



November 04, 2021

To

The Manager  
**Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001**

**Subject: Annual Report under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)**

**Security Code: 500267**

Dear Sir/Ma’am,

Pursuant to Regulation 34(1) of the SEBI LODR Regulations, please find enclosed the Annual Report of the Company along with the Notice of the 48<sup>th</sup> Annual General Meeting (AGM) for the Financial Year 2020-21.

The 48<sup>th</sup> AGM of the Company will be held through Video Conferencing / Other Audio-Visual Means (“VC/OAVM”) on Monday, November 29, 2021.

We wish to intimate you that in compliance with the provisions of the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India, the Notice of the AGM and Annual Report for the Financial Year 2020- 21 is being sent by email to those Members whose email addresses are registered with the Company/Depository Participant(s).

**MAJESTIC AUTO LIMITED**

**CIN L35911DL1973PLC353132**

Corporate Office: A-110,Ground Floor,Sector 4, Noida 201301(U.P.)

Registered Office-10, Southern Avenue, First Floor, Maharani Bagh, New Delhi-110065

Tel.:0120-4348907,Email:info@majesticauto.in,www.majesticauto.in



The Notice of the AGM and the Annual Report for the Financial Year 2020-21 are also uploaded on the website of the Company at [www.majesticauto.in](http://www.majesticauto.in).

Kindly take the above information on your records.

Thanking You.

Yours Faithfully,

**For Majestic Auto Limited**

A handwritten signature in blue ink, appearing to read 'Mahesh Munjal', with a horizontal line underneath it.

**Mahesh Munjal**  
**Compliance Officer**

**MAJESTIC AUTO LIMITED**

**CIN L35911DL1973PLC353132**

Corporate Office: A-110, Ground Floor, Sector 4, Noida 201301 (U.P.)

Registered Office-10, Southern Avenue, First Floor, Maharani Bagh, New Delhi-110065

Tel.: 0120-4348907, Email: info@majesticauto.in, www.majesticauto.in



# MAJESTIC AUTO LIMITED



**48<sup>th</sup>**

**ANNUAL**

**REPORT 2021**

# MAJESTIC AUTO LIMITED

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## INVESTOR INFORMATION

**Market Capitalisation**

INR 111.77 CR. (As on March 31, 2021)

**BSE Code**

500267

**BSE Symbol**

MAJESAUT

**AGM DATE: NOVEMBER 29, 2021**  
**(AGM TO BE HELD VIA VIDEO CONFERENCING)**





# CHAIRMAN & MANAGING DIRECTOR'S MESSAGE

Dear Shareholders,

I hope that you, your families, and friends are safe and doing well. It has been an unpredictable year with the Pandemic going through many phases. The global spread of COVID-19 and India's lockdown has created an economic environment filled with uncertainty and risk. While it has been tough, it is time to carefully reclaim normalcy with over 1 billion vaccinations already done and the goal of vaccinating the entire nation's adult population by year end.

In these challenging times, our priority has been to ensure that our workforce is safe. For our employees, we have maintained salary levels and avoided any layoffs. When India underwent another wave of the pandemic, safety and well-being of our associates and our business partners has been our foremost priority. This was followed by ensuring continuity of business and serving our customers. Thank you for standing by us during these tough times.

Our customers have stood by their contracts and the rental business has been quite stable. Although in the last year as footfall in the offices have been lower, we have faced challenges in profitability in the facility management business. Due to substantially lower interest rates, we have benefited from lower finance costs. Another major factor has been substantial reduction in our debt over the last three years. This healthy balance sheet has enabled us to get through these tough times.

While we emerge out of this crisis, the world is starting to show signs of recovery too. Employees are beginning to return to offices as companies are ending work from home.

Keeping in mind the need of the hour your company is planning to focus on providing office environment that is safe- fostering health and wellness – and a place where individual feel safe, comfortable and productive. The company will ensure the best safety standards are being followed.

I would like to thank all shareholders, employees, customers, bankers and business associates for their valuable support and look forward to continued encouragement in our mission of Building India.

On behalf of fellow Directors and Majestic family, I sincerely appreciate the faith and trust that you have bestowed on us during the last year and over the lockdown period.

**Stay safe & healthy**

**Best wishes,**

**Mahesh Munjal**

**Chairman & Managing Director**

# BOARD OF DIRECTORS



**Mr. Mahesh Munjal,**  
Chairman & Managing Director



**AASHIMA MUNJAL**  
(Joint Managing Director)



**AAYUSH MUNJAL**  
(Joint Managing Director)



**ANIL KUMAR SHARMA**  
(Independent Director)



**PRADIP KUMAR MITTAL**  
(Independent Director)



**RAJESH KUMAR YADUVANSHI**  
(Independent Director)

## EXECUTIVE DIRECTORS

### MAHESH MUNJAL (CMD)

Sh. Mahesh Munjal was appointed as a Director of the Company w.e.f. 29.06.1993 and was appointed as an Executive Director of the Company w.e.f. 29.10.1993 and re-designated as the Managing Director of the Company w.e.f. 29.7.1999. He carries with him enriched experience of 42+ years of running Industries. Before joining as a Director of the Company, Sh. Mahesh Munjal was Executive Director of Munjal Auto Industries Limited formerly known as Gujarat Cycles Limited. He is a Graduate Engineer and an MBA. He is a member of various trade and management bodies. He is working as Executive Director / Managing Director of the Company since 1993.

### AASHIMA MUNJAL (Whole Time Director and Joint Managing Director)

Ms. Aashima Munjal joined the Company on August 14, 2010 as Director of the Company. She is also Managing Director of Majestic IT Services Limited, a wholly owned subsidiary of the Company. Ms. Aashima Munjal has a Master of Science in Engineering Degree and Bachelors in Computer Science from John Hopkins University, USA. Previously she has worked with the centre for networking and Distributed Systems at John Hopkins University, Unisys Corporation and the Veteran Health Administration in the United States of America. She is also on the board of John Hopkins India Foundation since 2019.

### AAYUSH MUNJAL (Whole Time Director and Joint Managing Director)

Mr. Aayush Munjal joined the Company in 2011 and was appointed as Executive Director in 2015. He is also Joint Managing Director of Emirates Technologies Private Limited, a subsidiary of the Company. He has a Bachelor's of Science in Computer Science from Washington University in St. Louis, USA. He started his career working at Microsoft Corporation in Redmond, Washington, USA. He is deeply involved with the Real Estate, Office Space Leasing and Facility business.

## NON EXECUTIVE DIRECTORS

### ANIL KUMAR SHARMA\*1 (Independent)

Mr. Anil Kumar Sharma is a B. Tech & Masters in Business administration from Punjab Agriculture University, Ludhiana in 1976 & 1979 respectively. Thereafter, he served Vardhman group for 6 years in various positions, he joined Winsome Textile Industries in 1985 and since then he is working with the same group and currently working as Executive Director and CEO of the company. He is also the Director of Kailashpati Vinimay (P) Ltd, Trustee of Winsome Foundation, Trustee of Winsome textile Social Trust and Trustee of Winsome Textile Gratuity Trust.

### PRADIP KUMAR MITTAL\*2 (Independent)

Mr. Pradip Kumar Mittal is an FCA & has done Diploma in Information Systems from ICAI. He carries with him enriched experience of 40+ years. He is having 13 years' experience as VICE PRESIDENT (FINANCE) of Godfrey Phillips India Ltd. having working experience of Accounts, Taxation, FEMA, Business Plan and Budgeting and Company law compliance. He is having 20 years' experience with MHCP LTD. Further, 3 years of experience in an advertising and marketing company named HMA COMPANY P LTD. responsible for Accounts, taxation, legal, secretarial work and 2 years' experience with DD GEARS P LTD., an Automobile spares manufacturing company.

### RAJESH KUMAR YADUVANSHI\*3 (Independent)

Dr. Rajesh Kumar Yaduvanshi has done Masters of Science from Hansraj College of Delhi University followed by Doctorate of Philosophy from IARI, New Delhi, He is also Certified Associate of Indian Institute of Bankers, Mumbai. He is a Career banker with over 35 years of experience in branches/administrative offices besides heading Jalandhar Circle & Delhi Zone of PNB and going on to serve as the Executive Director of Dena Bank & Punjab National Bank while handling important portfolios such as Credit, HR, Finance, Marketing, NPAs, etc.

**Note:** \*1 Mr. Anil Kumar Sharma was appointed as Additional Independent Director of the Company w.e.f. August 12, 2019 which got approved by the members in the general meeting held on 28.09.2019. \*2. Mr. Pradip Kumar Mittal was appointed as Additional Independent Director of the Company w.e.f. October 12, 2021 till the conclusion of the ensuing Annual General Meeting. \*3. Dr. Rajesh Kumar Yaduvanshi was appointed as Additional Independent Director of the Company w.e.f. October 12, 2021 till the conclusion of the ensuing Annual General Meeting.



# CORPORATE INFORMATION

## Board of Directors

|                             |                                  |
|-----------------------------|----------------------------------|
| Mr. Mahesh Munjal           | – Chairman and Managing Director |
| Ms. Aashima Munjal          | – Joint Managing Director        |
| Mr. Aayush Munjal           | – Joint Managing Director        |
| Mr. Anil Kumar Sharma       | – Independent Director           |
| Dr. Rajesh Kumar Yaduvanshi | – Independent Director           |
| Mr. Pradip Kumar Mittal     | – Independent Director           |

## Chief Financial Officer

Mr. Rajpal Singh Negi

## Statutory Auditors

M/s SAR & Associates  
Chartered Accountants

## Internal Auditors

M/s S.Tandon & Associates  
Chartered Accountants

## Secretarial Auditors

M/s PKB & Associates  
Company Secretaries

## Registered Office

10, Southern Avenue,  
First Floor, Maharani Bagh,  
New Delhi - 110 065

## Audit Committee

|                             |            |
|-----------------------------|------------|
| Mr. Pradip Kumar Mittal     | – Chairman |
| Dr. Rajesh Kumar Yaduvanshi | – Member   |
| Mr. Anil Kumar Sharma       | – Member   |
| Mr. Mahesh Munjal           | – Member   |

## Nomination & Remuneration Committee

|                             |            |
|-----------------------------|------------|
| Mr. Anil Kumar Sharma       | – Chairman |
| Dr. Rajesh Kumar Yaduvanshi | – Member   |
| Mr. Pradip Kumar Mittal     | – Member   |
| Mr. Mahesh Munjal           | – Member   |

## Stakeholders Relationship Committee

|                       |            |
|-----------------------|------------|
| Mr. Anil Kumar Sharma | – Chairman |
| Mr. Mahesh Munjal     | – Member   |
| Mr. Aayush Munjal     | – Member   |

## Corporate Social Responsibility Committee

|                       |            |
|-----------------------|------------|
| Mr. Mahesh Munjal     | – Chairman |
| Mr. Aayush Munjal     | – Member   |
| Mr. Anil Kumar Sharma | – Member   |

## Vigil Mechanism Committee

|                         |            |
|-------------------------|------------|
| Mr. Anil Kumar Sharma   | – Chairman |
| Mr. Pradip Kumar Mittal | – Member   |
| Mr. Mahesh Munjal       | – Member   |

## Registrar & Transfer Agent

M/s Alankit Assignments Limited  
Alankit Heights  
3E/7, Jhandewalan Extension  
New Delhi-110055

## NOTICE OF 48<sup>th</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **48<sup>th</sup> Annual General Meeting (AGM)** of the members of **MAJESTIC AUTO LIMITED** will be held on **Monday, the 29<sup>th</sup> day of November, 2021 at 11:00 a.m. (IST)**, through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Report of Board of Directors and the Auditors thereon.
2. To re-appoint Mr. Mahesh Munjal (DIN - 00002990), who retires by rotation as a Director in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To declare a Final Dividend of Rs. 7.50/- per equity share for the Financial Year ended March 31, 2021.

### SPECIAL BUSINESSES:

4. **To approve the appointment of Mr. Pradip Kumar Mittal (DIN: 00061171) as a Non-Executive Independent Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 161 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Pradip Kumar Mittal (DIN: 00061171) who was appointed as an Additional Independent Director of the Company with effect from October 12, 2021 in the casual vacancy caused by the resignation of Mr. Sham Lal Mohan, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect and who, in terms of Section 161 of the Companies Act, 2013, holds office upto the date of this Annual General Meeting and in respect of whom the Company has received Notice from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Pradip Kumar Mittal as a candidate for the office of Independent Director, be and is hereby appointed as Non-Executive, Independent Director of the Company for a tenure till April 17, 2024 i.e. for the period of the casual vacancy caused by the resignation of Mr. Sham Lal Mohan and whose period of office will not be liable to determine by retirement by rotation.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to sign the requisite forms/ documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

5. **To approve the appointment of Dr. Rajesh Kumar Yaduvanshi (DIN: 07206654) as a Non-Executive Independent Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 161 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, if any (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Dr. Rajesh Kumar Yaduvanshi (DIN: 07206654) who was appointed as an Additional Independent Director of the Company with effect from October 12, 2021 in the casual vacancy caused by the resignation of Mr. Naveen Jain and who, meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect and who, in terms of Section 161 of the Companies Act, 2013, holds office upto the date of this Annual General Meeting and in respect of whom the Company has received Notice from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Dr. Rajesh Kumar Yaduvanshi as a candidate for the office of Independent Director, be and is hereby appointed as Non-Executive, Independent Director of the Company for a period till August 09, 2023 i.e. for the period of the casual vacancy caused by the resignation of Mr. Naveen Jain and whose period of office will not be liable to determine by retirement by rotation.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **To approve the re-appointment & remuneration of Mr. Mahesh Munjal (DIN: 00002990), Chairman & Managing Director of the Company for a period of 3 years w.e.f October 29, 2021**

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 117, 196, 197 and 203 read with Schedule V and Articles of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to approve the terms of re-appointment and remuneration of Mr. Mahesh Munjal (DIN: 00002990) as the Chairman and Managing Director (Key Managerial Personnel) of the Company, for a period of three years commencing from October 29, 2021 to October 28, 2024 as recommended and approved by the Nomination & Remuneration Committee and Board of Directors on the following terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, with liberty to the Board of Directors to alter and vary the terms and

conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Mahesh Munjal.

The information in respect of terms of remuneration & perquisites is given below:

1. **Basic Salary:** Basic Salary in the scale of Rs. 9,00,000-65,000-10,30,000 per month (FYI: previous remuneration Rs. 7,00,000-50,000-8,00,000 per month).
2. **Bonus:** As per Company Rules.
3. **Commission:** Commission shall be decided by the Board of Directors based on net profit of the Company each year and the same shall not exceed 1% of net profits of the Company subject to the condition that the aggregate remuneration to the Managing Director, shall not exceed the limits laid down under Section 196, 197, 203 and Schedule V of the Companies Act, 2013.
4. **Perquisites and allowances:** In addition to the above Basic Salary, Bonus and Commission, he shall be entitled to the following perquisites and allowances:-
  - a) **Residential Accommodation:** The appointee shall be provided rent free furnished residential accommodation with free use of all the facilities and amenities provided by the Company or house rent allowance equal to 60% of the basic salary. The said facility shall, however, be subject to the policy framed by the company in this respect. The expenditure incurred by the company on the gas, electricity, water and furnishing shall be valued as per the Income Tax Rules, 1962.
  - b) **Medical Reimbursement:** Medical Allowance equal to 8% of basic salary or Reimbursement of actual Medical Expenses incurred by the appointee and his family whichever is higher;
  - c) **Club Fees:** Actual fees of clubs subject to maximum of two clubs will be reimbursed;
  - d) **Personal Accident Insurance:** Actual premium to be paid by the Company;
  - e) **Insurance of House-hold goods:** Actual premium to be paid by the Company;
  - f) **Car:** Facility of Car with driver to be used for the business of the Company;
  - g) **Telephone :** Free telephone facility including Mobile Phone and Landline at residence to be used for the business of the Company; Reimbursement of entertainment, travelling, hotel and other expenses actually and properly incurred for the business of the Company;
  - h) **Life Insurance:** Actual premium on the lives of the appointee, his wife and children to be paid by the Company;
  - i) **Contribution to Provident Fund, Superannuation fund or Annuity Fund:** Company's contribution to Provident, Superannuation Fund or Annuity Fund.
  - j) Encashment of leave at the end of the financial year.
5. **Leave Travel Concession:** For the appointee and his family once in a year incurred in accordance with the rules specified by the Company.
6. **Minimum Remuneration:** If in any financial year during the

tenure of the appointee, the Company has no profits or its profits are inadequate, the appointee shall be entitled to remuneration by way of salary, perquisites, allowances, specified above as minimum remuneration as prescribed under Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

For the purpose of computation of minimum remuneration, the following shall not be included:-

- I. Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent of these either singly or put together are not taxable under the Income Tax Act, 1961.
- II. Gratuity at the rate not exceeding half a month's salary for each completed year of service, and
- III. Encashment of leave at the end of the financial year.

