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended and as on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

According to the information and explanations given to us and based on our audit, no material weakness have been identified as at 31st March, 2023 relating to Financial Controls over Financial Reporting.

- a) The management of the Company needs to improve internal financial controls system over financial reporting after taking into account risk assessment, which is one of the essential components of Internal Control, with regard to the potential for fraud when performing risk assessment.

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



Opinion

In our opinion, except for the effects/ possible effects of the material weaknesses describe above on the achievement of the objective of the control criteria, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For SCAN & Company
Chartered Accountants
FRN – 113954W

CA Varun Agarwal
Partner
M No. 507056

Place: New Delhi
Date: 01/09/2023

UDIN: 23507056BGXIZZ2910

Annexure 'B' referred to in paragraph under the heading “Report on other legal and regulatory requirement” of our report of even date

We based on the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(B) The Company has maintained proper records showing full particulars Intangible assets.
- (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, there are no title deeds in respect of free hold immovable properties of land and buildings held in the name of the Company as at the balance sheet date.
- (d) According to the information and explanations given to us and the records examined by us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.
- (e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.
- (ii) (a) As explained to us, proper record of inventory is being maintained by the company. We have relied on the information as certified by the management.
- (b) According to the information and explanations given to us and the records examined by us, during the year, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii)(b) of the Order are not applicable.



- (iii) (a) (A) According to the information and explanation given to us and on the basis of our examination of records, the company has no subsidiary, joint ventures and associates as on the reporting date, therefore, provision of clause 3(iii)(a)(A) is not applicable.
- (B) The company has provided no bank guarantee.
- (b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in nature of loans and guarantees provided are not prejudicial to the company's interest.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no overdue amount for more than 90 days in respect of loans given.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.
- (f) According to the information and explanations given to us and based on the audit procedures performed by us, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except as follows:
Nil
- (iv) In our opinion and according to the information and explanations given to us, during the year the Company has not advanced loans to directors / to a company in which the director's are interested to which provisions of section 185 of the Companies Act, 2013 apply and therefore, provisions of clause 3(iv) of the order is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits or amounts which are deemed to be deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order is not applicable. However, It does not include Unsecured Loans & Advance received from directors, director's relatives, ex-directors and their associates entities which exist in Company for more than 365 days and as per Companies Act, 2013 and Companies

(Acceptance of Deposits) Rules, 2014 any money received as advance in the course of ordinary business shall be treated as Deposit if goods or services are not provided within 365 days of receipts. As explained to us, most of the borrowings pertains to earlier years.

- (vi) On the basis of available information and explanation provided to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014 dated December 31, 2014 (as amended from time to time) to the current operations carried out by the Company. Accordingly, the provisions of clause 3(vi) Order are not applicable.
- (vii) In respect to statutory dues:
- a) According to the information and explanations given to us, in respect of statutory dues, the Company has not paid certain statutory dues as on date of audit report, details provided below:

S. No.	Particulars	Amount (Rs. In Lakhs)
1	TCS	00.07
2	TDS	72.80

- b) According to the information and explanations given to us, there are no dues in respect of statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute *except the following*, which have not been deposited on account of dispute: Nil
- (viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix)
- a) In our opinion and according to the information and explanations given to us, the Company have no loans or borrowings from financial institution, banks, government or debenture holders during the year.
- b) According to the information and explanations given to us and on the basis of representation received from the management, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.



- c) According to the information and explanations given to us and on the basis of representation received from the management, the company has not availed any term loan facility availed from any banks or financial institutions.
 - d) The company has not raised any short term funds from bank or financial institutions, therefore, the provisions of clause 3(ix)(d) are not applicable.
 - e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has no subsidiaries, associates or joint ventures. Accordingly, the provisions of clause 3(ix)(e) of the Order are not applicable.
 - f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the provisions of clause 3(ix)(f) of the Order are not applicable.
- (x) According to the records produced before us, the company is a limited company entitled to offer securities to general public by way of public issue. The company has during the year issued shares amounting to 800000, out of which 200000 shares were issued by way of conversion of loan, and remaining 600000 shares were issued by way of conversion of share warrant to equity. The shares were issued at a premium of Re. 1 per share.
- (xi)
- a) No frauds by the Company or no fraud on the company has been noticed or reported during the year.
 - b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by any auditor including us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act 2013. Accordingly, provisions of clause 3(xii)(a) to (c) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.



- (xiv) The Company is required to have an internal audit system u/s 138 of the Companies Act, 2013, the same has been conducted by M/s AM Sharma & Associates. The internal audit report dated 30/08/2023, was provided by the management.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the Order are not applicable.
- (xvi)
- a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) No Core Investment Company is part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) According to the information and explanations given to us, the Company has not incurred cash losses during the current financial year.
- (xviii) During the year previous auditor Satish Kumar Gaddh has resigned form the office of the auditor and the company appoint new auditor M/s SCAN & Company after due approvals from the board and shareholders in the annual general meeting held on 30/09/2022.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we report that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.



We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) The Company is not required to spent any expenditure by way of corporate social responsibilities u/s 135 of the Companies Act, 2013. Accordingly, the provisions of the clause 3 (xx) (a) & (b) of the order is not applicable to the Company.

For **SCAN & Company**
Chartered Accountants,
FRN: 113954W

CA Varun Agarwal
Partner
M. No: 507056

UDIN:
23507056BGXIZZ2910

Place: Delhi
Date: 01/09/2023

ORIENT TRADELINK LIMITED
BALANCE SHEET AS AT MARCH 31, 2023

(Rs in Lakhs)

S. No.	PARTICULARS	Note No.	As at 31.03.2023	As at 31.03.2022
I.	EQUITY AND LIABILITIES			
	(1) Shareholders' Funds			
	(a) Share Capital	3	1,176.50	1,096.50
	(b) Reserves and Surplus	4	6.97	(87.79)
	(c) Share Application Money		55.00	-
	(2) Non - current liabilities			
	(a) Long term borrowings	5	320.26	323.27
	(b) Other Long Term Liabilities	6	73.94	62.58
	(3) Current Liabilities			
	(b) Trade payables	7	1,705.39	2,445.46
	(c) Other current liabilities	8	56.18	61.10
	(d) Short Term Provisions	9	78.32	63.87
	TOTAL		3,472.56	3,964.99
II.	ASSETS			
	(1) Non - current assets			
	(a) Fixed Assets			
	(i) Tangible assets	10	0.15	0.15
	(ii) Intangible assets		862.86	849.06
	(ii) Intangible assets Under Development		2,049.36	2,049.36
	(b) Deferred Tax Assets (net)		-	-
	(2) Current Assets			
	(a) Inventories	11	224.02	388.79
	(b) Trade receivables	12	311.58	669.64
	(b) Cash and cash equivalents	13	15.83	0.68
	(c) Long Term Loans and Advances	14	0.60	-
	(d) Other Assets	15	8.16	7.31
	TOTAL		3,472.56	3,964.99

The significant Accounting Policies & Notes on Financial Statements 1 to 29
The notes referred to above form an integral part of financial statements.

As per our report of even date attached

For and on behalf of

SCAN & COMPANY

CHARTERED ACCOUNTANTS

FRN: 113954W

CA VARUN AGARWAL

Partner

M. No. 507056

DATED : 01/09/2023

PLACE : NEW DELHI

UDIN: 23507056BGXIZZ2910

For and on behalf of the Board of Directors

ORIENT TRADELINK LIMITED

Sd/-

AUSHIM KHETARPAL

Director

DIN-00060319

Sd/-

CS Akash Toshniwal

M.No. 62368

Sd/-

MAHESH KUMAR VERMA

Director

DIN-07892196

ORIENT TRADELINK LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(Rs in Lakhs)