7. **Sitting Fees:** The Managing Director shall not be paid any sitting fees for attending the meetings of the Board or Committee thereof.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **To approve the re-appointment of Mr. Aayush Munjal (DIN: 07276802), Whole-Time & designate him as Joint Managing Director of the Company for a period of 5 years w.e.f August 14, 2021**

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections , 196, 197 and 203 and Articles of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to the re-appointment of Mr. Aayush Munjal (DIN: 07276802) as a Whole-Time Director and designate him as Joint Managing Director of the Company, for a period of five years with retrospective effect from August 14, 2021 to August 13, 2026 as recommended and approved by the Nomination & Remuneration Committee and Board of Directors without remuneration and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. **To approve the re-appointment of Ms. Aashima Munjal (DIN: 00050716), Whole Time Director & Joint Managing Director of the Company for a period of 5 years w.e.f October 1, 2021**

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

**“RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 196, 197 and 203 and Articles of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or reenactment(s) thereof for the time being in force), the approval of the members of the Company be and are hereby accorded to approve the re-appointment of Ms. Aashima Munjal (DIN: 00050716) as a Whole Time & Joint Managing Director of the Company for a period of 5 years with effect from October 1, 2021 to September 30, 2026 as recommended and approved by the Nomination & Remuneration Committee and Board of Directors without remuneration and from whom the Company has received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of Director.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

9. **To approve the continuation of Mr. Mahesh Munjal (DIN: 00002990), as Chairman & Managing Director of the Company after attaining the age of 70 years**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), as recommended by the Nomination & Remuneration Committee and the Board, consent of the Company be and is hereby accorded for the continuation of the appointment of Mr. Mahesh Munjal (DIN: 00002990) as Chairman and Managing Director of the Company on attaining the age of 70 years on February 28, 2024 for the remaining period of his term of 3 years i.e. until October 28, 2024 on the same terms of appointment and remuneration as approved by the shareholders at this 48<sup>th</sup> Annual General Meeting of the Company held on November 29, 2021”

By order of the Board of Directors  
For **Majestic Auto Limited**

**Mahesh Munjal**  
Chairman & Managing Director  
DIN: 00002990

Date: November 2, 2021  
Place: Noida

## NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. **Tax Deductible at Source /Withholding tax: Pursuant to the requirement of Income Tax Act, 1961, the Company will be required to deduct taxes at the prescribed rates on the dividend paid to its shareholders. The deduct tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company/RTA. The certified copy of required documents (list of which is available on the website of the Company i.e. www.majesticauto.in under the Investor Section), along with a request letter should be sent from your registered email to the RTA email id at alankit\_rta@alankit.com on or before the record date in order to enable the Company to determine the appropriate TDS rates. Alternatively, the duly signed copies of relevant documents may be sent to M/s Alankit Assignments Ltd., Company's Registrar and Share Transfer Agent (RTA) at 10 4E/2, Jhandewalan Extension New Delhi-110055, which must reach to them on/before the record date.**  
**For further clarification or query on tax related issues, please send your mail to rta@alankit.com. Please intimate your contact no. in the mail so that we can get back to you in case of any issues.**
5. 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at www.majesticauto.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. A Statement pursuant to Section 102(1) of the Act, in respect of special businesses being item Nos. 4 to 9 as set-out above to be transacted at the meeting, is annexed hereto and forms part of this Notice.
9. As the AGM will be held through VC/ OAVM, the Route Map of the venue of the meeting is not annexed to this Notice.
10. Notice is being sent through e-mail to all the shareholders as on October 29, 2021 who have registered their e-mail addresses with the Company/RTA.
11. Shareholders who have not received the notice due to change/non-registration of their e-mail address with the Company/ RTA/ Depository Participants, they may request for the notice by sending an email at rta@alankit.com along with a scanned copy of Share Certificate/ Client Master. Post receipt of such request, the shareholder would be provided soft copy of the notice and the procedure for e-voting along with the User ID and the Password.
12. Ms. Neeta Aggarwal, Practicing Company Secretary (CoP: 13218) appointed as the scrutinizer to scrutinize the e-voting at AGM and remote e-voting process in a fair and transparent manner.
13. The details of Directors seeking appointment/ re-appointment/ re-designation, in terms of Regulation 36(3) of the SEBI Listing Regulations and the Act (including Secretarial Standard-2 on General Meetings), are given in the Corporate Governance Report and annexed hereto and form part of this Notice.
14. Corporate Members intending to send their authorized representative to attend Annual General Meeting are requested to send a duly certified copy of their Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
15. Members are requested to register their e-mail id with the company or its RTA or their depository participant to enable the company to send the notices and other reports through email.
16. Institutional shareholders (i.e. other than individuals, Hindu Undivided Family, Non-resident Indians etc.) are required to send a scanned copy (PDF/ JPG Format) of their board resolution/ authority letter/ power of attorney etc., authorizing their representatives to attend/ participate in the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The

- said resolution/ authority letter/ power of attorney, etc. shall be sent to the Scrutinizer by e-mail through their registered e-mail address to [csneeta.1989@gmail.com](mailto:csneeta.1989@gmail.com) with a copy to [rta@alankit.com](mailto:rta@alankit.com).
17. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in).
  18. Pursuant to Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will be closed from Monday, November 22, 2021 to Monday, November 29, 2021 (both days inclusive) for the purpose of AGM.
  19. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission and transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical forms are requested to consider converting their holdings to dematerialized form. Members can contact the company or RTA, Alankit Assignments Limited, in this regard.
  20. To support the 'Green Initiative' members who have not yet registered email addresses are requested to register the same with their DP's in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
  21. Members are requested to notify immediately any change pertaining to postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nomination, Power of Attorney, bank details such as name of the Bank and branch details, bank account number, MICR code, IFSC code to their Depositories Participants (DPs) in respect of their electronic share accounts and to RTA of the Company in respect of their physical share folios, if any.
  22. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective DP for availing this facility.
  23. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.
  24. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the company will be entitled to vote at the AGM.
  25. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
  26. The Company has designated an exclusive e-mail ID namely: [grievance@majesticauto.in](mailto:grievance@majesticauto.in) for receiving and addressing investors' grievances. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the company on or before November 22, 2021 through email on [grievance@majesticauto.in](mailto:grievance@majesticauto.in). The same will be replied by the company suitably.
  27. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the RTA.
  28. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, change of address, change of name, e-mail address, contact numbers etc. to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the RTA, Alankit Assignments Limited, to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to RTA.
  29. The shareholders shall have one vote per equity share held by them. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.
  30. The remote e-voting period commences Friday, November 26, 2021 at 9.00 a.m. (IST) and ends on Sunday, November 28, 2021 at 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 November 22, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Those Members, who will be 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 during the AGM.
  31. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as on the cut-off date i.e. November 22, 2021, may obtain the login ID and password by sending a request at [rta@alankit.com](mailto:rta@alankit.com).
  32. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make not later than 48 hours from the conclusion of meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same.

33. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.majesticauto.in and on the website of NSDL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited.

34. Additional information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) & 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – II issued by the Institute of Company Secretaries of India.

| Name of the Director  | 1  | 2  |
|---|--|--|
|   | Mr. Pradip Kumar Mittal                      | Dr. Rajesh Kumar Yadhuvanshi                 |
| DIN   | 00061171                                     | 07206654                                     |
| Nationality   | Indian                                       | Indian                                       |
| Date of Birth   | November 13, 1956                            | June 23, 1961                                |
| Date of Appointment on the Board  | October 12, 2021                             | October 12, 2021                             |
| Qualification   | Professional                                 | Professional                                 |
| Expertise in specific functional Area   | As per Item No. 4 of Notice                  | As per Item No. 5 of Notice                  |
| No. of Equity shares held in the Company  | -  | -  |
| List of directorships held in other Companies   | Details given in Corporate Governance Report | Details given in Corporate Governance Report |
| Experience (Yrs)  | As per Item No. 4 of Notice                  | As per Item No. 5 of Notice                  |
| No. of Board Meetings attended during the financial year                                    | -  | -  |
| Remuneration details (Including Sitting Fees & Commission) for FY 20-21                     | NA   | NA   |
| Chairman/ Member in the Committees of the Boards of companies in which he/she is a Director | Details given in Corporate Governance Report | Details given in Corporate Governance Report |
| Disclosure of relationships between directors inter-se                                      | NIL  | NIL  |
| Terms & Conditions of appointment   | As per Item No. 4 of Notice                  | As per Item No. 5 of Notice                  |

| Name of the Director  | 3  | 4  |
|---|--|--|
|   | Mr. Mahesh Munjal                            | Mr. Aayush Munjal  |
| DIN   | 00002990                                     | 07276802   |
| Nationality   | Indian                                       | Indian   |
| Date of Birth   | February 28, 1954                            | November 13, 1987  |
| First Date of Appointment on the Board  | June 29, 1993                                | August 14, 2015  |
| Qualification   | Graduate Engineer and MBA                    | Bachelor of Science in Computer Science from Washington University in St. Louis, USA |
| Expertise in specific functional Area   | As per Item No. 6 & 9 of Notice              | As per Item No. 7 of Notice  |
| No. of Equity shares held in the Company  | -  | -  |
| List of directorships held in other Companies   | Details given in Corporate Governance Report | Details given in Corporate Governance Report   |
| Experience (Yrs)  | As per Item No. 6 & 9 of Notice              | As per Item No. 7 of Notice  |
| No. of Board Meetings attended during the financial year 2020-21                            | 5  | 5  |
| Remuneration details (Including Sitting Fees & Commission) for FY 20-21                     | Rs. 126.17 Lakhs                             | Rs. 45.57 Lakhs  |
| Chairman/ Member in the Committees of the Boards of companies in which he/she is a Director | Details given in Corporate Governance Report | Details given in Corporate Governance Report   |
| Disclosure of relationships between directors inter-se                                      | Details given in Corporate Governance Report | Details given in Corporate Governance Report   |
| Terms & Conditions of appointment   | As per Item No. 6 & 9 of Notice              | As per Item No. 7 of Notice  |

|   |   |
|---|---|
| Name of the Director  | 5<br>Ms. Aashima Munjal   |
| DIN   | 00050716  |
| Nationality   | Indian  |
| Date of Birth   | June 2, 1981  |
| Date of Appointment on the Board  | August 14, 2010   |
| Qualification   | Master of Science in Engineering Degree and Bachelors in Computer Science from John Hopkins University, USA |
| Expertise in specific functional Area   | As per Item No. 8 of Notice   |
| No. of Equity shares held in the Company  | -   |
| List of directorships held in other Companies   | Details given in Corporate Governance Report  |
| Experience (Yrs)  | As per Item No. 8 of Notice   |
| No. of Board Meetings attended during the financial year 2020-21                            | 5   |
| Remuneration details (Including Sitting Fees & Commission) for FY 20-21                     | Rs. 1 Lakhs   |
| Chairman/ Member in the Committees of the Boards of companies in which he/she is a Director | Details given in Corporate Governance Report  |
| Disclosure of relationships between directors inter-se                                      | Details given in Corporate Governance Report  |
| Terms & Conditions of appointment   | As per Item No. 8 of Notice   |

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on November 26, 2021 at 09:00 A.M. and ends on November 28, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. November 22, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being November 22, 2021.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**





**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol> |



| Type of shareholders   | Login Method  |
|--|---|
|  | <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> App Store  Google Play</p>   |
| Individual Shareholders holding securities in demat mode with CDSL                                     | <p>1. Existing users who have opted for Easi/ Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>   |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>   |

**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. NSDL and CDSL.**

| Login type   | Helpdesk details  |
|--|---|
| 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30              |
| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:   |
|--|--|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.  |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join Annual General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join Annual General Meeting on NSDL e-Voting system?**

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csneeta.1989@gmail.com](mailto:csneeta.1989@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, Senior Manager and /or Ms. Pallavi Mhatre, Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card),

AADHAR (self attested scanned copy of Aadhar Card) by email to grievance@majesticauto.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to grievance@majesticauto.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM

link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at grievance@majesticauto.in latest by 05:00 P.M. (IST) on Thursday, 22<sup>nd</sup> November 2021. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
9. Members who need assistance before or during the AGM, can contact Mr. Amit Vishal, Senior Manager, NSDL and / or Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in or call 1800 1020 990 / 1800 22 44 30.

By order of the Board of Directors  
For **Majestic Auto Limited**

**Mahesh Munjal**

**Chairman & Managing Director**

**DIN: 00002990**

**Date: November 2, 2021**

**Place: Noida**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 4**

The Board of Directors at its meeting held on October 12, 2021 appointed Mr. Pradip Kumar Mittal (DIN: 00061171) as an Additional Independent Director on the Board w.e.f. October 12, 2021 in the casual vacancy caused due to the resignation of Mr. Sham Lal Mohan, Independent Director of the Company.

In accordance with Section 161(4) of the Companies Act, 2013 as amended by Companies (Amendment) Act, 2017, if the office of any director appointed by the Company in General Meeting is vacated before his term of office expires in normal course, the resulting casual vacancy may, in default of and subject to any regulations in the articles of the company, be filled by the Board of Directors at a meeting of the Board which shall be subsequently approved by members in the immediate General Meeting. Since Mr. Pradip Kumar Mittal was appointed by the Board in the casual vacancy, shareholders' approval is proposed at the ensuing Annual General Meeting. Notice under Section 160 of the Companies Act has been received from a member proposing the name of Mr. Pradip Kumar Mittal to be appointed as a Non-Executive Independent Director on the Board. The Board, after satisfying itself that the appointment of Mr. Pradip Kumar Mittal will be in the interest of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, recommends the appointment of Mr. Pradip Kumar Mittal as a Director for the residual tenure of Mr. Sham Lal Mohan i.e. till April 17, 2024, not liable to retire by rotation.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and vast experience, his association would be very beneficial to the Company and it is desirable to appoint him as an Independent Director.

In the opinion of the Board and NRC, Mr. Pradip Kumar Mittal is Independent from the management and that he fulfils the conditions specified in the Companies Act 2013 ("Act") and the Rules for appointment as an Independent Director of the Company and SEBI (LODR) Regulation, 2015 and proposes to appoint him as an Independent Director of the Company.

The brief resume and the nature of expertise of Mr. Pradip Kumar Mittal is as under:

Mr. Pradip Kumar Mittal is a Fellow member of the Institute of Chartered Accountant of India & has done Diploma in Information Systems from ICAI. He is having 13 years' experience as Vice President (Finance) of Godfrey Phillips India Ltd. having working experience of Accounts, Taxation, FEMA, Business Plan, Budgeting and Company law compliance. He is having 20 years' experience with MHCP Ltd. Further, 3 years of experience in an advertising and marketing company named HMA Company P Ltd. responsible for Accounts, taxation, legal, secretarial work and 2 years' experience with DD Gears P Ltd., an Automobile spares manufacturing company.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of Listing Regulations, he had confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as Independent Director of the Company. The Company has received consent and declaration in writing from Mr. Pradip Kumar Mittal that he is not disqualified from being appointed as Director in terms of the provision of Section 164 of the Companies Act 2013. The consent

and approval of the Shareholders is sought for his appointment in accordance with the provision of the Section 150 of the Act.

A copy of the draft letter of appointment as an Independent Director setting out the terms and conditions of the said appointment would be available for inspection at the Registered Office or Corporate Office of the Company during normal business hours on any working day without payment of any fee, by the member.

No Director, Key Managerial Personnel and their relatives other than Mr. Pradip Kumar Mittal are concerned or interested in the resolution proposing his appointment as a Non-Executive, Independent Director on the Board of the Company.

In accordance with Regulation 36(3) of the Listing Regulations and Secretarial Standard-II, Mr. Pradip Kumar Mittal's other particulars are given in the Notes to this notice.

The Directors are of the opinion that Mr. Pradip Kumar Mittal's knowledge and experience will be of benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution at item no. 4 of this Notice for the approval of the Members.

**ITEM NO. 5**

The Board of Directors at its meeting held on October 12, 2021, appointed Dr. Rajesh Kumar Yadhuvanshi (DIN: 07206654) as an Additional Independent Director on the Board w.e.f. October 12, 2021 in the casual vacancy caused due to the resignation of Mr. Naveen Jain, Independent Director of the Company. In accordance with Section 161(4) of the Companies Act, 2013 as amended by Companies (Amendment) Act, 2017, if the office of any director appointed by the Company in General Meeting is vacated before his term of office expires in normal course, the resulting casual vacancy may, in default of and subject to any regulations in the articles of the company, be filled by the Board of Directors at a meeting of the Board which shall be subsequently approved by members in the immediate General Meeting. Since Dr. Rajesh Kumar Yadhuvanshi was appointed by the Board in the casual vacancy, shareholders' approval is proposed at the Annual General Meeting. Notice under Section 160 of the Companies Act has been received from a member proposing the name of Dr. Rajesh Kumar Yadhuvanshi to be appointed as a Non-Executive, Independent Director on the Board. The Board, after satisfying itself that the appointment of Dr. Rajesh Kumar Yadhuvanshi will be in the interest of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, recommends the appointment of Dr. Rajesh Kumar Yadhuvanshi as a Director for the residual tenure of Mr. Naveen Jain i.e. till August 09, 2023, not liable to retire by rotation.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and vast experience, his association would be very beneficial to the Company and it is desirable to appoint him as an Independent Director.

In the opinion of the Board and NRC, Mr. Rajesh Kumar Yadhuvanshi is Independent from the management and that he fulfils the conditions specified in the Companies Act 2013 ("Act") and the Rules for appointment as an Independent Director of the Company and SEBI (LODR) Regulation, 2015 and proposes to appoint him as an Independent Director of the Company.

The brief resume and the nature of expertise of Dr. Rajesh Kumar Yadhuvanshi is as under:

Dr. Rajesh Kumar Yadhuvanshi has done Masters of Science from Hansraj College of Delhi University followed by Doctorate of Philosophy from IARI, New Delhi, He is also Certified Associate of Indian Institute of Bankers, Mumbai. He is a Career banker with over 35 years of experience in branches/administrative offices besides

heading Jalandhar Circle & Delhi Zone of PNB and serve as the Executive Director of Dena Bank & Punjab National Bank while handling important portfolios such as Credit, HR, Finance, Marketing, NPAs, etc.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of Listing Regulations, he had confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as Independent Director of the Company. The Company has received consent and declaration in writing from Dr. Rajesh Kumar Yaduvanshi that he is not disqualified from being appointed as Director in terms of the provision of Section 164 of the Companies Act 2013. The consent and approval of the Shareholders is sought for his appointment in accordance with the provision of the Section 150 of the Act.

A copy of the draft letter of appointment as an Independent Director setting out the terms and conditions of the said appointment would be available for inspection at the Registered Office or Corporate Office of the Company during normal business hours on any working day without payment of any fee, by the member.

No Director, Key Managerial Personnel and their relatives other than Dr. Rajesh Kumar Yaduvanshi are concerned or interested in the resolution proposing his appointment as a Non-Executive, Independent Director on the Board of the Company.

In accordance with Regulation 36(3) of the Listing Regulations and Secretarial Standard-II, Dr. Rajesh Kumar Yaduvanshi's other particulars are given in the Note to this notice.

The Directors are of the opinion that Dr. Rajesh Kumar Yaduvanshi's knowledge and experience will be of benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution at item no. 5 of this Notice for the approval of the Members.

## ITEM NO. 6

Mr. Mahesh Munjal (DIN: 00002990) has been associated with the Company's activities for a long period and is having in-depth exposure in different aspects of the Company's Operations.

The present term of Mr. Mahesh Munjal as Whole-time Director of the Company has already expired by efflux of time on October 28, 2021. Mr. Mahesh Munjal is a Promoter, Director of the Company and is associated as the Managing Director since 1993. In his able leadership, the performance of the Company has been satisfactory. The present terms of appointment of Mr. Mahesh Munjal is expiring on October 28, 2021 and it would be appropriate to re-appoint him from October 29, 2021 for a period of 3 years. The Board of Director of the Company at its meeting held on November 2, 2021 and on the recommendation of the Nomination and Remuneration Committee in its meeting held on November 2, 2021, re-appointed Mr. Mahesh Munjal as Chairman and Managing Director (KMP) of the Company subject to the approval of members of the Company in Annual General Meeting to be held on November 29, 2021 as a Special Resolution for a period of three years from October 29, 2021 to October 28, 2024 at the remuneration, in accordance with norms laid down in Schedule V and other applicable provisions of Companies act, 2013 and rules made thereunder.

Notice under Section 160 of the Companies Act has been received from a member proposing him to be appointed as a Chairman & Managing Director on the Board.

Keeping in view, the Nomination and Remuneration Committee in its meeting held on November 2, 2021, has recommended for the re-appointment and remuneration being payable to Mr. Mahesh Munjal as Chairman and Managing Director of the Company w.e.f October 29, 2021 as details in terms and conditions mentioned in the resolution.

Schedule V of the Companies Act, 2013 determines the limit of payment of managerial remuneration by companies in case of loss or inadequacy of profit, in any financial year and inter alia requires approval of Members by way of Special Resolution. Thus, the Company proposes to obtain approval of Members in case the standalone profits are insufficient to pay the managerial remuneration as above.

The resolution seeks approval of members as a Special Resolution for the re-appointment of Mr. Mahesh Munjal as the Chairman and Managing Director (Key Managerial Personnel) of the Company with effect from October 29, 2021 pursuant to the provisions of Section 117, 196 and 197 and 203 read with Schedule V other applicable provision of the Companies Act, 2013 and the rules made there under.

**Statement as per Schedule V of the Companies Act, 2013 is given as under:**

### I. GENERAL INFORMATION

- Nature of Industry : Facility Management Services
- Date of Commencement of Commercial Operations (Date of Incorporation) : 23/04/1973
- In case of new Companies, expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus : Not Applicable
- Financial performance based on given indicators.