S. NO	Particulars	Note	As at 31.03.2023	As at 31.03.2022
	Revenue			
I	Revenue from Operation	16	1,129.25	1,133.89
II	Other Income	17	65.78	119.64
III	Total revenue (I + II)		1,195.03	1,253.53
	Expenses			
IV	Purchases	18	685.60	1,047.98
	Change in Stock	19	164.77	(80.34)
	Employee benefit expense	20	57.03	34.26
	Finance costs	21	-	-
	Depreciation and amortization expense	10	88.71	94.38
	Other expenses	22	86.35	43.28
V	Total expenses		1,082.46	1,139.56
VI	Profit before tax (III-VI)		112.57	113.97
VII	Tax expense:			
	(1) Current tax		14.45	38.56
	(2) Deferred tax		11.36	16.78
	(3) Earlier Year Taxes		-	-
			86.76	58.63
VIII	Profit/(Loss) for the period (XI + VIV)		86.76	58.63
IX	Earning per equity share:			
	(1) Basic	22	0.79	0.53

The significant Accounting Policies & Notes on Financial Statements 1 to 29
The notes referred to above form an integral part of financial statements.

As per our report of even date attached
For and on behalf of
SCAN & COMPANY
CHARTERED ACCOUNTANTS
M. No. 507056

For and on behalf of the Board of Directors
ORIENT TRADELINK LIMITED

CA VARUN AGARWAL
Partner

FRN: 113954W

DATED: 01/09/2023
PLACE : NEW DELHI

UDIN: 23507056BGXIZZ2910

Sd/-
AUSHIM KHETARPAL
Director
DIN-00060319

Sd/-
CS Akash Toshniwal
M.No. 62368

Sd/-
MAHESH KUMAR VERMA
Director
DIN-07892196

Orient Tradelink Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

Particulars	As at 31 March 2023	
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items:		112.57
Adjustments for non cash/ non trade items:		
Interest Income		
Depriciation & Amortization Expenses	88.71	
Finance Cost	-	88.71
Operating Profit before Working Capital Changes		201.28
Increase/(Decrease) in Trade Payables	(740.07)	
Increase/(Decrease) in Other Current Liabilities	(4.92)	
Decrease (Increase) in Trade Receivables	358.05	
Decrease/(Increase) in Inventories	164.77	
Decrease/(Increase) in Short Term Loan & Advances	(0.60)	
Decrease/(Increase) in Other Current Assets	(0.85)	(223.62)
Cash generated from Operations		(22.34)
Income Tax Paid		-
Net cash flow from operating activities before extra-ordinary items	(223.62)	(22.34)
Extraordinary Items		-
Net cash flow from Operating Activities (A)	(223.62)	(22.34)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Intangible Assets	(102.50)	
Sale of Tangible Assets	-	
Decrease/(Increase) in Other Non Current Assets	-	
Net cash flow from investing activities before extra-ordinary items	(102.50)	
Extraordinary Items	-	
Net cash flow from Investing Activities (B)		(102.50)
C CASH FLOW FROM FINANCING ACTIVITIES		
Equity Share Capital	88.00	
Share Application Money	55.00	
Increase/ (Repayment) Short term Borrowings	-	
Repayment/ (Increase) of Short term Loans & Advances	-	
(Repayment)/ Increase of Long term Borrowings	(3.01)	
Net cash flow from financing activities before extra-ordinary items	139.99	
Extraordinary Items	-	
Net cash used from Financing Activities (C)		139.99
D Net increase/decrease in Cash & Cash Equivalents (A) + (B) + (C)		15.15
E Cash & Cash Equivalent at the beginning of the year		0.68
F Cash & Cash Equivalent at the end of the year		15.83
G Net increase/decrease in Cash & Cash Equivalents (F-E)		15.15

Cash & Cash Equivalents		As at 31 March 2023	As at 31 March 2022
Cash at Bank		15.83	0.68
Cash in Hand		-	-
Cash & Cash equivalents as stated		15.83	0.68

For SCAN & COMPANY
CHARTERED ACCOUNTANTS
FRN: 113954W

For and on behalf of the Board of Directors
ORIENT TRADELINK LIMITED

CA VARUN AGARWAL
Partner
M. No. 507056

Sd/-
AUSHIM KHETARPAL
Director
DIN-00060319

Sd/-
MAHESH KUMAR VERMA
Director
DIN-07892196

DATED : 01/09/2023
PLACE : NEW DELHI
UDIN: 23507056BGXIZZ2910

CS Akash Toshniwal
M.No. 62368

ORIENT TRADELINK LIMITED
NOTES TO FINANCIAL STATEMENTS

(Rs in Lakhs)

NOTE NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
3	Share Capital:		
	Authorized:		
	1,20,00,000 (P.Y. 1,20,00,000) Equity Shares of Rs. 10/- each	1,200.00	1,200.00
		1,200.00	1,200.00
	Issued and subscribed:		
	1,17,65,000 (P.Y. 1,09,65,000) Equity Shares of Rs. 10/- each	1,176.50	1,096.50
		1,176.50	1,096.50
	Paid up Capital:		
	1,17,65,000 (P.Y. 1,09,65,000) Equity Shares of Rs. 10/- each	1,176.50	1,096.50
		1,176.50	1,096.50

*Figures in bracket represent those of previous year.

a Reconciliation of the shares outstanding at the beginning and at the end of the year

	PARTICULARS	As at 31.03.2023	As at 31.03.2022
		Nos. of Shares	Nos. of Shares
	Shares outstanding at the beginning of the year	1,09,65,000	1,09,65,000
	Add: Shares Issued during the year	8,00,000	-
	Less: Shares bought back during the year	-	-
	Shares outstanding at the end of the year	1,17,65,000	1,09,65,000

b Term/right attached to equity shares

1. The Company has only one class of Shares referred to as equity share having a par value of Rs. 10 each. Each holder of equity shares is entitled to vote.
2. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts.
3. The distribution will be in proportion to the number of equity shares held by the shareholders.

c Details of Share Holders Holding More Than 5% Shares in the Company

S.No.	Name of Shareholders	Percentage	Current Year	Percentage	Previous Year
		of Holding	No.Of Shares	of Holding	No.Of Shares
1	Aushim Khetarpal	13.34	14.90	41.30	71.26
2	Davinder Singh Bedi	7.84	8.75	24.22	41.80
3	Tejpal Singh	5.71	6.37	18.47	31.87

ORIENT TRADELINK LIMITED
NOTES TO FINANCIAL STATEMENTS

(Rs in Lakhs)

NOTE NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
4	Reserves & Surplus		
	Surplus as per Statement of Profit & Loss		
	Balance at the beginning of the year	(87.79)	(146.42)
	Add: Profit For the Year	86.76	58.63
	Add: Securities Premium	8.00	
	Balance at the end of the year	6.97	(87.79)

Note No.	Particulars	As at March 31, 2023		As at March 31, 2022	
		Non current	Current maturities	Non current	Current maturities
5	Long Term Borrowing:				
	Unsecured				
	(a) Inter-corporate loans	-	-	-	-
	(b) Loan from Ex- Directors and Relatives	320.26	-	323.27	-
		320.26	-	323.27	-
	Amount disclosed under the head "other current liabilities" (refer note no 8)		-		-
	TOTAL	320.26	-	323.27	-

NOTE NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
6	Other Long Term Liabilities		
	Unsecured		
	Deffered Tax Liability	73.94	62.58
	TOTAL	73.94	62.58
7	Trade Payables		
	Due to micro, small & medium enterprises *		
	Others	1,705.39	2,445.46
		1,705.39	2,445.46

NOTE NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
8	Other Current Liabilities:		
	(a) Current Maturities of long term loan (refer to note 5)	-	-
	(b) Interest accrued and due	-	-
	(c) Advance from customers		
	Customers not eligible for profit recognition	-	-
	Others*	-	-
	(d) Other Liabilities		
	GST	(47.64)	(35.37)
	TCS	0.07	0.07
	TDS	72.80	65.39
	Salary Payable	30.48	31.01
	Others Payables	0.47	
	TOTAL	56.18	61.10

NOTE NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
9	Short Term Provisions:		
	Income Tax Provision	78.32	63.87
	Employees Related Statutory Dues Payable	-	-
	TOTAL	78.32	63.87