(INR Lakhs)

| Particulars          | Period ended<br>31st March, 2021 |
|----------------------|----------------------------------|
| Total Income         | 3,088.48                         |
| Total Expenses       | 2,129.72                         |
| Profit before Tax    | 958.76                           |
| Net Profit after Tax | 856.57                           |

- Foreign Investments or Collaborations : NIL

### II. INFORMATION ABOUT THE APPOINTEE

- Background details:** Mr. Mahesh Munjal was appointed as a Director of the Company w.e.f. 29.06.1993 and was appointed as an Executive Director of the Company w.e.f. 29.10.1993 and re-designated as the Managing Director of the Company w.e.f. 29.7.1999. He carries with him enriched experience of 42 years of running Industries. Before joining as a Director of the Company, Mr. Mahesh Munjal was Executive Director of Munjal Auto Industries Limited formerly known as Gujarat Cycles Limited. He is Graduate Engineer and MBA. He is member of various trade and management bodies. He is working as Executive Director / Managing Director of the Company since 1993.
- Past remuneration:** Mr. Mahesh Munjal was drawing a remuneration of 7,00,000/- per month plus allowances, bonus, reimbursements & perquisites, if any as approved in the 45<sup>th</sup> Annual General Meeting.

3. **Recognition or awards:** Punjab Technical University honored Mr. Mahesh Munjal by conferring the Outstanding Industrialist Award. And, Punjab Agricultural University honored Mr. Mahesh Munjal by conferring the Award of Outstanding Alumni.
4. **Job profile and his suitability:** He has been the Chairman and Managing Director of the Company since last couple of years and has been contributing in his role towards achievement of the common objectives of the organization. Hence, Mr. Mahesh Munjal is a suitable candidate for his re-appointment as Chairman and Managing Director of the Company.
5. **Remuneration proposed:** As set out in the resolution.
6. **Comparative remuneration profile** with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of the origin).

The proposed remuneration is in tune with the current remuneration packages of the similar industry at this level, qualifications and experience of the appointee and the responsibilities shouldered by him.

7. **Pecuniary relationship** directly or indirectly with the Company, or relationship with the managerial personnel, if any: Mr. Aayush Munjal (DIN: 07276802) and Ms. Aashima Munjal (DIN: 00050716) are his son and daughter respectively.

### III. OTHER INFORMATION

- **Reasons for Losses or Inadequate profits:** The operations & the financial results of the Company during the year ended March 31, 2021 were marginally impacted due to the shutdown of the Company's operations under the lockdown announced by the State/Central government after the outbreak of COVID-19 pandemic in March 2020. The Company has since resumed its operations in a phased manner since April, 2020 conforming to the guidelines of the government.
- **Steps taken or proposed to be taken for improvement:** The Company has undertaken stringent cost actions and continues to curtail both employee and non-employee expenses. Also, the management continues to explore avenues to increase the revenues. During the Year 2020-21, the Company has achieved turnover of Rs. 2,025.35 Lakhs.
- **Expected increase in productivity and profits in measurable term:** The Company is committed to build the business operations within budget and considering that the business operations on a going concern basis, it is believed that financial position of the Company will improve further in near future.

### IV. DISCLOSURE: N.A.

The Board considers the proposal to be in the interest of the Company and accordingly recommends the same for the approval of the shareholders by way of Special Resolution.

Except Mr. Mahesh Munjal, Mr. Aayush Munjal and Ms. Aashima Munjal none of the Directors/ Key Managerial Personnel of the company/ their relatives are in anyway, concerned or interested, financially or otherwise, in the resolution set out at item of the Notice.

The Directors recommend the special resolution for approval by the members.

#### ITEM NO. 7

Mr. Aayush Munjal (DIN: 07276802) has been associated with the Company's activities for a long period and is having in-depth exposure in different aspects of the Company's Operations.

The present term of Mr. Aayush Munjal as Whole-time Director of the Company has already expired by efflux of time on August 13, 2021 and it would be appropriate to re-appoint him from August 14, 2021 for a period of 5 years. The Board of Director of the Company at its meeting held on November 2, 2021 and on the recommendation of the Nomination and Remuneration Committee in its meeting held on November 2, 2021, re-appointed Mr. Aayush Munjal as Whole-time Director & designated him as Joint Managing Director (KMP) of the Company subject to the approval of members of the Company in Annual General Meeting to be held on November 29, 2021 as an Ordinary Resolution for a period of five years from August 14, 2021 till August 13, 2026 without remuneration, in accordance with applicable provisions of Companies Act, 2013 and rules made thereunder.

Notice under Section 160 of the Companies Act has been received from a member proposing him to be appointed as a Whole Time Director designated as Joint Managing Director on the Board.

Keeping in view, the Nomination and Remuneration Committee in its meeting held on November 2, 2021, has recommended for the re-appointment of Mr. Aayush Munjal as Whole-time & Joint Managing Director of the Company w.e.f August 14, 2021.

The resolution seeks approval of members as an Ordinary Resolution for the re-appointment of Mr. Aayush Munjal as the Whole-time Director designated as Joint Managing Director (Key Managerial Personnel) of the Company with effect from August 14, 2021 pursuant to the provisions of Section 117, 196 and 197 and 203 and other applicable provision of the Companies Act, 2013 and the rules made there under.

Except Mr. Mahesh Munjal, Mr. Aayush Munjal and Ms. Aashima Munjal none of the Directors/ Key Managerial Personnel of the company/ their relatives are in anyway, concerned or interested, financially or otherwise, in the resolution set out at item of the Notice.

The Directors recommend the Ordinary resolution for approval by the members.

#### ITEM NO. 8

Ms. Aashima Munjal (DIN: 00050716) has been associated with the Company's activities for a long period and is having in-depth exposure in different aspects of the Company's Operations.

The present term of Ms. Aashima Munjal as Whole-time & Joint Managing Director of the Company has already expired by efflux of time on September 30, 2021 and it would be appropriate to re-appoint her from October 1, 2021 for a period of 5 years. The Board of Directors of the Company at its meeting held on November 2, 2021 and on the recommendation of the Nomination and Remuneration Committee in its meeting held on November 2, 2021, re-appointed Ms. Aashima Munjal as Whole-time & Joint Managing Director (KMP) of the Company subject to the approval of members of the Company in Annual General Meeting to be held on November 29, 2021 as an Ordinary Resolution for a period of five years from October 1, 2021 till September 30, 2026 without remuneration, in accordance with applicable provisions of Companies Act, 2013 and rules made thereunder.

Notice under Section 160 of the Companies Act has been received proposing her to be appointed as a Whole Time & Joint Managing Director on the Board.

Keeping in view, the Nomination and Remuneration Committee in its meeting held on November 2, 2021, has recommended for the re-appointment of Ms. Aashima Munjal as Whole-time & Joint Managing Director of the Company w.e.f October 1, 2021.

The resolution seeks approval of members as an Ordinary Resolution for approval of appointment of Ms. Aashima Munjal as the Whole-time & Joint Managing Director (Key Managerial Personnel) of the Company with effect from October 1, 2021 for a period of 5 years till September 30, 2026 pursuant to the provisions of Section 117, 196 and 197 and 203 and other applicable provision of the Companies Act, 2013 and the rules made there under.

Except Mr. Mahesh Munjal, Mr. Aayush Munjal and Ms. Aashima Munjal, none of the Directors/ Key Managerial Personnel of the company/ their relatives are in anyway, concerned or interested, financially or otherwise, in the resolution set out at item of the Notice.

The Directors recommend the Ordinary resolution for approval by the members.

## ITEM NO. 9

Mr. Mahesh Munjal has been proposed to be appointed as Chairman & Managing Director of the Company by the members at this 48<sup>th</sup> Annual General Meeting to be held on November 29, 2021 for a period of 3 years from October 29, 2021 to October 28, 2024. He will attain the age of 70 years on February 28, 2024. As a matter of abundant caution, it is proposed to obtain approval of the shareholders as per

the provisions of Section 196(3) of Companies Act, 2013 for continuation of his employment as a Chairman & Managing Director, on the same terms of appointment and remuneration as approved in agenda item no. 6 of this notice. Hence, a Special Resolution is proposed at Item No. 9 of the Notice. Mr. Mahesh Munjal is a Promoter Director of the Company and has been serving as a Director of the Company since 1993. He has been actively involved in the operations of the Company. He has rich and varied experience of over 42 years. It would be in the interest of the Company to continue the employment of Mr. Mahesh Munjal as Chairman & Managing Director of the Company. Before joining as a Director of the Company, Mr. Mahesh Munjal was Executive Director of Munjal Auto Industries Limited formerly known as Gujarat Cycles Limited. He is Graduate Engineer and MBA. He is member of various trade and management bodies. He is working as Executive Director / Managing Director of the Company since 1993.

Except Mr. Mahesh Munjal, Mr. Aayush Munjal and Ms. Aashima Munjal none of the Directors/ Key Managerial Personnel of the company/ their relatives are in anyway, concerned or interested, financially or otherwise, in the resolution set out at item of the Notice.

The Directors recommend the Special resolution for approval by the members.

By order of the Board of Directors  
For **Majestic Auto Limited**

**Date: November 2, 2021**  
**Place: Noida**

**Mahesh Munjal**  
**Chairman & Managing Director**  
**DIN: 00002990**

## BOARD'S REPORT

Dear Members,

Your Directors are pleased to present the 48<sup>th</sup> Annual Report of the Company along with the Company's Audited Financial Statements for the Financial Year ended March 31, 2021.

### 1. FINANCIAL RESULTS

A brief summary of the audited financials of the Company for the Financial Year ended March 31, 2021 is given below. The figures of the current Financial Year and previous Financial Year have been prepared in accordance with the Indian Accounting Standards ('Ind AS').

(Rs. in Lakhs)

| Particulars   | Standalone Performance |               | Consolidated Performance |               |
|---|------------------------|---------------|--------------------------|---------------|
|   | Year ended             |               | Year ended               |               |
|   | March 31,2021          | March 31,2020 | March 31,2021            | March 31,2020 |
| Revenue from operations   | 2,025.35               | 3,266.76      | 5,683.63                 | 6,916.21      |
| Profit before Finance Cost and Depreciation Expenses                        | 1,486.47               | 2,083.62      | 5,312.15                 | 5,297.34      |
| Finance Costs   | 320.02                 | 504.97        | 1,692.00                 | 2,009.32      |
| Depreciation and Amortization Expenses                                      | 207.69                 | 212.30        | 895.35                   | 924.69        |
| Profit from ordinary activities before share of Profit/(Loss) of Associates | 958.76                 | 1,366.35      | 2,724.80                 | 2,363.33      |
| Profit before tax   | 958.76                 | 1,366.35      | 2,724.80                 | 2,363.33      |
| Tax Expense   | 102.19                 | 1,148.64      | 543.94                   | 4,453.48      |
| Profit for the year from continuing operations after tax                    | 856.57                 | 217.71        | 2,180.86                 | (2,090.15)    |
| Profit/(Loss) from discontinuing operations after tax                       | -                      | -             | -                        | -             |
| Profit for the year   | 856.57                 | 217.71        | 2,180.86                 | (2,090.15)    |
| Attributable to:  |                        |               |                          |               |
| -Equity Shareholders of the Company   | 856.57                 | 217.71        | 1,992.72                 | (1,602.52)    |
| -Non-controlling interests  | N.A                    | N.A           | 188.14                   | (487.63)      |
| Other Comprehensive Income  | 10,127.56              | (7,358.51)    | 10,135.66                | (7,360.69)    |
| Total Comprehensive Income  | 10,984.13              | (7,140.80)    | 12,316.52                | (9,450.84)    |
| Balance in Retained Earnings at the beginning of the year                   | 19,223.77              | 19,008.02     | 18,456.96                | 20,063.62     |
| Profit for the year (attributable to equity shareholders of the company)    | 856.57                 | 217.71        | 1,992.72                 | (1,602.52)    |
| Re-measurement of defined Employee benefit plans)                           | 9.61                   | (1.96)        | 17.71                    | (4.14)        |
| Dividends including tax on dividend   | Nil                    | Nil           | Nil                      | Nil           |
| Acquisition of non-controlling interests                                    | N.A                    | N.A           | Nil                      | Nil           |
| Transferred to General Reserve  | -                      | -             | -                        | -             |
| Balance in Retained Earnings at the end of the year                         | 20,089.95              | 19,223.77     | 20,467.39                | 18,456.96     |

During the Financial Year 2020-21, the revenue from operations was Rs. 2,025.35 Lakhs as compared to Rs. 3,266.76 Lakhs in the previous Financial Year 2019-20.

Profit before tax (PBT) during the Financial Year 2020-21 was Rs. 958.76 Lakhs as compared to Rs. 1,366.35 Lakhs in the previous Financial Year 2019-20.

The total comprehensive income of the Company for the Financial Year 2020-21 stood at Rs. 10,984.13 Lakhs as compared to loss of Rs. 7,140.80 Lakhs in the previous Financial Year 2019-20.

### 2. DIVIDEND

The Board of Directors have proposed a Final Dividend to the shareholders of the Company for FY 2020-21 at the rate of Rs. 7.50/- per share. The said Final Dividend is subject to approval

at the ensuing Annual General Meeting to be held in the Calendar Year 2021.

### 3. TRANSFER TO GENERAL RESERVE

During the Financial Year 2020-21, all the profits made by the Company are transferred to retained earnings from statement of profit and loss.

### 4. CAPACITY UTILISATION & PLANT OPERATIONS

The company has discontinued operations of manufacturing in the second half of the financial year 2017-18, and till date, no further operations in the said manufacturing segment. The company has diversified into facility management services, leasing of owned property, purchase, acquire, build & construct any property etc.



The year 2020-21 has been challenging for each one of us. The Covid-19 pandemic has had a significant impact on lives, livelihoods, and the business. Operational challenges mounted due to restricted movement and disrupted supply lines during the first few months of the pandemic. As the second wave of the pandemic unfolds with predictions of a third wave in the offing, the Company assures that we continue to stand with the nation during this challenging phase of Covid-19. Without doubt, the War against Covid-19 is the most expensive war ever fought in the history of mankind.

The Management looks at the future with optimism and hopes to do better in year to come.

## 5. CHANGES IN SHARE CAPITAL

The Company has neither come up with any Right Issue/ Preferential Issue, nor issued any Sweat Equity Shares and not provided any Stock Option Scheme to the employees during the Financial Year 2020-21.

## 6. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES HOLDING COMPANY

The Holding Company, Anadi Investments Private Limited is holding 77,57,687/- equity shares in the company of Rs. 10/- each equivalent to 74.61% of the paid up capital of the company as on 31st March 2021.

### SUBSIDIARY COMPANIES

The Company has following Subsidiaries:

- i) Majestic IT Services Limited (MITSL) (wholly owned subsidiary), engaged in the business of Facility Management Services led by Ms. Aashima Munjal, Managing Director of the company. The Company managed to achieve revenue from operations of Rs. 600 Lakhs in the FY 2020-21.
- ii) Emirates Technologies Private Limited (ETPL), whose 80% equity was acquired by the company in September 2015 has its operations in National Capital Region (Delhi NCR). The main objective for the acquisition was to diversify investments and operations of the company. The main objects of ETPL are in the business of Facility Management Services or related services.

A statement containing the salient features of the financial statements of the Subsidiaries, Joint Ventures and Associates of the Company in Form AOC-1, as required under the Companies (Accounts) Rules, 2014, as amended, also forms part of the Notes to the financial statements.

### MATERIAL SUBSIDIARIES

The Board of Directors of your company has approved a policy for determining material subsidiaries. At present, your company is having two material subsidiaries named **Emirates Technologies Private Limited and Majestic IT Services Limited** as per the regulation 16(1)(c) of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015. The policy on Material Subsidiary can be viewed on company's website [www.majesticauto.in](http://www.majesticauto.in).

However, for FY 2020-21, the Company had only one material subsidiary named **Emirates Technologies Private Limited** as per the regulation 16(1)(c) of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.

## 7. MATERIAL CHANGES & COMMITMENTS

No material changes and commitments have occurred, which can affect the financial position of the Company between the end of the Financial Year and upto the date of this Report except below:

1. On 15 April 2021 the Hon'ble NCLT has approved the resolution plan submitted by the Company for acquisition of Sharan Hospitality Private Limited. However, the same is subject to vacation of certain interim orders passed in respect of SHPL by the Hon'ble High Court of Delhi.
2. The Board approved the financial results for the quarter ended June 30, 2021 in its meeting held on August 14, 2021 with the following qualification as mentioned in the notes of financial results:
  - Audit Committee of the Company has not approved the accounts due to prior approval not taken for the RPT.
 

The management gave the below reply to the above qualification in the notes of financial results for the quarter ended June 30, 2014
  - The Executive Management will place the RPT transactions of the 1st quarter of FY 2021-22 with the Audit Committee again for their approval. The transactions are at arm's length and in ordinary course of business as per the Executive Management. Further it has been agreed in the Board Meeting held on June 30, 2021 that prior approval of Audit Committee will be taken for each RPT as per LODR and the Company is complying with the same.
3. Ms. Juhi Garg has resigned from the post of Company Secretary and Compliance Officer w.e.f. August 03, 2021. Also, Mr. Sham Lal Mohan, Mr. Naveen Jain and Mr. Vikas Nanda have resigned from the post of Independent Directors w.e.f. September 02, 2021 citing discord amongst the 3 promoter/executive directors and stating they were not getting timely, accurate or complete information. The Chairman and Managing Director replied to the letter stating that the 3 Independent Directors had openly taken sides in disputes amongst promoter directors.
4. Mr. Pradip Kumar Mittal & Dr. Rajesh Kumar Yaduvanshi have been appointed as Non-Executive Independent Director w.e.f. October 12, 2021 to fill the casual vacancies, which would be placed for regularization by the members in the ensuing Annual General Meeting.

## 8. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

No significant and material orders have been passed during the Financial Year 2020-21 by the regulators or courts or tribunals affecting the going concern status and Company's operations in the future.

Mr. Mahesh Munjal, Chairman & Managing Director, has received a warning letter dated September 8, 2021 from SEBI which was placed before the Board for its noting in its meeting held on October 12, 2021 and necessary disclosure were given to BSE.

## 9. BOARD AND KEY MANAGERIAL PERSONNEL (KMP)

There is no change in the composition of the Board and Key Managerial Personnel during the Financial Year 2020-21. However, following changes took place in the Board and the Key Managerial Personnel during the Financial Year 2021-22 till the date of signing of this Board's Report:

| S. No. | Name of Director / KMP     | Position                        | Nature of Change | Cessation / Resignation |
|--------|----------------------------|---------------------------------|------------------|-------------------------|
| 1      | Sanjeev Krishna Sharma     | Independent Director            | Appointment      | May 08, 2021*           |
| 2      | Yogendra Kumar Gupta       | Independent Director            | Appointment      | May 08, 2021*           |
| 3      | Anil Thapar                | Independent Director            | Appointment      | May 08, 2021*           |
| 4      | Sanjeev Krishna Sharma**   | Independent Director            | Resignation      | June 25, 2021           |
| 5      | Yogendra Kumar Gupta**     | Independent Director            | Resignation      | June 25, 2021           |
| 6      | Anil Thapar**              | Independent Director            | Resignation      | June 25, 2021           |
| 7      | Juhi Garg                  | Company Secretary               | Resignation      | August 03, 2021         |
| 8      | Sham Lal Mohan             | Independent Director            | Resignation      | September 02, 2021      |
| 9      | Naveen Jain                | Independent Director            | Resignation      | September 02, 2021      |
| 10     | Vikas Nanda                | Independent Director            | Resignation      | September 02, 2021      |
| 11     | Pradip Kumar Mittal***     | Additional Independent Director | Appointment      | October 12, 2021        |
| 12     | Rajesh Kumar Yaduvanshi*** | Additional Independent Director | Appointment      | October 12, 2021        |

\*Appointed as Independent Directors in the EGM called by requisitionists shareholders on May 08, 2021. There was a stay on the said appointment in terms of the SEBI order dated June 11, 2021.