Note No. 10

Particulars	Original Cost (Rs. In Lakhs)	Dep. Charged upto 31/03/2022	WDV As on 31/03/2022	Addition During the Year	Disposal / Adjournment	Salvage Value	Depriciable Amount Over Whole Life	Rate of Depriciation	Depriciation for the Year	WDV as on 31/03/2023
Tangible Assets										
Computer	5.74	5.67	0.07				5.74	0%		0.07
Furnitures & Fixtures	1.41	1.34	0.07				1.41	0%		0.07
Ceiling Fan	0.03	0.02	0.01				0.03	0%		0.01
Mobiles	0.17	0.17	0				0.17	0%		0
Total	7.35	7.2	0.15	0	0	0	7.35		0	0.15
Capital Work in Progress	660.03	0	660.03	0	0	33	627.03	0%	0	660.03
Total	660.03	0	660.03	0	0	33	627.03		0	660.03
Intangible Asstes	1251.94	402.89	849.06	113.45	0	68	1297.39	10%	88.71113	873.79
Total	1251.94	402.885	849.055	113.45	0	68	1297.39		88.71113	873.79387
Intangible Asset Under Development	1389.33	0.00	1389.33	0	0	69	1320.33	0%	0	1389.33
Total	1389.33	0	1389.33	0	0	69	1320.33		0	1389.33

ORIENT TRADELINK LIMITED
NOTES TO FINANCIAL STATEMENTS

(Rs in Lakhs)

Note	Particulars	As at 31.03.2023	As at 31.03.2022
11	Stock In Hand Closing Stock	224.02	388.79
	Total	224.02	388.79
12	Trade Receivable (Unsecured, considered good unless otherwise stated) Outstanding for a period within six months from the date they are due for payment	1.03	2.25
	<u>- Considered good</u> Outstanding for a period exceeding six months from the date they are due for payment	-	-
	Others	310.55	667.39
		311.58	669.64
13	Cash and Cash Equivalents:		
	i) Balances with Banks	0.69	0.19
	ii) Cash in hand	15.14	0.49
	TOTAL	15.83	0.68
14	Long term loans and advances: (Unsecured, considered good unless otherwise Stated)		
	i) Security Deposits	0.60	-
	* Long term bank deposits are under lien with various authorities		
	TOTAL	0.60	-
15	Other Assets (Unsecured, considered good unless otherwise Stated)		
	(a) Balance with Statutory Authority	7.16	7.16
	(b) Amount recoverable in cash or in kind (Fixed Deposits)	1.00	0.15
	(c') Advances against goods, services & others	-	-
	(d) Prepaid Expenses	-	-
	TOTAL	8.16	7.31

Note	Particulars	As at 31.03.2023	As at 31.03.2022
16	Revenue from Operations		
	Sales	1,129.25	1,133.89
		1,129.25	1,133.89
17	Other Incomes:		
	i) Interest Income	0.02	-
	ii) Discount Received	0.17	0.09
	iii) Misc Income	3.61	26.88
	iv) Balances Written Off	61.98	92.67
	TOTAL	65.78	119.64
18	Purchases		
	Purchases	685.60	1,047.98
	TOTAL	685.60	1,047.98
19	Changes In Stock		
	Opening Inventory	388.79	308.45
	Closing Inventory	224.02	388.79
	Changes	164.77	(80.34)
20	Employees Benefit Expenses		
	Salary	57.03	34.26
	Staff Welfares	-	-
	Gratuity	-	-
	EPF Employer's Contribution	-	-
	ESIC Employer's Contribution	-	-
	TOTAL	57.03	34.26
21	Finance Cost		
	Financial Charges	-	-
	TOTAL	-	-
22	Other Administrative Expenses		
	FMCG Division Expenses	17.30	0.97
	Advertisement Exp	0.46	0.21
	ANNUAL LISTING FEE	3.00	
	Bank Charges	0.24	0.35
	Camera Rental Charges	(3.60)	
	Challan Fees	-	
	Champion Software	(0.20)	
	Cloud Expenses	0.94	
	CONSULTANCY CHARGES	0.15	
	Conveyance Expenses	0.88	
	Conveyance Exps.	0.05	0.44
	Courier Charges	0.15	0.40
	CRAVITY CAFE	0.06	
	Depository Charges	0.54	0.45
	Director Fees	1.20	