\*\*Resigned as Independent Directors w.e.f. June 25, 2021.

\*\*\*Mr. Pradip Kumar Mittal and Dr. Rajesh Kumar Yaduvanshi were appointed as an Additional and Independent Director of the Company with effect from October 12, 2021 till the conclusion of the ensuing Annual General Meeting to fill casual vacancies.

Your Company in pursuance of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 filed the required intimations to the BSE w.r.t the above said appointments and resignations.

None of the Directors is disqualified from being appointed as or holding office of Directors as stipulated in Section 164 of the Companies Act 2013.

The definition of "Independence" of Independent Directors has been derived from Section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received, Mr. Vikas Nanda, Mr. Naveen Jain, Mr. S.L. Mohan & Mr. Anil Kumar Sharma were already holding the position of Independent Directors of the company as per Section 149(6) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 as on March 31, 2021.

The Company had received declarations from all the Independent Directors in accordance with Section 149 of the Companies Act, 2013, for the financial year 2020-21 that they meet the criteria of independence as laid out in Sub-Section (6) of Section 149 of the Companies Act, 2013. Further, the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and the Independent directors, as per the provisions of Regulation 16(1)(b) of the Listing Regulations, also confirm that they are not aware of any circumstance or situation, which exist 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 and that they are independent of the management. The Company had also received the declaration of Independence from the Additional Independent Directors i.e. Mr. Pradip Kumar Mittal and Dr. Rajesh Kumar Yaduvanshi who were appointed on October 12, 2021.

## 10. BOARD MEETINGS

During the Financial Year 2020-21, 5 Board Meetings were held and details of Board and Committee meetings attended by each Director are disclosed in the Corporate Governance Report annexed as part of Annual Report.

## 11. COMMITTEES OF BOARD

### i. Nomination & Remuneration Committee:

The Board has duly constituted the Nomination & Remuneration Committee and the details of the Committee meetings and members who have attended the meetings are disclosed in the Corporate Governance Report annexed as part of Annual Report.

Nomination & Remuneration Committee constituted under section 178 of Companies Act' 2013 consist of below mentioned members during the Financial Year 2020-21:

|                    |          |
|--------------------|----------|
| Mr. Naveen Jain    | Chairman |
| Mr. Vikas Nanda    | Member   |
| Mr. Sham Lal Mohan | Member   |

During the period under review, 1 meeting of Nomination & Remuneration Committee was held in the year, the details of which are mentioned in the Corporate Governance Report.

At present, the composition of the Nomination and Remuneration Committee is as follows after the changes between the end of financial year upto the date of the report:

|                             |          |
|-----------------------------|----------|
| Mr. Anil Kumar Sharma       | Chairman |
| Mr. Pradip Kumar Mittal     | Member   |
| Dr. Rajesh Kumar Yaduvanshi | Member   |
| Mr. Mahesh Munjal           | Member   |

## BOARD EVALUATION

Pursuant to the applicable provisions of the Act and Regulation 17(10) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the performance of the Board and individual Directors was evaluated by the Board seeking relevant inputs from all the Directors.

One separate meeting of Independent Directors was held during the year on March 24, 2021 to review the performance of Non - Independent Directors, performance of the Board as a whole and performance of the Chairperson of the Company. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

## ii. Audit Committee:

The Board has duly constituted the Audit Committee and the details of the Committee meetings and members who have attended the meetings are disclosed in the Corporate Governance Report annexed as part of Annual Report.

Audit Committee constituted under the provisions of Section 177 of the Companies Act, 2013 consist of below mentioned members during the Financial Year 2020-21:

|                    |          |
|--------------------|----------|
| Mr. Vikas Nanda    | Chairman |
| Mr. Naveen Jain    | Member   |
| Mr. Sham Lal Mohan | Member   |

During the period under review, 4 meetings of Audit Committee were held in the year, the details of which are mentioned in the Corporate Governance Report and there was no such recommendation of Audit committee which was not accepted by the board. Hence, disclosure of the same is not required in this report.

At present, the composition of the Audit Committee is as follows after the changes between the end of financial year upto the date of the report:

|                             |          |
|-----------------------------|----------|
| Mr. Pradip Kumar Mittal     | Chairman |
| Dr. Rajesh Kumar Yaduvanshi | Member   |
| Mr. Anil Kumar Sharma       | Member   |
| Mr. Mahesh Munjal           | Member   |

## iii. Corporate Social Responsibility:

The Board has duly constituted the Corporate Social Responsibility Committee and the details of the Committee meetings and members who have attended the meetings are disclosed in the Corporate Governance Report annexed as part of Annual Report.

Corporate Social Responsibility Committee constituted under the provisions of Section 135 of the Companies Act, 2013 consist of below mentioned members during the Financial Year 2020-21:

|                    |          |
|--------------------|----------|
| Mr. Mahesh Munjal  | Chairman |
| Mr. Vikas Nanda    | Member   |
| Ms. Aashima Munjal | Member   |

During the period under review, 1 meeting of Corporate Social Responsibility Committee was held in the year, the details of which are mentioned in the Corporate Governance Report.

At present, the composition of the Audit Committee is as follows after the changes between the end of financial year upto the date of the report:

|                       |          |
|-----------------------|----------|
| Mr. Mahesh Munjal     | Chairman |
| Mr. Aayush Munjal     | Member   |
| Mr. Anil Kumar Sharma | Member   |

## iv. Stakeholder Relationship Committee:

The Board has duly constituted the Stakeholder Relationship Committee and the details of the Committee meetings and members who have attended the meetings are disclosed in the Corporate Governance Report annexed as part of Annual Report.

The composition of Stakeholder Relationship Committee during the Financial Year 2020-21:

|                    |          |
|--------------------|----------|
| Mr. Vikas Nanda    | Chairman |
| Mr. Mahesh Munjal  | Member   |
| Ms. Aashima Munjal | Member   |

During the period under review, no meeting of Stakeholder Relationship Committee was held.

At present, the composition of the Stakeholder Relationship Committee is as follows after the changes between the end of financial year upto the date of the report:

|                       |          |
|-----------------------|----------|
| Mr. Anil Kumar Sharma | Chairman |
| Mr. Aayush Munjal     | Member   |
| Mr. Mahesh Munjal     | Member   |

## v. Vigil Mechanism Committee:

The Board has duly constituted the Vigil Mechanism Committee in FY 2020-21.

The composition of Vigil Mechanism Committee during the Financial Year 2020-21:

|                       |          |
|-----------------------|----------|
| Mr. Sham Lal Mohan    | Chairman |
| Mr. Mahesh Munjal     | Member   |
| Mr. Anil Kumar Sharma | Member   |

During the period under review, no meeting of Vigil Mechanism Committee was held.

At present, the composition of the Vigil Mechanism Committee is as follows after the changes between the end of financial year upto the date of the report:

|                         |          |
|-------------------------|----------|
| Mr. Anil Kumar Sharma   | Chairman |
| Mr. Pradip Kumar Mittal | Member   |
| Mr. Mahesh Munjal       | Member   |

The Company has formulated its Vigil Mechanism (Whistle Blower Policy) to deal with concerns/complaints of directors and associates, if any. The details of the Policy are also provided in the Corporate Governance Report is available at the Investors Relations section on the Company's website at [www.majesticauto.in](http://www.majesticauto.in).

## 12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not granted any loans, guarantees or made investments within the meaning of Section 186 of the Act during the Financial Year 2020-21.

## 13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year were on arm's length basis and in the ordinary course of the business. There are no materially significant related

party transactions, in terms of SEBI (LODR), Regulations, 2015, made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. The particulars of contracts or arrangements with related parties referred to in Section 188 (1) of the Act read with Rule 8 (2) of the Companies (Accounts) Rules, 2014 in the prescribed Form AOC - 2 is annexed as **Annexure-A** to this Report.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013 and the regulations made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy is placed on the website of the Company i.e. [www.majesticauto.in](http://www.majesticauto.in).

#### 14. LISTING

The shares of your Company are listed at BSE Limited, and pursuant to Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Annual Listing fees for the year 2021-22 have been paid. The Company has paid the annual custodian fees for the year 2021-22 in respect of Shares held in dematerialized mode to NSDL & CDSL.

#### 15. DEPOSITS

The Company has neither accepted nor renewed any deposits in terms of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 during the Financial Year 2020-2021.

#### 16. INSURANCE

Company's assets are adequately insured against multiple risks from fire, riot, earthquake, terrorism and other risks which are considered necessary by the management.

#### 17. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 of the Companies Act, 2013 ("the Act"), the Directors make the following statements that:

- (i) In the preparation of the annual accounts, the applicable Indian accounting standards (abbreviated Ind-AS) have been followed for the year as prescribed under Section 133 of Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015, in a simple and concise manner.
- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.
- (iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The directors have prepared the annual accounts on a going concern basis.
- (v) 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.

- (vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

#### 18. FUTURE OUTLOOK

The details of Future Outlook of the Company are disclosed in the Management Discussion and Analysis Report forming part of this report.

#### 19. INTERNAL FINANCIAL CONTROLS

The Corporate Governance Policy guides the conduct of the affairs of your Company and clearly delineates the roles, responsibilities at each level of its key functionaries involved in governance. Your Company has in place adequate internal financial controls with reference to the Financial Statements. During the year under review, no reportable material weakness in the operation was observed. Regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

#### 20. AUDITORS

##### (i) Statutory Auditors and their Report

M/S SAR & Associates, Chartered Accountants (Firm Registration No. 122400W) were appointed in 2018 as the Statutory Auditors of the Company for a period of 5 years, to hold office from the conclusion of 45<sup>th</sup> AGM to the conclusion of 50<sup>th</sup> AGM of the company to be held in Calendar Year 2023. They have audited the Financial Statements of the company for the FY under review.

There are no qualifications, reservations or adverse remarks and disclaimers made by the Statutory Auditors, in their Audit Report for the Financial Year 2020-21. Further, there were no frauds reported by the Statutory Auditors to the audit committee or the board under Section 143(12) of the Act for the Financial Year 2020-21.

##### (ii) Secretarial Auditors and their Report

Pursuant to provisions of Section 204 of the Companies Act, 2013, the Secretarial Audit Report and Compliance Report is annexed herewith as **Annexure-B** to this Report duly certified by PKB & Associates, Company Secretaries, (UCN: S2015RJ312100), as Secretarial Auditor of the Company.

Observation of the Secretarial Auditor for FY 2020-21:

1. After reviewing the Minutes of the Board Meetings and other supporting documents or mail responses provided by the Management, we felt that there is a "Management Dispute" in the Board of the Company.
2. Nomination and Remuneration Committee (NRC) did not recommend the appointment of Mr. Anil Thapar as Additional Independent Director since it felt that the Board had sufficient Directors and expertise. However, the Company has not disclosed the opinion of NRC and Board on non-appointment of Mr. Anil Thapar with the stakeholders as per regulation 4 of the SEBI (LODR) Regulations, 2015 for the best interest of the Company/ the shareholders and the same should be disclosed in the lines of material information.

Management response on the above said observation:

1. There is a dispute amongst Promoter Directors. However, such dispute would not in any manner impact the performance of the company.

2. The mode and manner of appointment of Independent Directors by shareholders in Extra Ordinary General Meeting was made subject matter of SEBI's interim order dated 11 June 2021 and the said order was revoked on 15 July 2021 after the Independent Director Mr. Anil Thapar resigned.

Also, Emirates Technologies Private Limited being the Material Subsidiary of Majestic Auto Limited, the Secretarial Audit Report of Emirates Technologies Private Limited is also annexed herewith as "Annexure-B" to this Report duly certified by PKB & Associates, Company Secretaries, (UCN: S2015RJ312100).

### (iii) Internal Auditor

In terms of section 138 of the Companies Act, 2013, the Company has appointed S. Tandon & Associates, Chartered Accountants as the Internal Auditors of the Company for the FY 2020-21.

The management has duly considered the Quarterly Internal Audit Reports issued by them & placed the same periodically before the Audit Committee & the Board. The suggestions/ observations of the Internal Auditor has been replied and corrective steps has been taken wherever possible.

### 21. COST AUDIT

Due to manufacturing operations being discontinued, cost audit is not applicable on the company.

### 22. ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3) (a) of the Act read with rules made thereunder, the Annual Return of the Company for the Financial Year ended on March 31, 2021 is available on the Company's website at [www.majesticauto.in](http://www.majesticauto.in).

### 23. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their Remuneration.

The said policy has been uploaded on the website [www.majesticauto.in](http://www.majesticauto.in). The Key provisions of Nomination and Remuneration policy are appended as an "Annexure-C" to the Board's report.

### 24. PARTICULARS OF EMPLOYEES (SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014)

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as an "Annexure-D" and forms an integral part of this report.

### 25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance with the applicable provisions of the SEBI (LODR) 2015, a detailed Management Discussion & Analysis Report forming part of the Annual Report is annexed as "Annexure-E" to this Report.

### 26. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted the Corporate Social Responsibility (CSR) Committee, which has been entrusted with the responsibility of formulating and recommending CSR policy

indicating the activities to be undertaken by the Company, monitoring and implementation of the framework of CSR policy and recommending the amount to be spent on CSR activities.

Annual Report on Corporate Social Responsibility [CSR] activities is appended as an "Annexure-F" to this Report.

### 27. CORPORATE GOVERNANCE

Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, adequate steps have been taken to ensure that all the provisions relating to Corporate Governance are duly complied with.

A report on Corporate Governance along with the Auditors' Certificate as a part of this report is annexed hereto as "Annexure-G".

### 28. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the provisions of Companies Act, 2013 and Accounting Standard - 21 on Consolidated Financial Statements read with Accounting Standard - 23 on Accounting for Investments in Associates and Accounting Standard - 27 on Financial Reporting of Interests in Joint Venture in Consolidated Financial Statements, your Directors have the pleasure in attaching the Consolidated Financial Statements which forms a part of the Annual Report. The financial statements has been consolidated with its 2 subsidiaries only i.e. Emirates Technologies Private Limited and Majestic IT Services Limited.

### 29. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has generally complied with the provisions of Secretarial Standard - 1 (Secretarial Standard on meetings of Board of Directors) and Secretarial Standard - 2 (Secretarial Standard on General Meetings) issued by the Institute of Company Secretaries of India except minutes of some meetings have been approved in subsequent meetings with some delays.

### 30. RISK MANAGEMENT POLICY AND INTERNAL ADEQUACY

The Company has adequate risk management process to identify and notify the Board of Directors about the risks or opportunities that could have an adverse impact on the Company's operations or could be exploited to maximize the gains. The processes and procedures are in place to act in a time bound manner to manage the risks or opportunities. The risk management process is reviewed and evaluated by the Board of Directors.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations.

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

The Company has placed a Policy to treat women employees with dignity and no discrimination against them plus zero tolerance toward any sexual abuse - to abide by letter and spirit requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules there under and redressal of complaints of sexual harassment at work place. All employees (permanent, contractual, temporary, trainees) are supposed to adhere to conduct themselves as prescribed in this policy. During the year under review no complaint of this nature was reported to the Board.

**32. HUMAN RESOURCES****Industrial Relations**

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team leaders and managers. The above-mentioned measures will ensure a motivated workforce, promote the ownership and sharing economic growth of the Company.

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

The particulars related to the conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134 of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as 'Annexure-H' to this Report.

**34. RETIREMENT BY ROTATION**

In accordance with the provisions of Section 152 of the Companies Act 2013 and the Articles of Association of the Company, Mr. Mahesh Munjal, Chairman and Managing Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for reappointment.

**35. OTHER INFORMATION****(i) Change in Nature of business, if any**

There is no change in the nature of business of the Company during the year under review.

**(ii) Proceeding under Insolvency and Bankruptcy Code, 2016**

The Company has not made any application or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 ("IBC Code") during the Financial Year and does not have any proceedings related to IBC Code. The Company has not made any onetime settlement during the Financial Year 2020-21 with Banks or Financial Institution.

**36. ACKNOWLEDGEMENT**

The Board of Directors expresses their sincere appreciation to all the stakeholders of the Company for the trust, confidence and support bestowed upon us. The Board of Directors is also grateful to the holding company for their contribution towards the growth and success of the Company.

The Board of Directors assures to uphold the Company's commitment towards acting with honesty, integrity and respect and to be responsible and accountable to all the stakeholders of the Company.

The Board of Directors thanks to all stakeholder for your commitment and invaluable contributions toward helping our business succeed and on course to deliver sustainable and profitable growth.

Please do look after the health and safety of yourself and your families.

**On behalf of the Board of Directors  
Majestic Auto Limited**

**Date: November 2, 2021  
Place: Noida**

**Mahesh Munjal  
(Chairman & Managing Director)  
(DIN: 00002990)**

## 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: Not Applicable

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

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

## A.

|    |  |  |
|----|--|--|
| a. | Name(s) of the related party and nature of relationship                                    | Majestic IT Services Limited   |
| b. | Nature of contracts/ arrangements/ transactions  | Purchase of Services   |
| c. | Duration of Contracts / arrangements/ transactions   | 01-Apr-20 To 31-Mar-21   |
| d. | Salient terms of the contracts or arrangements or transactions including the value, if any | Facility Management Services for an amount of Rs. 50 Lakhs per month |
| e. | Date(s) of approval by the Board, if any   | NA*  |
| f. | Amount paid as advances, if any  | NA   |

\*Due to Majestic IT Services Limited being wholly owned subsidiary of the Company

## B.

|    |  |                                       |
|----|--|---------------------------------------|
| a. | Name(s) of the related party and nature of relationship                                    | Emirates Technologies Private Limited |
| b. | Nature of contracts/ arrangements/ transactions  | Security Deposit as per agreement     |
| c. | Duration of Contracts / arrangements/ transactions   | 01-Apr-20 To 31-Mar-21                |
| d. | Salient terms of the contracts or arrangements or transactions including the value, if any | Interest bearing Security Deposit     |
| e. | Date(s) of approval by the Board, if any   | June 29, 2020                         |
| f. | Amount paid as advances, if any  | NA                                    |

## C.

|    |  |  |
|----|--|--|
| a. | Name(s) of the related party and nature of relationship                                    | OK Hosiery Mills Private Limited                         |
| b. | Nature of contracts/ arrangements/ transactions  | Rent, Maintenance, Electricity Expense as per Lease Deed |
| c. | Duration of Contracts / arrangements/ transactions   | 01-Apr-20 To 31-Mar-21                                   |
| d. | Salient terms of the contracts or arrangements or transactions including the value, if any | Rent, Maintenance, Electricity Expense                   |
| e. | Date(s) of approval by the Board, if any   | June 29, 2020  |
| f. | Amount paid as advances, if any  | NA   |

On behalf of the Board of Directors  
Majestic Auto Limited

Mahesh Munjal  
(Chairman & Managing Director)  
(DIN: 00002990)

Date: November 2, 2021  
Place: Noida

Form No. MR-3  
(UDIN: F010606C000511194)  
**SECRETARIAL AUDIT REPORT**

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

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

To,  
The Members,  
**MAJESTIC AUTO LIMITED**  
10 Southern Avenue, First Floor, Maharani Bagh  
New Delhi -110065 IN

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MAJESTIC AUTO LIMITED (hereinafter called "the Company")**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of Majestic Auto Limited'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 for the year ended on March 31, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended March 31, 2021, in accordance to the provisions of:

- I. The Companies Act, 2013 ("the Act") and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 read with 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; **(Not Applicable to the Company during the Audit period)**
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: -
  - 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, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not Applicable to the Company during the Audit period)**
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit period)**
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit period)** and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2009 **(Not Applicable to the Company during the Audit period)**.
- VI. the Company is mainly engaged in the business of Facility Management and Office Space Leasing Industry and on examination of the relevant documents and records in pursuance thereof and as confirmed by the management, we believe that no specific law applicable to the Facility Management Industries in India.

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

- i) the Secretarial Standard formulated/ notified by the Institute of Company Secretaries of India.
- ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above **subject to the following observations/ audit qualifications: -**

1. **After reviewing the Minutes of the Board Meetings and other supporting documents or mail responses provided by the Management, we felt that there is a "Management Dispute" in the Board of the Company.**
2. **Nomination and Remuneration Committee (NRC) did not recommend the appointment of Mr. Anil Thapar as Additional Independent Director since it felt that the Board had sufficient Directors and expertise. However, the Company has not disclosed the opinion of NRC and Board on non-appointment of Mr. Anil Thapar with the stakeholders as per regulation 4 of the SEBI (LODR) Regulations, 2015 for the best interest of the Company/ the shareholders and the same should be disclosed in the lines of material information.**

**We further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further, during the year, no change in the Board of Directors and committees of the Board.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven



days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. However, following resolution not passed by the majority of the Directors and same was rejected:
  - the Resolution for calling Extra-Ordinary General Meeting (EGM) by the requisitions was not passed as 4 directors namely Mr. Vikas Nanda, Mr. Naveen Jain, Mr. Sham Lal Mohan and Ms. Aashima Munjal voted against in calling the EGM and 3 directors namely Mr. Mahesh Munjal, Mr. Anil Sharma and Mr. Aayush Munjal voted in favour of calling the EGM.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period:

- The Company has received requisition letter from shareholders including promoters on 10<sup>th</sup> March, 2021 to hold Extra-Ordinary General Meeting (EGM) for appointment of Mr. Anil Thapar, Mr. Sanjeev Krishna Sharma and Mr. Yogendra Kumar Gupta as Independent Directors.
- The Board has disapproved the convening of Extra-Ordinary General Meeting for appointment of Mr. Anil Thapar, Mr. Sanjeev Krishna Sharma and Mr. Yogendra Kumar Gupta as Independent Directors. Further, the Resolution for calling Extra-Ordinary General Meeting (EGM) by the requisitions was not passed as 4 directors namely Mr. Vikas Nanda, Mr. Naveen Jain, Mr. Sham Lal Mohan and Ms. Aashima Munjal voted against calling the EGM and 3 directors namely Mr. Mahesh Munjal, Mr. Anil Sharma and Mr. Aayush Munjal voted in favour of calling the EGM.

Place: New Delhi  
Date: 24<sup>th</sup> June, 2021

For PKB & Associates,  
Company Secretaries  
UCN: S2015RJ312100  
Peer Reviewed Firm: 1232/2021

Sd/-  
Pawan Barodiya  
FCS No.: 10606  
COP No.: 14435

UDIN: F010606C000511194

Note:

This report is to be read with our letter of even date which is annexed as Annexure - A and forms an integral part of this report.

## Annexure A of ANNEXURE B

To,  
The Members,  
**MAJESTIC AUTO LIMITED**  
10 Southern Avenue, First Floor, Maharani Bagh  
New Delhi -110065 IN

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

### Management Responsibility:

- It is the responsibility of Management of the Company to maintain Secretarial records, devise proper system to ensure compliance with the provisions of all applicable laws, rules and regulation and to ensure that the systems are adequate and operate effectively.

### Auditor Responsibility:

- Our responsibility is to express an opinion on these Secretarial records, standards and procedures followed by the Company with respect to secretarial compliances. Further, we have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

### Disclaimer:

- The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi  
Date: 24<sup>th</sup> June, 2021

For PKB & Associates,  
Company Secretaries  
UCN: S2015RJ312100  
Peer Reviewed Firm: 1232/2021

Sd/-  
Pawan Barodiya  
FCS No.: 10606  
COP No.: 14435

UDIN: F010606C000511194

## Form No. MR-3

(UDIN: F010606C000512646)

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31<sup>st</sup>, 2021

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**Emirates Technologies Private Limited**  
10 Southern Avenue First Floor,  
Maharani Bagh, New Delhi South Delhi -110065

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Emirates Technologies Private Limited (hereinafter called "the Company")**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon. The Company is Material Un-listed Subsidiary of M/s Majestic Auto Limited for the period ended March 31<sup>st</sup>, 2021.

Based on our verification of Emirates Technologies Private Limited'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 for the year ended on March 31<sup>st</sup>, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended March 31<sup>st</sup>, 2021, in accordance to the provisions of:

- VI. The Companies Act, 2013 ("the Act") and the Rules made thereunder;
- VII. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- VIII. The Depositories Act, 1996 read with and the Regulations and Bye-laws framed thereunder;
- IX. 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;
- X. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: -
  - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - j. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - k. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - l. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - m. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - n. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - o. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - p. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2009.
- VI. the Company is mainly engaged in the business of Office Space Leasing Industry and on examination of the relevant documents and records in pursuance thereof and as confirmed by the management, we believe that no specific law applicable to the Office Space Leasing Industries in India.

We have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliance under other applicable Acts, laws and Regulations which are applicable to the Company. We further report that we not reviewed the applicable financial laws (Direct and Indirect tax laws) since the same have been subjects to review and audit by the statutory Auditors of the Company.

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

- iii) the Secretarial Standard formulated/ notified by the Institute of Company Secretaries of India.

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

1. Being an Un-listed Company, the Acts referred in clause II, III, and V as mentioned above are not applicable to the Company. Further, the Acts referred in clause IV as mentioned above are not applicable to the Company for the Audit period.
2. Being an Un-listed Company, there is no listing agreement entered into by the Company with any Stock Exchange.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors of the Financial year 2020-21. Further, during the year, no change in the Board of Directors and committees of the Board.

- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- During the period, all the decisions in the Board meetings were carried out unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that there has been no instance of following during the audit period:

- Public/ Rights/ Preferential issue of shares/ Debentures/ Sweat Equity.
- Redemption/ Buy-Back of securities.
- Major Decision taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- Merger/ Amalgamation/ Reconstruction etc.
- Foreign Technical Collaborations.

Place: New Delhi  
Date: 24<sup>th</sup> June, 2021

For PKB & Associates,  
Company Secretaries  
UCN: S2015RJ312100  
Peer Reviewed Firm: 1232/2021

Sd/-  
Pawan Barodiya  
FCS No.: 10606  
COP No.: 14435

UDIN: F010606C000512646

Note:

This report is to be read with our letter of even date which is annexed as Annexure –A and forms an integral part of this report.

## Annexure A of ANNEXURE B

To,  
The Members,  
**Emirates Technologies Private Limited**  
10 Southern Avenue First Floor,  
Maharani Bagh, New Delhi South Delhi -110065

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

### Management Responsibility:

2. It is the responsibility of Management of the Company to maintain Secretarial records, devise proper system to ensure compliance with the provisions of all applicable laws, rules and regulation and to ensure that the systems are adequate and operate effectively.

### Auditor Responsibility:

1. Our responsibility is to express an opinion on these Secretarial records, standards and procedures followed by the Company with respect to secretarial compliances. Further, we have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
2. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

### Disclaimer:

1. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi  
Date: 24<sup>th</sup> June, 2021

For PKB & Associates,  
Company Secretaries  
UCN: S2015RJ312100  
Peer Reviewed Firm: 1232/2021

Sd/-  
Pawan Barodiya  
FCS No.: 10606  
COP No.: 14435

UDIN: F010606C000512646

## REMUNERATION POLICY

### NOMINATION AND REMUNERATION POLICY

#### 1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement. The Key Objectives of the Committee would be:

- i. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- iv. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- v. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- vi. To devise a policy on Board diversity
- vii. To develop a succession plan for the Board and to regularly review the plan.

#### 2. ROLE OF COMMITTEE

- i. Matters to be dealt with, pursued and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
  - Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
  - Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.
- ii. Policy for appointment and removal of Director, KMP and Senior Management. Appointment criteria and qualifications are listed below:
    - The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
    - A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment.
    - The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
    - The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

**Note:** The detailed Nomination & Remuneration policy of the company is uploaded at the website of the company at <http://www.majesticauto.in/pdf/Nomination%20&%20Remuneration%20Policy.pdf>

**Statement of Disclosure of Remuneration under Section 197(12) of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

1.

| Name of Directors /KMP and designation | The Ratio of the remuneration of Executive Director to the median remuneration of the employees of the company for the financial year. | The percentage increase/decrease in remuneration of each executive director and KMP in the financial year. |
|--|--|--|
| Mahesh Munjal (Managing Director)      | 44.75  | -  |
| Aayush Munjal (Whole time Director)    | 19.01  | -  |

**Note:**

- The Non- Executive independent Directors are paid only sitting fees for attending the meetings of the Board and its Committees. The ratio of remuneration and percentage increase in remuneration of these directors is therefore not considered for the above \*MRE-Median Remuneration of Employee based on annualized salary.
- In the financial year, there was an increase of 11.33% in the median remuneration of employees;
- There were 19 permanent employees on the rolls of the Company as on March 31, 2021.
- It is here by affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, Senior Management Personnel and other employees.

**2. Employed throughout the Financial year and were in receipt of remuneration at the rate of not less than Rs.1,02,00,000 per annum**

| Name of Employee  | Designation of the employee | Remuneration Received in 2020-21 (Rs.in lac) | Qualification                 | Experience (No. of Years) | Date of Commencement of employment | Age (years) | The last Employment | The percentage of equity shares held by the employee in the Company |
|-------------------|-----------------------------|--|-------------------------------|---------------------------|------------------------------------|-------------|---------------------|---|
| Sh. Mahesh Munjal | Managing Director           | 126.17                                       | Bachelor in Engineering & MBA | 42                        | 29-06-1993                         | 67          | Gujrat Cycle Ltd.   | Nil   |

**3. Particulars of employees as required Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the period ended the 31st March, 2021**

| Name of Employee     | Designation of the employee | Remuneration Received in 2020-21 (Rs.in lac) | Qualification                           | Experience (No. of Years) | Date of Commencement of employment | Age (years) | The last Employment                  | The percentage of equity shares held by the employee in the Company |
|----------------------|-----------------------------|--|---|---------------------------|------------------------------------|-------------|--------------------------------------|---|
| Mahesh Munjal        | Managing Director           | 125.17                                       | Bachelor in Engineering & MBA           | 42                        | 10/29/1993                         | 67          | GUJRAT CYCLE LIMITED                 | Nil   |
| Aayush Munjal        | Whole-time Director         | 44.57  | Bachelor of Science in Computer Science | 9                         | 06/01/2011                         | 33          | MICROSOFT CORPORATION                | Nil   |
| Kumar Brajesh Prasad | Assistant Manager           | 7.46   | MBA, MS                                 | 6                         | 04/01/2015                         | 31          | -                                    | Nil   |
| Deepak Thapak        | Manager-IT                  | 5.90   | B. Tech (CS & E)                        | 14                        | 05/09/2011                         | 36          | -                                    | Nil   |
| Madan Lal            | Deputy Manager              | 4.21   | B.A                                     | 7                         | 08/14/2014                         | 64          | -                                    | Nil   |
| Rampal Singh         | Accounts Officer            | 4.11   | B.Com                                   | 11                        | 01/08/2014                         | 37          | LG ELECTRONICS INDIA PRIVATE LIMITED | Nil   |

| Name of Employee | Designation of the employee | Remuneration Received in 2020-21 (Rs.in lac) | Qualification | Experience (No. of Years) | Date of Commencement of employment | Age (years) | The last Employment          | The percentage of equity shares held by the employee in the Company |
|------------------|-----------------------------|--|---------------|---------------------------|------------------------------------|-------------|------------------------------|---|
| Rajesh Baghel    | Accounts Executive          | 4.03   | BBA           | 8                         | 05/25/2014                         | 29          | IMPERIAL AUTO INDUSTRIES LTD | Nil   |
| Raj Kumar Thakur | Assistant Manager           | 3.75   | Graduate      | 31                        | 08/08/1989                         | 55          | -                            | Nil   |
| Kamal Kishore    | Supervisor                  | 3.10   | Graduate      | 27                        | 03/29/1994                         | 47          | -                            | Nil   |
| Hari Pal         | Security                    | 3.05   | -             | 8                         | 02/19/2013                         | 50          | -                            | Nil   |

On behalf of the Board of Directors  
Majestic Auto Limited

Mahesh Munjal  
(Chairman & Managing Director)  
(DIN: 00002990)

Date: November 2, 2021

Place: Noida

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

### Major Impact of COVID-19 Pandemic

The financial year 2020-21 was dominated by the COVID-19 pandemic and the ensuing global economic downturn, the most severe one since the Global Financial Crisis. The lockdowns and social distancing norms brought the already slowing global economy to a standstill. Because of this, Governments and central banks across the world deployed a range of policy tools to support their economies, such as lowering key policy rates, quantitative easing measures, loan guarantees, cash transfers and fiscal stimulus measures. India recognised the disruptive impact of the pandemic and charted its own unique path amidst dismal projections by several international institutions of the spread in the Country given its huge population, high population density and overburdened health infrastructure.

Faced with an unprecedented pandemic, loss of scores of human lives captured this worst-case scenario. Moreover, epidemiological research highlighted the importance of an initial, stringent lockdown, especially in a country where high population density posed difficulties concerning social distancing. Therefore, India's policy humane response that focused on saving human lives, recognised that the short-term pain of an initial, stringent lockdown would lead to long-term gains both in the lives saved and in the pace of the economic recovery. The scores of lives that have been saved and the V-shaped economic recovery that is being witnessed bear testimony to India's boldness in taking short-term pain for long-term gain.

COVID-19 has severely hit commercial real estate business and the sector has come to a standstill. With a screeching halt to site visits, discussions, documentation and closures, the real estate industry is facing a tough time for the last few quarters and the sector's recovery will take at least a couple of years.

### 1. Industry Structure & Developments

The year gone by has been a period of unprecedented challenges and uncertainties caused by the pandemic. This was compounded by its cascading effect in every facet of the economy and the industry.

The real estate industry too, witnessed changes. This was as a result of systemic structural reforms and policy changes. The commercial segment in particular has exhibited an exodus to work from home culture for IT offices. On the other hand there have been benefits of lower borrowing costs.

### 2. Indian Real Estate: Opportunities and Challenges /Threats/ Strategies

#### Opportunities

This Financial year had been predicted to be a year of recovery for the Indian real estate sector. However, all such anticipations were thwarted as the Covid-19 pandemic forced the central and state governments to impose stringent measures, including a nationwide lockdown for multiple months, which had a devastating impact on most businesses, and real estate was no exception. Economy across the world is indeed recovering in 2021 and as we foresee a return of IT companies to physical office space, rather than virtual meetings as employees work from home. Following are the trends that are expected to dominate the real estate market for the rest of this year.

- **Low Borrowing Rates**

Over the past 12 months, the RBI has cut interest rates and they now stand at historic lows. This has brought Lease

Rental Discounting rates down to as low as 7.70% in some banks. This has brought down the biggest cost head in our business, and this trend is likely to continue throughout 2021-22.

- **Availability of Investment Opportunities**

As Work from Home continues and tenants vacate offices, there are opportunities for acquisition of commercial properties at lower valuations and lower borrowing costs.

- **Government Initiatives**

The Government has shown its commitment to the real estate industry in more ways than one in the Budget 2021. The recent Government announcement in the Budget to ease the norms for debt financing of REITs and Infrastructure Investment Trusts (InvITs) will pave the way for the Country to have parity with developed nations for institutional financing in real estate assets and also help investors get higher returns.

### Challenges/Threats

The real estate sector is facing an acute working capital crisis which is essential to keep the business moving. The real estate industry has pinned hopes on Government intervention to salvage the loss created by the COVID-19 crisis with substantial fiscal stimulus to get the growth trajectory back on track.

The real estate market in India is currently in the midst of fairly challenging times. In the last few years, there have been a few noticeable macro shifts that have challenged the realty sector. The key challenges that the Indian real estate industry is facing today are, inter alia, as follows:-

- **Impact of COVID-19 Pandemic**

Indian real estate sector, which was already struggling to re-emerge from the past turbulence of structural changes, policy reforms, and the liquidity crisis, was set to witness major improvement.

Unfortunately, the year 2020 seems to be different. Country-wide lockdown until June and in some states till July, has halted all activities. As evident, project sites are shut, site visits have stopped, and construction activity has come to a grinding halt. Commercial real estate has also not been immune to the COVID-19 fallout. Corporate occupiers are seen delaying their leasing decisions.

Crises and global effects of pandemics are described as an unforeseen event which have negatively affected project development in the real estate sector, sales operations of existing real estate, costs estimates, values and rates of return of existing real estate sector in general.

- **Impact of NBFC Crisis**

Nation's real estate sector saw a fall after banks limited lending activity post the NBFC crisis in the year 2018 and the situation worsened further in the year 2020 due to a sharp demand crisis and COVID-19 pandemic. Not just the real estate sector but a large number of other industries indirectly related to this sector have also suffered the heavy winds of low demand. There is an urgent need to approach the challenge of liquidity suffered by this sector, especially after the NBFC cash crisis.

**Other Challenges are as follows:**

As corporate occupiers come back to the market, there is currently an excess supply of office space in our vicinity. Though we enjoy a dense location and a marquee property, rental income may be lower in the first few months and first few leases. As the second wave of COVID-19 hit Delhi NCR quite severely, even though the situation has been better for months and corporates have started returning to offices, new leasing activity has not kicked off yet. Corporates are afraid of the uncertainty in the next few months, and the fear of a third wave still dominates their decision.

**The Road Ahead/Positive Approach**

The year 2021 was slated to be a year of recovery, and the confidence was seconded by the vaccination drive rolled out by the Union Government. However, the recent upsurge of infections in various pockets of India has compelled the investor community to remain in a cautious mode.

As India continues with its Coronavirus vaccination drive, the positive impact of the inoculation programme will also be seen in the Country's real estate segment.

The rise in Covid cases will push companies to continue with flexible policies to reshape offices to suit the modern workforce. All kinds of companies will work to change office models according to their workforce preferences. The new purpose will be finding a balance in the work-life mix and facilitate the changing work pattern. A new concept of satellite workspaces is emerging to help the buyers to find a better work-life balance with offices near their residential spaces.