Documentation	0.02	
Electricity Expenses	0.24	0.53
Entertainment EXPENSES	0.01	
Evergreen Services	-	
Fees & Taxes	1.01	4.59
Filing Fees	3.00	
Fuel Exp	0.04	
GST Late Fee	0.14	
Hotel Exp	1.56	0.36
House Keeping	0.13	0.19
Incorporation of Lock	0.01	
INTEREST EXP	12.28	
Internet Charge	0.08	0.09
Iron Frame with Flex Print	0.50	
Legal Expenses	0.24	3.34
Legal Fees	3.69	
MCA CHARGE	1.56	
MEDICAL EXPENSES	0.01	2.37
Misc Exp	0.76	4.14
Office Expenses	5.14	2.81
Office Maintenance	0.33	
PACKING EXPENSES	0.01	
Penalty From Companies-SOP	3.25	
PETROL EXP.	0.01	0.19
Pocket Expense	0.17	
Postage & Courier Charges	0.05	
PRINTING AND STATIONERY	0.41	0.44
Printing Expenses	0.41	
Professional Fees	14.34	10.98
Recruitment Expenses - FMCG	0.05	
Refreshment Expenses	1.74	0.46
Rent	5.40	5.53
Repair and Maintenance	0.09	
Repair and Service Charges	0.01	
Reimbursement Expenses	-	1.73
Short and Excess	-	
Sms Charges	-	
Sponsorship Expense	1.44	0.25
Publicity	-	0.35
Staff Welfare	0.03	
Tally Software - AMC	0.11	
Telecasting Exp	0.05	0.01
TELEPHONE EXP	0.31	0.39
Tour & Travells	4.21	
TRAVELLING CHARGES	0.06	
Travelling Expenses	1.01	1.71
VIDEO EDITING	1.12	
Website Expense	0.15	
TOTAL	86.35	43.28

ORIENT TRADELINK LIMITED
WORKING FOR EARNING PER SHARE

PARTICULARS	(Rs in Lakhs)	
	For the year ended on 31.03.2022	For the year ended on 31.03.2021
Earnings per share:		
Profit for the year after tax expense	87	59
Less:		
Preference dividend payable including dividend tax	-	-
	87	59
Weighted average number of equity shares	1,10,30,753	1,09,65,000
Earning /(Loss) per share	0.79	0.53

Notes to the Financial Statements for the year ended 31st March, 2023.

1. Company Overview

Orient Tradelink Limited ('the Company') was incorporated in India on 20 August, 1994.

2. Significant Accounting Policies

2.1 Basis of Preparation of Financial Statements

The Financial Statements have been prepared by following the going concern concept on historical cost convention and in accordance with the accounting specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

All assets and liabilities have been classified as current and non-current, wherever applicable as per company normal operating cycle based on the nature of product and the time between the acquisition of assets for processing and their realization in cash and cash equivalent and as per the guidance as set out in the Schedule III of the Companies Act, 2013

The Company follows mercantile system of accounting and recognizes items of income and expenditure on accrual basis.

2.2 Use of Estimation

The preparation of financial statements required management to make estimations & assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

2.3 Fixed Assets

Fixed assets including intangible assets are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

2.4 Depreciation & Amortization

Depreciation has been provided on written down value basis, at the rate determined with reference to the useful lives specified in Schedule II of the Companies Act, 2013. The impact of the change in useful life of fixed assets has been considered in accordance with the provision of Schedule III.

Depreciation on assets, whose actual cost does not exceed five thousand rupees is provided at the rate of hundred percent on pro-rate basis.

2.5 Borrowing costs

Borrowing costs that are attributable to the acquisition and/or construction of qualifying assets are capitalized as part of the cost of such assets, in accordance with notified Accounting Standard 16 "Borrowing Costs". A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which incurred.

2.6 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, it estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

2.7 Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments are carried at lower of cost or fair value determined on an individual investment basis. Long term investments are carried at cost.