2021-22 will be a year to strive to retain the current clients and maintain occupancy levels. There might be some discounts involved in the short term, but at this time it is important to survive the challenging period so we can be among the stronger players when the market rebounds.

**3. Segment-wise/ Product-wise Performance**

You are already aware that, your Company has significant presence in Noida, UP

Your Company along with its subsidiary/associate companies etc. have range of Commercial real estate leasing, Factory space leasing, and Facility Management business.

Commercial real estate has seen serious challenges in the year as corporate adapt to a work from home culture. While lock-in period leases continue to be fruitful, others have either vacated or negotiated rental discounts.

Even the tenants that have honored their lock in period rentals have utilized lesser space and hours, therefore impacting facility management income.

Factory space occupiers have been more stable as they continue to use their space as before.

The Company operates in single segment only, therefore, the segment wise reporting is not applicable.

**4. Outlook and Strategy**

Our business continues to exhibit a stable performance amidst these challenging times, with significant lock-in period tenants continued to use their space. We also benefitted from lower borrowing costs.

The rental business has been witnessing some short-term temporary dislocations due to the pandemic and the lockdown

restrictions with tepid new leasing activity. We continue to maintain a positive outlook on this segment for the long term and expect normalcy to return in due course.

The key elements of the strategy of the Company are the following:

- **Cost Optimization and Cash Management:**

- The Company strives towards creating efficient cost structures in line with the scale of the business. It has successfully reset its cost base by significantly reducing cash overheads and the finance costs by tight controls and rate negotiations. It expects to sustain these cost structures into this next growth cycle. We expect to generate healthy cash flows to further deleverage the balance sheet and increased shareholders' value.
- Company to consider sale /exit from non-core assets / slow moving investments if fetching better value and to reduce the debt.
- The Company is improving its financial parameters through better performance and ensures repayment of principal amount to reduce the interest burden.

**5. Outlook on Risks and Concerns**

The Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks as well as sectoral investment outlook. Some risks that may arise in the normal course of business and could impact its ability to address future developments comprise credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk.

A new challenge emanating from the COVID-19 pandemic has also emerged which could affect business. The Company's strategy of focusing on key products and geographical segments is exposed to economic and market conditions. The Company has implemented robust risk management policies that set-out the tolerance for risk and your Company's general risk management.

**6. Internal Control Systems and Adequacy**

The Company's internal controls are commensurate with nature, size and complexities of operations. These internal control systems ensure compliance with all applicable laws and regulations and facilitate optimum utilization of available resources as also protect the interests of all stakeholders. The Company has clearly defined policies, standard operating procedures (SOPs), financial and operational delegation of authority (DOA) and organizational structure for its business functions to ensure a smooth conduct of its business.

**7. Discussion on Financial Performance with respect to Operational Performance**

The details of the financial performance of the Company are reflected in the Balance Sheet, Statement of Profit & Loss and other Financial Statements, appearing separately. Highlights are provided below:

(Rs. in Lakhs)

| Particulars       | March 31, 2021 | March 31, 2020 |
|-------------------|----------------|----------------|
| Total Income      | 3,088.48       | 4,380.48       |
| Profit Before Tax | 958.76         | 1,366.35       |

The financial performance of the Company has been further explained in the Board's Report of the Company for the Financial Year 2020-21 appearing separately.



The financial statements have been prepared in accordance with the requirement of Companies Act 2013, and applicable accounting standards issued by the Institute of Chartered Accountant of India.

## 8. Human Resources

The Company's core focus areas are building organisational capability and capacity, leveraging and nurturing key talent, encouraging meritocracy and enhancing people utilisation in alignment with its business strategy. The Company is undertaking the following steps:

- Strengthening and diversifying the leadership: Leadership teams have been ramped up by bringing specialists from real estate and other industries who will enhance all domains. Key hirings have been implemented across functions including Finance, Business Development, Project Management and execution, Marketing, IT and Hospitality.
- Revitalising the organisation by hiring young and talented professionals in all key areas.
- Strengthening the development and execution team to gear-up for the future.

Various training and coaching programmes are being implemented to refresh and enrich its existing talent pool. The Company leverages diversity of knowledge, qualification, skill, professional experience, culture, geography and sectoral understanding to enhance its competitiveness. The Company believes in creating an inclusive environment, where diverse perspectives can enrich strategic perspectives. To enhance inclusiveness at work, our 'gender sensitivity' workshops sensitise the environment in strengthening our conduct towards women colleagues. The Company's holistic wellness programme sensitised employees around work-life balance and importance of a healthy lifestyle, emotional, physical well-being and prevention of diseases. Regular medical checks, structured monthly health programmes, health bulletins, health talks and awareness campaigns were periodically conducted. The Company also rolled out a structured program to vaccinate all its employees and their families along with contractors'/ partners' staff & their families.

## 9. Details of significant changes in key financial ratios along with detailed explanations thereof, including:

| S. No. | Particulars   | Financial Year 2020-21 | Financial Year 2019-20 |
|--------|---|------------------------|------------------------|
| 1      | Debtors Turnover  | 9.82                   | 13.17                  |
| 2      | Inventory Turnover  | 9.34                   | 15.23                  |
| 3      | Interest Coverage Ratio   | 4.00                   | 3.71                   |
| 4      | Current Ratio   | 1.10                   | 0.55                   |
| 5      | Debt Equity Ratio   | 0.09                   | 0.15                   |
| 6      | Operating Profit Margin in percentage   | 41.40%                 | 42.72%                 |
| 7      | Net profit margin in Percentage   | 27.73%                 | 4.97%                  |
| 8      | Details of any change in Return on Net worth as compared to the immediately previous Financial Year along with a detailed explanation thereof | 3.94%                  | 1.04%                  |

## 10. Cautionary Statement

Certain statements in the Management Discussion and Analysis describing the Company's views on the industry, expectations/predictions and objectives etc. may be forward looking within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied in these statements. The Company's operations may, inter-alia, be affected by the supply and demand situations, input prices and availability, changes in Government regulations, tax laws, government or court decisions and other factors such as industry relations and economic developments, possible risk of lockdown and/or restrictions in certain geographies with the resurfacing of Covid-19 etc. Investors should bear this in mind when considering the above statements.

**On behalf of the Board of Directors  
Majestic Auto Limited**

**Date: November 2, 2021  
Place: Noida**

**Mahesh Munjal  
(Chairman & Managing Director)  
(DIN: 00002990)**

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

### 1. Brief outline on CSR Policy of the Company.

- (b) As a corporate citizen, Majestic Auto Limited (“MAL”) committed to identify and implement activities that are beneficial to the society through Corporate Social Responsibility (“CSR”) initiatives. In pursuant to this, MAL framed a CSR policy for the purpose of philanthropy and complying with the rules framed under Companies Act, 2013.
- (c) **The objective of CSR Policy is to consistently pursue the concept of integrated development of the society in an economically, socially and environmentally sustainable manner and at the same time recognize the interests of all its stakeholders.**

### 2. Composition of CSR Committee

As on the date of this report, composition of CSR Committee is as follows:

| S. No | CSR Committee Member   | Role in the CSR Committee held during the year | Number of meetings of CSR Committee attended during | Number of meetings of CSR Committee the year |
|-------|------------------------|--|---|--|
| 1     | Mr. Mahesh Munjal      | Chairman                                       | 1   | 1  |
| 2     | Mr. Aayush Munjal*     | Member   | 1   | -  |
| 3     | Mr. Anil Kumar Sharma* | Member   | 1   | -  |

\*CSR committee reconstituted as on September 26, 2021.

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The Composition of the CSR Committee, CSR Policy and CSR projects are available at the Investor Section on the Company’s website at <http://www.majesticauto.in/pdf/Corporate%20Social%20Responsibility%20Policy.pdf>.

### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

No impact assessment of CSR projects was carried out as the same is not applicable to the Company.

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

Not Applicable

| Sl. No. | Financial Year | Amount available for set-off from preceding financial years (in Rs) | Amount required to be set-off for the financial year, if any (in Rs) |
|---------|----------------|---|--|
| N.A.    | N.A.           | N.A.  | N.A.   |

### 6. Average net profit of the Company as per section 135(5) of the Act: Rs. 10,19,15,667

7.

| Details  | Amount (in Rs) |
|--|----------------|
| (a) Two percent of average net profit of the company as per section 135(5)                               | 20,38,313      |
| (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. | Nil            |
| (c) Amount required to be set off for the Financial Year, if any   | Nil            |
| (d) Total CSR obligation for the Financial Year (7a+7b-7c).  | 20,38,313      |

### 8. (a) CSR amount spent or unspent for the Financial Year:

| Total Amount Spent for the Financial Year. (in Rs.) | Amount Unspent (in Rs.)                         |                  |   |                  |                  |
|---|---|------------------|---|------------------|------------------|
|   | Total Amount transferred to Unspent CSR Account |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). as per section 135(6). |                  |                  |
|   | Amount  | Date of transfer | Name of the fund  | Amount           | Date of transfer |
| 1,60,000  | NA  | NA               | Clean Ganga Fund  | 6,00,000         | 29.09.2021       |
|   |   |                  | Prime Minister’s National Relief Fund   | 6,00,000         | 30.09.2021       |
|   |   |                  | Swacch Bharat Kosh  | 7,00,000         | 29.09.2021       |
|   |   |                  | <b>Total</b>  | <b>19,00,000</b> |                  |

**(b) Details of CSR amount spent against ongoing projects for the Financial Year: Not Applicable**

| 1      | 2                   | 3   | 4                   | 5                       |          | 6                | 7   | 8   | 9  | 10                                      | 11  |                         |
|--------|---------------------|---|---------------------|-------------------------|----------|------------------|---|---|--|---|---|-------------------------|
| Sl. No | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project |          | Project duration | Amount allocated for the project (in Rs.) | Amount spent in the current financial year (in Rs.) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.) | Mode of Implementation -Direct (Yes/No) | Mode of Implementation -Through Implementing Agency |                         |
|        |                     |   |                     | State                   | District |                  |   |   |  |   | Name  | CSR Registration number |
| N.A.   | N.A.                | N.A.  | N.A.                | N.A.                    | N.A.     | N.A.             | N.A.                                      | N.A.  | N.A.   | N.A.                                    | N.A.  | N.A.                    |

**(c) Details of CSR amount spent against other than ongoing projects for the Financial Year:**

| 1      | 2                                     | 3   | 4                   | 5                       |          | 6                                     | 7                                       | 8   |                         |
|--------|---------------------------------------|---|---------------------|-------------------------|----------|---------------------------------------|---|---|-------------------------|
| Sl. No | Name of the Project                   | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project |          | Amount spent for the project (in Rs.) | Mode of Implementation -Direct (Yes/No) | Mode of Implementation -Through Implementing Agency |                         |
|        |                                       |   |                     | State                   | District |                                       |   | Name  | CSR Registration Number |
| 1      | Shooter Dadi Chandro Foundation       | Schedule VII (vii)  | No                  | Uttar Pradesh           | Bagpat   | 1,60,000                              | Yes                                     | NA  | NA                      |
| 2      | Clean Ganga Fund                      | Schedule VII (iv)   | NA                  | NA                      | NA       | 6,00,000                              | Yes                                     | NA  | NA                      |
| 3      | Prime Minister's National Relief Fund | Schedule VII (vii)  | NA                  | NA                      | NA       | 6,00,000                              | Yes                                     | NA  | NA                      |
| 4      | Swacch Bharat Kosh                    | Schedule VII (i)  | NA                  | NA                      | NA       | 7,00,000                              | Yes                                     | NA  | NA                      |
|        | <b>TOTAL</b>                          |   |                     |                         |          | <b>20,60,000</b>                      |   |   |                         |

(d) Amount spent in Administrative overheads: NIL

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 20,60,000/-

(g) Excess amount for set off, if any

| Sl. No. | Particular  | Amount (in Rs) |
|---------|---|----------------|
| (i)     | Two percent of average net profit of the Company as per section 135(5)                                      | 20,38,313      |
| (ii)    | Total amount spent for the Financial Year   | 20,60,000      |
| (iii)   | Excess amount spent for the Financial Year [(ii)-(i)]   | 21,687         |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | Nil            |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | 21,687         |

9. **(a) Details of Unspent CSR amount for the preceding three financial years: Not Applicable**

| Sl. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.) | Amount spent in the reporting Financial Year (in Rs.) | Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any |                 |                  | Amount remaining to be spent in succeeding Financial Years (in Rs.) |
|---------|--------------------------|---|---|---|-----------------|------------------|---|
|         |                          |   |   | Name of the Fund  | Amount (in Rs.) | Date of transfer |   |
| N.A.    | N.A.                     | N.A.  | N.A.  | N.A.  | N.A.            | N.A.             | N.A.  |

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**

| 1       | 2          | 3                   | 4   | 5                | 6   | 7  | 8   | 9  |
|---------|------------|---------------------|---|------------------|---|--|---|--|
| Sl. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (in Rs.) | Amount spent on the project in the reporting Financial Year (in Rs.) | Cumulative amount spent at the end of reporting Financial Year (in Rs.) | Status of the project - Completed/ Ongoing |
| N.A.    | N.A.       | N.A.                | N.A.  | N.A.             | N.A.  | N.A.   | N.A.  | N.A.                                       |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset wise details)

- (a) Date of creation or acquisition of the capital asset(s): Not Applicable
- (b) Amount of CSR spent for creation or acquisition of capital asset: Not Applicable
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not Applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): During the year under review, the Company was required to spend money on CSR activities but due to some unavoidable circumstances like COVID-19 pandemic, company was not able to spend the entire required amount within the financial year 2020-21, thereafter, in compliance of second proviso to Section 135(5) of the Companies Act, 2013, the Company transferred the unspent amount in funds specified in Schedule VII till September 30, 2021.

On behalf of the Board of Directors  
Majestic Auto Limited

Date: November 2, 2021  
Place: Noida

Mahesh Munjal  
(Chairman & Managing Director  
and Chairman of CSR Committee)  
DIN: 00002990

Rajpal Negi  
Chief Financial Officer

## CORPORATE GOVERNANCE REPORT

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance primarily involves transparency, full disclosure, independent monitoring the state of affairs and being fair to all stake holders. The Company seeks to achieve the goal by ensuring that timely and accurate disclosures are made in an easily understood manner on all matters relating to the financial situation, performance, ownership and governance of the Company.

The Company is committed to ensure that all the stakeholder's interests are protected by continuously striving to increase the efficiency of the operations as well as the systems and processes for use of corporate resources. The Company aims at achieving not only the highest possible standard of legal and regulatory compliances, but also of effective management. We believe in a Board of appropriate size, composition and commitment to adequate discharge its responsibilities and duties.

Company views Corporate Governance as more than just regulatory requirements as it believes there exists a fundamental link between the Company and the society. Our corporate governance framework ensures that we make timely disclosures and share information about our financials and performance as well as business of the Company. Given below is brief report on the practices followed by the Majestic Auto Limited ("the Company") towards achievement of Good Corporate Governance.

## 2. BOARD OF DIRECTORS

## (a) Composition of the Board

The business of the Company is managed by the Board of

Directors. The Board formulates the strategy and regularly reviews the performance of the Company. The composition of the Board of your Company was in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on March 31, 2021. The Board comprises of 4 Directors being non-executive Independent Directors, one Managing Director and two Whole Time Directors including one Women Director. Based on the confirmation/ disclosures received from the Directors of the Companies none of the Directors on the Board of more than twenty (20) Companies or a Director in more than ten (10) public companies or holds memberships in committees of the Board in more than ten (10) committees or chairmanship of more than five (5) committees.

During the financial year 2020-21 five Board Meetings were held on June 29, 2020, August 29, 2020, November 09, 2020, February 08, 2021 and March 30, 2021. The Board Members were given agenda papers along with necessary documents and information in advance of each Board and other committee meetings.

The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors. As on March 31, 2021 the Board of the Company comprised of seven (7) Directors consisting of three (3) Executive Directors and four (4) Non-Executive Directors.

The composition of the Board of Directors, attendance at the Board Meetings, attendance at last Annual General Meeting of the Company and the details of Directors of the Company having directorship in other companies, membership / chairmanship of committees across all companies in which they are directors as on March 31, 2021 are given below :

| Name                              | (DIN)    | Category/<br>Designation                                | No. of Board<br>Meetings<br>Attended<br>Companies | Number of<br>Positions<br>Held in Other<br>2020 |                          | Attendance at<br>the Last AGM<br>(September 30, | Name of<br>other listed<br>company                |
|-----------------------------------|----------|---|---|---|--------------------------|---|---|
|                                   |          |   |   | Board <sup>(1)</sup>                            | Committee <sup>(2)</sup> |   |   |
| Mr. Mahesh Munjal                 | 00002990 | Executive Director<br>(Chairman &<br>Managing Director) | 5   | 7   | 1                        | Yes   | NIL   |
| Ms. Aashima Munjal                | 00050716 | Executive Director<br>(Whole Time Director)             | 5   | 6   | 1                        | Yes   | NIL   |
| Mr. Aayush Munjal                 | 07276802 | Executive Director<br>(Whole Time Director)             | 5   | 1   | -                        | Yes   | NIL   |
| Mr. Vikas Nanda <sup>(3)</sup>    | 00106264 | Non-Executive and<br>Independent Director               | 5   | 3   | 3                        | Yes   | NIL   |
| Mr. Naveen Jain <sup>(3)</sup>    | 00051183 | Non-Executive and<br>Independent Director               | 5   | 8   | 7                        | Yes   | Royal Orchid<br>Hotels Limited                    |
| Mr. Sham Lal Mohan <sup>(3)</sup> | 00028126 | Non-Executive and<br>Independent Director               | 5   | 3   | 1                        | Yes   | Jaypee<br>Infratech Limited<br>& Arcotech Limited |
| Mr. Anil Kumar Sharma             | 01157106 | Non-Executive and<br>Independent Director               | 5   | 4   | -                        | Yes   | Winsome Textile<br>Industries Limited             |

(1) Directorship in public limited companies, excluding private limited companies, foreign companies, companies under Section 8 of the Companies Act 2013.

(2) Only covers Membership / Chairmanship of Audit Committee and Stakeholders' Relationship Committee of public limited companies.

(3) Mr. Vikas Nanda (DIN: 00106264), Mr. Naveen Jain (DIN: 00051183) and Mr. Sham Lal Mohan (DIN: 00028126) have resigned from the position of Independent Director on the Board w.e.f. September 02, 2021.

**DETAILS OF BOARD MEETING HELD DURING THE FINANCIAL YEAR 2020-21**

| S. No. | Date of Board Meeting | Board Strength | No. of Directors present |
|--------|-----------------------|----------------|--------------------------|
| 1.     | 29.06.2020            | 7              | 7                        |
| 2.     | 29.08.2020            | 7              | 7                        |
| 3.     | 09.11.2020            | 7              | 7                        |
| 4.     | 08.02.2021            | 7              | 7                        |
| 5.     | 30.03.2021            | 7              | 7                        |

**(b) Independent Directors:**

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) read with Regulation 25(8) of the Listing Regulations. In the opinion of the Board, the Independent Directors fulfill the conditions of independence specified in the Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) read with Regulation 25(8) of the Listing Regulations.

The number of Directorship, Committee Membership(s) of all the Directors are within respective limit prescribed under the Companies Act, 2013 and listing regulations.

The Company has adopted a process for the performance evaluation of the entire Board, Committees and individual Director including Independent Directors. Please refer to the Board's Report for details on the Performance Evaluation.

The details of familiarization programme for Independent Directors are available on the Company's website and the weblink <http://www.majesticauto.in/pdf/Familiarization%20Program%20for%20Independent%20Directors.pdf>

Independent Directors have no pecuniary relationship with other Directors of the Company. None of the Director of the Company is related to each other except Ms. Aashima Munjal is daughter and Mr. Aayush Munjal is the son of Mr. Mahesh Munjal, who is the Chairman and Managing Director of the Company. Chairmanships/ Memberships of Board Committees include only Audit and Shareholders/Investors Grievance Committees. None of the Directors on the Board serve as Independent Director in more than seven listed companies. The Company did not advance loan to any of its Director during Financial Year 2020-21.

There is no pecuniary relationship or transaction of the non-executive directors vis-a-vis the Company. The non-executive directors are paid sitting fees for attending the Board and committee meetings.

The meeting of Independent Directors was held on March 24, 2021 and all the 3 independent directors were present in the same.

None of the present Independent Directors hold any shares (in his own name or on behalf of other person on beneficial basis) in the Company.

**(c) Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Discloser Requirements) Regulations

2015, a system has been put in place to carry out performance evaluation of the Board, its Committees and individual directors. An appraisal format has been devised covering various aspects of the Board's functioning such as adequacy of composition of the board and its Committees, board process, culture and accountability etc. Similarly, a separate format is also formulated for carrying out evaluation of the performance of individual Directors including the Chairman of the Board, which inter-alia include parameters such as level of engagement and contribution, understanding of industry and global trends, and independence of judgment etc.

At the time of appointing a Director, a formal letter of appointment is given to the Director, which inter alia explains the role, functions, duties and responsibilities expected from him / her as a Director of the Company. The Director is also explained in detail the compliance required from him / her under the Companies Act, 2013 and SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015. The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him / her to effectively fulfill his / her role as Director of the Company.

**Information Supplied to the Board**

The Board members are given agenda along with necessary documents and information in advance of each meeting of the Board and Committee and the information as required to be placed before the Board in terms of Regulation 17(7) of the SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015.

**(d) CEO/CFO Certification**

In terms of Regulation 17(8) and Part -B of Schedule II of the LODR, CMD and the CFO of the Company have certified to the Board regarding the Financial Statements for the year ended 31st March, 2021 which is annexed as Appendix-C.

**(e) Code of Conduct**

The Company has adopted a "Code of Conduct" for all Board members and senior management of the Company. The code of conduct is available on the website of the Company [www.majesticauto.in](http://www.majesticauto.in). All Board members and senior management have affirmed compliance with the Code of Conduct. The declaration signed by the Managing Director of the Company to this effect is enclosed at the end of this report.

**(f) Risk Management**

The Company has established an effective risk assessment and minimization procedures, which are reviewed by the Board periodically. There is a structure in place to identify and mitigate various risks faced by the Company from time to time. New risks are identified, and after their assessment their controls are designed, put in place with specific responsibility of the concerned person for its timely achievement.

## (g) Key Board skills / expertise / competencies

| Board Parameter              | Specific skills/expertise/competencies   | Mahesh Munjal | Aayush Munjal | Aashima Munjal | Naveen Jain | Vikas Nanda | Anil Kumar Sharma | Sham Lal Mohan |
|------------------------------|--|---------------|---------------|----------------|-------------|-------------|-------------------|----------------|
| Industry Knowledge           | Understanding of business of Real Estate Sector  | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |
| Business Leadership          | Understanding business dynamics across various geographical markets, industry verticals and regulatory jurisdictions   | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |
| Strategy and Planning        | Strategic thinking and choices, experience in guiding and leading management teams to make decisions in uncertain environments   | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |
| Financial Expertise          | Ability to understand financial policies, accounting statements and disclosure practices   | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |
| Governance                   | Experience in developing governance practices, serving the best interests of all stakeholders, maintaining Board and Management accountability, building long term effective stakeholder engagements, and driving corporate ethics and values. | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |
| Human Resource Understanding | Experience in human resource management such that they bring in a considered approach to the effective management of people in an organization   | ✓             | ✓             | ✓              | ✓           | ✓           | ✓                 | ✓              |

### 3. AUDIT COMMITTEE

The power, role and terms of reference of the Audit Committee includes inter alia oversight of the Company's financial reporting process, internal financial control system, reviewing the adequacy of internal audit function, reviewing with management the quarterly/ annual financial statements before submitting to the Board, recommendation of appointment of auditors and approval of related party transactions etc., besides other terms as may be referred by the Board of Directors.

In the financial Year ended 31st March, 2021, four meetings of Audit committee were held on June 29, 2020, August 29, 2020, November 9, 2020 and February 8, 2021. The Composition of the Audit Committee and attendance record of members of the Audit Committee for the financial year 2020-21 is as under:

| S. No. | Name             | Designation | No. of Meetings attended |
|--------|------------------|-------------|--------------------------|
| 1      | Mr. Vikas Nanda* | Chairman    | 4                        |
| 2      | Mr. Naveen Jain* | Member      | 4                        |
| 3      | Mr. S. L Mohan*  | Member      | 4                        |

\* Mr. Vikas Nanda, Mr. Naveen Jain and Mr. Sham Lal Mohan ceased to be a members of the Committee due to resignation from the Board of the Company w.e.f. September 02, 2021.

All members of the Audit Committee are financially literate and have related financial management expertise by virtue of their

relevant experience. The nomenclature, constitution and terms of reference of the Audit Committee has been set up as per the provisions of the Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company Secretary acts as the Secretary of the Audit Committee. The Managing Director, Finance Head, Internal Auditors, and Statutory Auditors attend the Audit Committee meetings.

The genesis of Majestic Auto Limited's Audit Committee can be traced back to the Audit Sub-Committee, constituted in 1994. Since then it has been dealing with matters prescribed by the Board of Directors on a case by case basis. The nomenclature, constitution and terms of reference of the Audit Committee has been set up as per the provisions of the Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on date of this report, the Committee has 3 (three) Non-Executive Independent Directors consisting of Mr. Anil Kumar Sharma, Dr. Rajesh Kumar Yaduvanshi & Mr. Pradip Kumar Mittal and 1 (one) Executive Director i.e. Mr. Mahesh Munjal in accordance with the prescribed guidelines. All the members have sound knowledge in the field of finance, accounting and law.

The Chairman of the Audit Committee was present at the Annual General Meeting of the Company held on September 30, 2020.

#### 4. NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee was constituted in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations, the terms of reference includes following namely formulation of criteria for determining the qualification, positive attributes and independence of a director and recommending to the Board a policy relating to remuneration of the directors, key managerial personnel and other employee etc.

During this financial year, one (1) Nomination and Remuneration Committee meeting was held on Feb 08, 2021. The composition of the NRC and details of the meetings and attendance during the Financial Year 2020-21 are as under:

| S. No. | Name             | Designation | No. of Meetings attended |
|--------|------------------|-------------|--------------------------|
| 1      | Mr. Naveen Jain* | Chairperson | 1                        |
| 2      | Mr. Vikas Nanda* | Member      | 1                        |
| 3      | Mr. S. L Mohan*  | Member      | 1                        |

\*Mr. Naveen Jain, Mr. Vikas Nanda & Mr. Sham Lal Mohan ceased to be a members of the Committee due to resignation from the Board of the Company w.e.f. September 02, 2021.

The Chairman of the NRC was present at the Annual General Meeting of the Company held on September 30, 2020.

The Nomination and Remuneration Committee was set up to review and recommend the payment of salaries, commission, execution of service agreements and other employment conditions for Executive Director(s) / Managing Director(s) and senior management of the Company. The Committee while approving the remuneration takes into account, financial position of the Company, trend in the Industry, appointee's qualification, experience, past performance, past remuneration etc. and brings about objectivity in determining the remuneration package while striking a balance between the interest of the Company and the shareholders. All the members of the Committee are Non-executive Independent Directors. The members of the Committee are persons of repute and have sound knowledge of management practices. The power and role of the Remuneration Committee is as per Section 178 of the Companies Act, 2013 and regulation set out under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on date of this report, the Committee has 3 (three) Non-Executive Independent Directors consisting of Mr. Anil Kumar Sharma, Dr. Rajesh Kumar Yaduvanshi & Mr. Pradip Kumar Mittal and 1 (one) Executive Director i.e Mr. Mahesh Munjal, Chairman & Managing Director of the Company.

##### REMUNERATION POLICY:

The Managing Director is paid remuneration recommended by remuneration committee and approved by the Board of Directors & Shareholders. The remuneration is fixed considering various factors such as qualification, experience, expertise, prevailing remuneration in the corporate world, financial position of the Company etc. The remuneration structure comprises of basic salary, perquisites and allowances, contribution to provident fund and other funds.

In the event of loss or inadequacy of profits in any financial year during the currency of the tenure of Managing Director, the payment of salary, perquisites and other allowances would be as per terms of Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration.

The Non-Executive Directors do not draw any remuneration from the Company except sitting fees for the meeting of the Board and Committees thereof attended by them.

- a. The details of remuneration paid to Directors for the Financial Year 2020-21 are furnished below (Managing Director and Whole Time Director):

(Rs. In Lacs)

| Name               | Salary and other perquisites | Commission | Total  |
|--------------------|------------------------------|------------|--------|
| Mr. Mahesh Munjal  | 126.17                       | -          | 126.17 |
| Mr. Aayush Munjal  | 45.57                        | -          | 45.57  |
| Ms. Aashima Munjal | 1.00                         | -          | 1.00   |

##### NOTES:

Re-appointment & Remuneration of Mr. Mahesh Munjal, Managing Director of the Company for a period of 3 years w.e.f. October 29, 2021 is proposed to be approved by the members of the Company in the ensuing Annual General Meeting by way of passing a special resolution.

Re-appointment of Mr. Aayush Munjal as Whole Time & Joint Managing Director of the Company without remuneration for a period of 5 years w.e.f. August 14, 2021 is proposed to be approved by the members of the Company in the ensuing Annual General Meeting by way of passing an ordinary resolution.

Re-appointment of Ms. Aashima Munjal as Whole Time & Joint Managing Director of the Company without remuneration for a period of 5 years w.e.f. October 1, 2021 is proposed to be approved by the members of the Company in the ensuing Annual General Meeting by way of passing an ordinary resolution.

- b. The details of the sitting fees paid to the Non-Executive Directors of the Company during the financial year 2020-21 are given below:

(Rs. In Lacs)

| Name                  | Salary and other perquisites | Commission | Total |
|-----------------------|------------------------------|------------|-------|
| Mr. Vikas Nanda       | 1.70                         | -          | 1.70  |
| Mr. Naveen Jain       | 1.70                         | -          | 1.70  |
| Mr. Sham Lal Mohan    | 1.70                         | -          | 1.70  |
| Mr. Anil Kumar Sharma | 1.00                         | -          | 1.00  |

#### 5. STAKEHOLDER RELATIONSHIP COMMITTEE (SRC)

The Committee has been constituted to specifically redress the grievances of Shareholders and Investors pertaining to shares sent for transfer, non-receipt of dividends, dematerialization and other allied matters. The Composition during the Financial Year 2020-21 is as under:-

| S. No. | Name               | Designation |
|--------|--------------------|-------------|
| 1      | Mr. Vikas Nanda    | Chairperson |
| 2      | Mr. Mahesh Munjal  | Member      |
| 3      | Ms. Aashima Munjal | Member      |

The Company Secretary of the Company also acts as the secretary of the shareholder grievance committee. To redress the investor grievances the Company has a dedicated e-mail id i.e.



grievance@majesticauto.in for the purpose of registering complaints by the investors.

The Chairman of the SRC was present at the Annual General Meeting of the Company held on September 30, 2020.

As on date of this report, the Committee has 1 (one) Non-Executive Independent Directors consisting of Mr. Anil Kumar Sharma and 2 (two) Executive Director i.e Mr. Mahesh Munjal, Chairman & Managing Director of the Company and Mr. Aayush Munjal, Whole-time Director.

**Name, designation and address of the Compliance Officer:**

\*Ms. Juhi Garg

(Company Secretary & Compliance Officer)

Corporate Office: Majestic Auto Limited, A-110, Noida Sector-4, UP-201301

\*Ms. Juhi Garg has resigned as Company Secretary & Compliance Officer of the Company w.e.f. August 03, 2021.

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

The Corporate Social Responsibility (CSR) Committee of the Company comprises of three (3) Directors out of which one (1) is an Independent Director.

During this financial year, one (1) Nomination and Remuneration Committee meeting was held on August 29, 2020. The composition of the CSR Committee and details of the meetings and attendance during the Financial Year 2020-21 are as under:

| S. No. | Name               | Designation | No. of Meetings attended |
|--------|--------------------|-------------|--------------------------|
| 1.     | Mr. Mahesh Munjal  | Chairman    | 1                        |
| 2.     | Mr. Vikas Nanda*   | Member      | 1                        |
| 3.     | Ms. Aashima Munjal | Member      | 1                        |

\* Mr. Vikas Nanda ceased to be a member of the Committee due

**8. GENERAL BODY MEETINGS**

(a) Locations, day, dates and times where the last three Annual General Meetings (“AGM”)/Extra-Ordinary General Meeting (EGM) were held are as follows:

| Meeting              | Location  | Date                          | Time       | Description of Special Resolution(s)  |
|----------------------|---|-------------------------------|------------|---|
| EGM                  | Through Video Conferencing/ Other Audio-Visual Means  | Saturday, May 8, 2021         | 02:30 P.M. | No Special Resolution was passed in this meeting.   |
| 47 <sup>th</sup> AGM | Through Video Conferencing/ Other Audio-Visual Means  | Wednesday, September 30, 2020 | 2:00 P.M.  | No Special Resolution was passed in this meeting.   |
| 46 <sup>th</sup> AGM | Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016 | Saturday, September 28, 2019  | 11:00 A.M. | <ul style="list-style-type: none"> <li>Appointment of Mr. Sham Lal Mohan as an Independent Directors of the Company</li> <li>Appointment of Mr. Anil Kumar Sharma as an Independent Directors of the company</li> <li>To give consent for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons/ Bodies Corporate</li> </ul> |
| 45 <sup>th</sup> AGM | At the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana - 141 010  | Friday, September 28, 2018    | 11:00 A.M. | <ul style="list-style-type: none"> <li>Appointment of Mr. Aayush Munjal as Whole Time Director</li> <li>Appointment of Mr. Mahesh Munjal as Managing Director</li> <li>Shifting of Registered Office of the Company from the state of Punjab to NCT of Delhi</li> </ul>   |

to his resignation from the position of the Independent director w.e.f. September 02, 2021.

The CSR activities undertaken by the Company during the year are set out in **Annexure- F** of the Board’s Report.

The CSR Policy detailing the summary of CSR activities along with relevant details is accessible at the Investors section on the Company’s website at www.majesticauto.in

As on date of this report, the Committee has 1 (one) Non-Executive Independent Directors consisting of Mr. Anil Kumar Sharma and 2 (two) Executive Director i.e Mr. Mahesh Munjal, Chairman & Managing Director of the Company and Mr. Aayush Munjal, Whole-time Director.

**7. VIGIL MECHANISM COMMITTEE**

The Vigil Mechanism Committee of the Company comprises of three (3) Directors out of which one (2) are an Independent Director.

During this financial year, no Committee meeting was held. The composition of the Vigil Mechanism Committee during the Financial Year 2020-21 is as under:

|                       |          |
|-----------------------|----------|
| Mr. Sham Lal Mohan    | Chairman |
| Mr. Mahesh Munjal     | Member   |
| Mr. Anil Kumar Sharma | Member   |

\* Mr. Sham Lal Mohan ceased to be a member of the Committee due to his resignation from the position of the Independent director w.e.f. September 02, 2021.

As on date of this report, the Committee has 2 (two) Non-Executive Independent Directors consisting of Mr. Anil Kumar Sharma and Mr. Pradip Kumar Mittal and 1 (one) Executive Director i.e Mr. Mahesh Munjal, Chairman & Managing Director of the Company.

## (b) Postal Ballot

During the Financial Year 2020-21, the Company did not conduct any postal ballot.

## 9. MEANS OF COMMUNICATION

1. The Company has been regular, by authorized mode, in sending the annual audited as well as quarterly unaudited results to the Stock Exchange on immediate basis, after they are taken on record by the Board of Directors.
2. The Company's quarterly and annual results have been published in English and Punjabi Newspapers viz. *The*

*Financial Express* (all India edition) and *Desh Sewak* respectively for the period when the registered office of the company was in Punjab. Thereafter, after the shifting of the registered office of the company, the same has been published in Business Standard (English and Hindi) and have also been displayed on Company's website at [www.majesticauto.in](http://www.majesticauto.in) and company is also filing information's through BSE website at [www.listing.bseindia.com](http://www.listing.bseindia.com).

3. Management Discussion and Analysis report which forms a part of the Annual Report is given by means of a separate annexure and is attached to the Board's Report.

## 10. GENERAL SHAREHOLDERS INFORMATION

### (a) Basic Information:

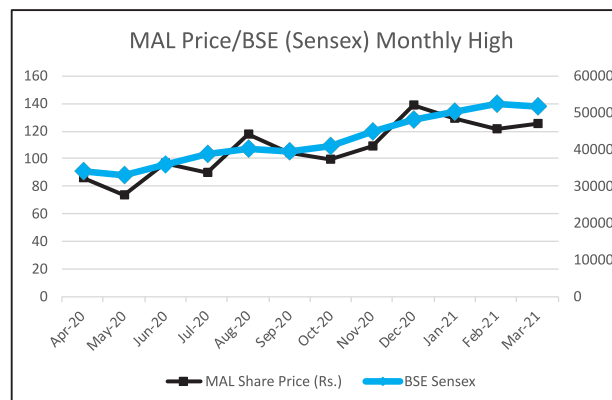
| S. No. | Particular   | Details  |
|--------|--|--|
| (i)    | AGM Date, Time and Venue   | November 29, 2021 at 11:00 A.M.  |
|        |  | The Company is conducting meeting through VC /OAVM. The deemed venue for the 48 <sup>th</sup> AGM shall be the Registered Office of the Company. For details please refer to the Notice of this AGM. |
| (ii)   | Financial Year   | April 01, 2020 to March 31, 2021   |
| (iii)  | Date of Book Closure   | November 22, 2021 to November 29, 2021 (both days inclusive)   |
| (iv)   | Dividend Payments  | Proposed Rs. 7.50/- per share for FY 2020-21   |
| (v)    | Listing on Stock Exchanges   | BSE Limited (BSE)<br>Phiroze Jeejee bhoy Tower Dalal Street, Mumbai-400 001.<br>It is hereby confirmed that listing fees up to Financial Year 2021-22 has been paid.                                 |
| (vi)   | Stock Code   | BSE- 500267<br>ISIN - INE201B01022   |
| (vi)   | List of all credit ratings obtained by the entity along with any revisions thereto during the relevant Financial Year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad | NA   |

### (b) Market Price Data\*: High, Low on BSE during each month in the last Financial Year 2020-21:

| Month   | BSE       |          |
|---------|-----------|----------|
|         | High(Rs.) | Low(Rs.) |
| Apr-20  | 85.95     | 57.15    |
| May-20  | 74.00     | 59.90    |
| June-20 | 97.00     | 70.00    |
| July-20 | 90.10     | 74.20    |
| Aug-20  | 117.40    | 79.00    |
| Sep-20  | 104.65    | 88.70    |
| Oct-20  | 99.00     | 86.70    |
| Nov-20  | 109.40    | 84.10    |
| Dec-20  | 138.70    | 91.00    |
| Jan-21  | 129.00    | 106.50   |
| Feb-21  | 121.00    | 105.00   |
| Mar-21  | 125.00    | 99.20    |

\* Source – BSE Limited

### (c) Performance of Majestic Auto Limited (MAL) share prices in comparison to BSE Sensex\*



\* Source – BSE Limited

As on March 31, 2021, shares of the Company were not suspended from trading.