2.8 Inventories

- Stock in Trade is valued at cost, which is determined on the basis of the 'First in First out' method.

2.9 Revenue Recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

i. Sale of Goods

Revenue is recognized and earned when they are realized or realizable irrespective of when the cash is received.

2.10 Retirement benefits

Expenses and liability in respect of employee benefits are recorded in accordance with Revised Accounting Standard 15- Employee Benefits (Revised 2005)

Provident fund

The Company does makes contribution to statutory provident funds with Employees Provident Fund and Miscellaneous Provision Act, 1952 which is a defined contribution plan and contributions paid or payable are recognized as an expense in the year in which services are rendered by the employee.

Other short term benefits

Expense in respect of other short term benefits is recognized on the basis of the amount payable for the period during which services are rendered by the employee.

2.11 Taxation

Tax liability is estimated considering the provisions of the Income Tax Act, 1961. Deferred tax is recognized on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. On prudent basis, deferred tax is recognized on account of depreciation and carried forward to the extent only when there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

2.12 Leases

Lease arrangements where the risk and rewards incident to ownership of an asset substantially vest with the lessor are recognized as operating lease. Lease rent under operating leases are charged to profit and Loss on a straight line basis over the lease term.

2.13 Cash and Cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with bank and short term highly investments that are readily convertible into cash and are subjects to an insignificant risk of change in value.

2.14 Provisions, Contingent Liabilities and Contingent Assets

Depending upon the facts of each case and after due evaluation of legal aspect, claims against the company are accounted for as either provisions or disclosed as contingent liabilities. In respect of statutory dues disputed and contested by the company, contingent liabilities are provided for and disclosed as per original demand. The Company makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probably not require outflow of resources or where the same cannot be reliably estimated, is disclosed as contingent liability in the financial statements.

2.17 Earnings Per Share

(In item of AS 20)

Basic Earnings per Share is computed and disclosed using the weighted average number of shares outstanding during the year. There being no potential equity shares Diluted Earnings per Share has not been computed.

- 23 Balances of trade receivables, trade payables, current/non-current advances given/ received are subject to reconciliation and confirmation from respective parties.

The balance of said trade receivables, trade payables, current / non-current advances given/ received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.

- 24 Inventories, loans & advances, trade receivables and other current / non-current assets are in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet. The classification of assets and liabilities between current and non-current have been made based on management perception as to its recoverability / settlement and other criteria as set out in the revised schedule III to the Companies Act, 2013.

25 Auditors' Remuneration

Particulars	Year ended March 31, 2023	Year ended March 31, 202
Audit Fees	1,55,000.00	1,50,000.00
Total	1,50,000.00	1,50,000.00

26 Segment Reporting

The company is primarily engaged in the business of real estate development, which after evaluation of Accounting Standards - 17 on "Segment Reporting", issued by the Institute of Chartered Accountants of India, is considered to be the only reportable business segment. In addition, the company is operating in India which is considered as a single geographical segment.

- 27 Based on the information available with the company, there are no dues outstanding in respect of Micro, Small and Medium enterprises at the balance sheet date. No amounts were payable to such enterprises which were outstanding for more than 45 days. Further, no interest during the year has been paid payable in respect thereof. The above disclosure has been determined to the extent such parties have been indentified on the basis of information available with the Company. This has relied upon by the auditors.
- 28 Company has prepared financial statements for the financial year as per the provisions of Schedule III of The Companies Act, 2013.
- 29 The company has regrouped / reclassified previous year figures where necessary to conform to with current year's classification.

The note no. 1-29 referred to above form an integral part of financial statements
As per our audit report of even date attached

For and on behalf of
For SCAN & Company
Chartered Accountants
FRN – 113954W

On behalf of the Board of Directors
For Orient Tradelink Limited

CA Varun Agarwal
(Partner)
M NO. 507056

Sd/-
Director
Aushim Khetarpal
DIN: 00060319

Sd/-
Director
Mahesh Kumar Verma
DIN: 07892196

Place: New Delhi
Date: 01/09/2023