(d) **Registrar & Share Transfer Agent:**

| S. No. | Particulars | Details  |
|--------|-------------|--|
| 1.     | Name        | Alankit Assignments Limited                                    |
| 2.     | Address     | Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110055 |
| 3.     | Email id    | rta@alankit.com  |
| 4.     | Phone       | (011) 23541234, 42541234                                       |

(e) **Share Transfer System**

Alankit Assignments Limited, Registrar & Share Transfer Agent (“RTA”) of the Company handles share transfer, transmission, transposition, dematerialization and re-materialization of shares, issue of duplicate share certificates, split and consolidation of shares, IEPF matters, etc. on regular basis in compliance with various provisions of the law, as applicable.

(f) **Distribution of Shareholding as on March 31, 2021**

| No. of shares held<br>(Rs.10/- paid up) | Folios      |               | Shares of Rs.10/- paid up Value |               |
|---|-------------|---------------|---------------------------------|---------------|
|   | Number      | %             | Number                          | %             |
| 1-500                                   | 4395        | 89.51         | 529226                          | 5.09          |
| 501-1000                                | 235         | 4.79          | 190789                          | 1.84          |
| 1001 to 2000                            | 119         | 2.42          | 180064                          | 1.73          |
| 2001 to 3000                            | 52          | 1.06          | 134299                          | 1.29          |
| 3001 to 4000                            | 29          | 0.59          | 101144                          | 0.97          |
| 4001 to 5000                            | 19          | 0.39          | 84571                           | 0.81          |
| 5001 to 10000                           | 29          | 0.59          | 203839                          | 1.96          |
| 10001 and above                         | 32          | 0.65          | 8973546                         | 86.31         |
| <b>TOTAL</b>                            | <b>4910</b> | <b>100.00</b> | <b>10397478</b>                 | <b>100.00</b> |

(g) **Shareholding Pattern as on March 31, 2021**

| Category  | Holders (No.) | No. of Equity Shares | %age       |
|---|---------------|----------------------|------------|
| <b>Promoters</b>                                    |               |                      |            |
| Indian Promoters                                    | 2             | 7798108              | 75         |
| <b>Total Promoter Holding</b>                       | <b>2</b>      | <b>7798108</b>       | <b>75</b>  |
| <b>Non Promoter Holding</b>                         |               |                      |            |
| Foreign Portfolio Investors                         | 5             | 2251                 | 0.02       |
| Mutual Funds  | 2             | 2778                 | 0.03       |
| Indian Public                                       | 4627          | 2368354              | 22.78      |
| Others  |               |                      |            |
| Body Corporates                                     | 69            | 134915               | 1.3        |
| NRI/OCBS  | 43            | 19472                | 0.19       |
| Co-op., HUF, Banks, Co-op. Societies, Trust, others | 162           | 71600                | 0.68       |
| <b>Total Non-Promoter Holding</b>                   | <b>4943</b>   | <b>2599370</b>       | <b>25</b>  |
| <b>Grand Total</b>                                  | <b>4945</b>   | <b>10397478</b>      | <b>100</b> |

(h) **Dematerialization of shares and liquidity:**

As on March 31, 2021, total 1,03,97,478 equity shares of face value of Rs. 10/- each are listed at BSE Limited. As on March 31, 2021, 98.65% of the Company’s total Share Capital was held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL).

All shareholders are requested to update their bank account details with their respective depositories urgently. This would facilitate transfer of dividend directly to the bank account of the shareholders.

(i) **Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any GDRs/ADRs / Warrants or any convertible instruments during Financial Year 2020-21.

(j) **Commodity price risk or foreign exchange risk and hedging activities:**

There is no Commodity Risk and hedging activities. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/ CIR/P/2018/0000000141 dated November 15, 2018.

(k) **Plant location** : B-6, B-7 & B-9 Ecotech I, Extension, Greater Noida

(l) **Registered Office/Address of Correspondence** : 10 Southern Avenue, First Floor, Maharani Bagh New Delhi- 110065

**Investors’ Correspondence may be Addressed to** : Alankit Assignments Limited, Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110055.

**Tel No.** : 0120-4348907

**Website** : www.majesticauto.in

**E-mail ID** : grievance@majesticauto.in

(m) **Investor Education Protection Fund (“IEPF”)**

In terms of the provisions of Section 124 and 125 of the Companies Act, 2013 read with the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016/ Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, during the Financial Year there was no unclaimed amount or shares that were required to be transferred to the Investor Education and Protection Fund (IEPF) established by Central Government.

(n) **Unclaimed Suspense Account (“Unclaimed Suspense Account”)**

The details of equity shares (“shares”) held in an Unclaimed Suspense Account are as follows:

| S No. | Particulars  | No. of Shareholders | No. of Shares |
|-------|--|---------------------|---------------|
| 1     | Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the Financial Year 2020-21 (i.e. April 01, 2020) | 248                 | 30,560        |
| 2     | Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the Financial Year 2020-21                            | -                   | -             |
| 3     | Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the Financial Year 2020-21   | -                   | -             |

| S No. | Particulars   | No. of Shareholders | No. of Shares |
|-------|---|---------------------|---------------|
| 4     | Number of shares transferred to Investor Education & Protection Fund (IEPF) Authority established by the Central Government during the Financial Year 2020-21 | -                   | -             |
| 5     | Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the Financial Year 2020-21                  | 248                 | 30,560        |

**Notes:**

The shareholders who have not received the shares may approach the Company or M/s Alankit Assignments Limited, the Registrar and Transfer Agents of the Company, with their correct particulars and proof of their identity for crediting of the Shares from the Unclaimed Securities Suspense Account to their individual demat Account. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

**(o) Nomination Facility**

The Company offers facility of nomination. The facility is made available folio-wise and for the entire shares registered under the folio. The members holding shares in dematerialized form may contact and consult their respective Depository Participant (DP) for availing the nomination facility. Members holding shares in physical form may contact RTA of the Company.

**(p) Queries Relating to the Financial Statements of the Company may be addressed to:**

Mr. Rajpal Singh Negi, Chief Financial Officer

Email: accounts@majesticauto.in, grievance@majesticauto.in

**(q) DISCLOSURES**

(a) During the Financial Year 2020-21, the Company had no material significant related party transactions which is considered to have potential conflict with the interests of the Company at large. The Company has formulated a policy on materiality significant related party transactions and the details of the policy are available at the Investors section on the Company's website at www.majesticauto.in. 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. The details of the Related Party transactions were placed periodically before and reviewed by the Company's Audit Committee in FY 2020-21.

(b) Details of non-compliances and penalties imposed on the Company by Bombay Stock Exchange Ltd. (BSE) are as follows: NIL

(c) In compliance with the SEBI regulations on prevention of insider trading, the Company has instituted a comprehensive code of conduct for its directors, management, staff and relevant business associates. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on consequences of non-compliances.

(d) The Company has not raised any funds through preferential allotment or qualified institutions placement as specified

under Regulation 32 (7A) of the Listing Regulations.

(e) The Company has also obtained a Certificate from PKB & Associates, Company Secretaries to the effect that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any other statutory authority.

(f) All the recommendations of all the Committees have been accepted by the Board of the Company.

(g) Details relating to fees paid to the Statutory Auditors are given in Note 27 to the Financial Statements.

(h) The Company has not adopted the non-mandatory requirements as specified under SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015.

(i) Pursuant to Section 177 of the Companies Act, 2013 read with Regulation 22 of the SEBI Listing Regulations, the Company has in place a whistle blower policy for establishing a vigil mechanism for Directors and employees to report instances of unethical and/ or improper conduct and to take suitable steps to investigate and correct the same. Directors, employees, vendors, customers or any person having dealings with the Company/ subsidiary(ies) may report non-compliance of the policy to the noticed persons. The Directors and management personnel maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discrimination. No person was denied access to the Audit Committee during the year.

(j) Please refer Board's Report for disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

(k) The Company has duly complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (LODR), 2015.

(m) Management Discussion and Analysis Report forms part of the Annual Report and annexed to the Board's Report.

(n) In terms of the requirement of the Regulation 17(8) of the SEBI (LODR), 2015, the certificate from CFO has been obtained.

**(r) Code of Conduct**

In terms of the requirement of Regulation 17(5)(a) of SEBI (LODR), 2015 & Section 149(8) read with Schedule IV of the Act, the Board of Directors of the Company have laid down the Code of Conduct ("Code") for all Board Members and Senior Management of the Company. As required, a declaration duly signed by the Chairman and Managing Director of the Company regarding affirmation of compliance with the Code of Conduct is attached as "Appendix-A".

**(s) Certificate from Statutory Auditor regarding compliance of conditions of Corporate Governance**

A certificate from the Statutory Auditors is annexed as "Appendix-B" certifying the compliance of corporate governance requirements by the Company.

On behalf of the Board of Directors

Mahesh Munjal

(Chairman & Managing Director)

(DIN: 00002990)

Date: November 2, 2021

Place: Noida

**Declaration regarding Affirmation of compliance with the Code of Conduct**

I hereby, confirm that the Company has received affirmations in compliance with the Code of conduct for the Financial Year 2020-21 from all the Board Members and Senior Management Personnel pursuant to the requirements of Regulation 26(3) of Securities and Exchange Board of India (Listing and Disclosure Obligations) Regulations 2015.

**On behalf of the Board of Directors****Date: November 2, 2021**  
**Place: Noida****Mahesh Munjal**  
**(Chairman & Managing Director)**  
**(DIN: 00002990)****Appendix-B****TO THE MEMBERS OF MAJESTIC AUTO LIMITED****INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

1. We, SAR and Associates, Chartered Accountants, the Statutory Auditors of Majestic Auto Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2021, as stipulated in regulations 17 to 27 as applicable and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Listing Regulations).

**Managements' Responsibility**

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

**Auditor's Responsibility**

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. We have also examined the Secretarial Auditor Report for the year ended on March 31, 2021 which has formed basis of our certificate on corporate governance.

**Opinion**

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2021.
9. We 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 SAR & Associates**  
**Chartered Accountants**  
**Firm's Registration No. 122400W****Place: Delhi**  
**Date: November 2, 2021**  
**UDIN: 2112338AAAACH3606****CA Anubhav Goyal**  
**Partner**  
**Membership No. 123328**

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

**A) CONSERVATION OF ENERGY:**

- (i) Steps taken or impact on conservation of energy: **NIL**
- (ii) Steps taken by the Company for utilizing alternative sources of energy: **NIL**
- (iii) Capital investment on energy conservation equipment's: **NIL**

**B) TECHNOLOGY ABSORPTION:**

- (i) Efforts made towards technology absorption: **Not Applicable**
- (ii) 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 2020-21): **Not Applicable**
- (iv) Expenditure incurred on Research and Development (R&D): **Not Applicable**

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO: NIL**

On behalf of the Board of Directors  
Majestic Auto Limited

**Mahesh Munjal**  
(Chairman & Managing Director)  
(DIN: 00002990)

Date: November 2, 2021

Place: Noida

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS****(UDIN: F010606C000511205)**

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

To,  
 The Members,  
 MAJESTIC AUTO LIMITED,  
 10 Southern Avenue, First Floor, Maharani Bagh  
 New Delhi -110065 IN

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Majestic Auto Limited having CIN L35911DL1973PLC353132 and having registered office at 10 Southern Avenue, First Floor, Maharani Bagh, New Delhi -110065 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2021 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.

| Sl. No. | Name of Director      | DIN      | Date of Appointment in the Company |
|---------|-----------------------|----------|------------------------------------|
| 1.      | Mr. Mahesh Munjal     | 00002990 | 29/06/1993                         |
| 2.      | Ms. Aashima Munjal    | 00050716 | 14/08/2010                         |
| 3.      | Mr. Aayush Munjal     | 07276802 | 14/08/2015                         |
| 4.      | Ms. Vikas Nanda       | 00106264 | 14/02/2017                         |
| 5.      | Mr. Naveen Jain       | 00051183 | 10/08/2018                         |
| 6.      | Ms. Sham Lal Mohan    | 00028126 | 18/04/2019                         |
| 7.      | Mr. Anil Kumar Sharma | 01157106 | 12/08/2019                         |

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

**For PKB & Associates,  
 Company Secretaries  
 UCN: S2015RJ312100  
 Peer Reviewed Firm: 1232/2021**

**Place: New Delhi  
 Date: 24<sup>th</sup> June, 2021**

**Pawan Barodiya  
 FCS No.: 10606  
 COP No.: 14435**

**CERTIFICATE UNDER REGULATION 17(8) OF THE SEBI (LODR) REGULATION, 2015****The Board of Directors  
Majestic Auto Limited**

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Majestic Auto Limited, to the best of our knowledge and belief certify that:

- a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and that to the best of our knowledge and belief:
  - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee;
  - i) Significant changes in internal control over financial reporting during the year;
  - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Majestic Auto Limited**

**Rajpal Singh Negi  
Chief Financial Officer**

**Mahesh Munjal  
Chairman & Managing Director**

**Date: November 2, 2021  
Place: Noida**



## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF MAJESTIC AUTO LIMITED

#### Report on the Audit of the Standalone Financial Statements

##### Opinion

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

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

##### Basis for Opinion

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

##### Key Audit Matters

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

| Key Audit Matters  | How our audit addressed the key audit matter   |
|--|--|
| <p><b>1. Accounting for investments</b></p> <p>As at 31 March 2021, the Company has investments aggregating of ₹ 26,848.64 lakhs in equity shares. These investments are measured either at Fair Value through Profit and Loss ('FVTPL') or Fair Value through Other Comprehensive Income ('FVTOCI') based on fulfilment of required criteria which involve management judgment.</p> <p>Refer Notes 5A and 5B to the Standalone Financial Statements</p> | <p>Our audit procedure included the following:</p> <ul style="list-style-type: none"> <li>• Read the minutes of the meeting of the board of directors.</li> <li>• Performed test of controls on a sample basis on the operating effectiveness of internal controls on investments.</li> <li>• Checked the Fair Market Value (FMV) of the investments in equity for arriving at FVTOCI.</li> </ul>  |
| <p><b>2. Revenue recognition</b></p> <p>The application of the accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised at a point in time.</p> <p>Refer Notes 1.3(k) and 22 to the Standalone Financial Statements</p>                     | <p>Our audit procedure included the following:</p> <ul style="list-style-type: none"> <li>• Read the Company's revenue recognition accounting policies and assessed compliance of the policies with the accounting standards.</li> <li>• Evaluated the design of the internal controls relating to the measurement of revenue recognition at a point in time.</li> <li>• Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price.</li> <li>• Selected a sample of continuing and new contracts and performed the following procedures: <ul style="list-style-type: none"> <li>• Read, analysed and identified the distinct performance obligations in these contracts.</li> <li>• Compared these performance obligations with that identified and recorded by the Company.</li> <li>• Verified the progress towards satisfaction of performance obligations used to compute recorded revenue with contractual obligations and the collectability of an amount of consideration.</li> <li>• Performed analytical procedures for reasonableness of revenues.</li> </ul> </li> </ul> |

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

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

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

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

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

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

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

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

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

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

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

reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

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

## Report on Other Legal and Regulatory Requirements

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

- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For SAR & Associates  
Chartered Accountants  
Firm Registration no. 122400W**

**Sd/-  
CA Anubhav Goyal  
Partner**

Membership No. 123328

ICAI UDIN-21123328AAAABW7265

Delhi, 30 June, 2021

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

### Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of MAJESTIC AUTO LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

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

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and

detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditor's Responsibility

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

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

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

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

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

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

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

#### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the

Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For SAR & Associates  
Chartered Accountants  
Firm Registration no. 122400W**

**Sd/-  
CA Anubhav Goyal  
Partner**

Membership No. 123328

ICAI UDIN-21123328AAAABW7265

Delhi, 30 June, 2021

## ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

- |  |  |
|--|--|
| <p>i. In respect of the Company's fixed assets:</p> <ol style="list-style-type: none"> <li>a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.</li> <li>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.</li> <li>c. According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone Ind AS financial statements, the lease agreements are in the name of the Company.</li> </ol> | <p>ii. In respect of the Company's inventories:</p> <ol style="list-style-type: none"> <li>a. The inventories except goods in transit in the custody of the Company have been physically verified during the year by the management. In our opinion, the frequency of the verification is reasonable.</li> <li>b. There were no discrepancies noticed on physical verification of inventories.</li> </ol> <p>iii. According to the information and explanations given to us, the Company has granted unsecured loans to companies, firms or other parties, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:</p> <ol style="list-style-type: none"> <li>a. The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.</li> <li>b. The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.</li> <li>c. There is no overdue amount remaining outstanding as at the year-end.</li> </ol> |
|--|--|

- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2021 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
  - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
  - b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institutions. The Company has not taken any loan from the government and has not issued any debentures.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For SAR & Associates  
Chartered Accountants  
Firm Registration no. 122400W**

**Sd/-  
CA Anubhav Goyal  
Partner**

Membership No. 123328

ICAI UDIN-21123328AAAABW7265

Delhi, 30 June, 2021

**Majestic Auto Limited**  
**Balance sheet as at 31 March 2021**

|  |      |                  | (₹ in Lakhs)     |
|--|------|------------------|------------------|
|  | Note | 31 March 2021    | 31 March 2020    |
| <b>Assets</b>  |      |                  |                  |
| <b>Non-current assets</b>  |      |                  |                  |
| Property, plant and equipment  | 2    | 2,264.13         | 2,327.99         |
| Right of use assets  | 2    | 89.69            | 105.06           |
| Intangible assets  | 3    | 4.60             | 6.86             |
| Investments property   | 4    | 4,761.44         | 4,878.05         |
| <b>Financial assets</b>  |      |                  |                  |
| Investments  | 5    | A                | 35,866.18        |
| Loans  | 6    | A                | 1,613.21         |
| Other financial assets   | 7    | A                | 77.63            |
| Deferred tax assets (net)  | 8    |                  | 747.73           |
| Non-current tax assets (net)   | 9    |                  | 47.29            |
| Other non-current assets   | 10   | A                | 3.28             |
| <b>Total non-current assets</b>  |      | <b>45,475.18</b> | <b>35,433.12</b> |
| <b>Current assets</b>  |      |                  |                  |
| Inventories  | 11   | 211.87           | 221.71           |
| <b>Financial assets</b>  |      |                  |                  |
| Investments  | 5    | B                | 0.11             |
| Trade receivables  | 12   |                  | 225.05           |
| Cash and cash equivalents  | 13   |                  | 332.25           |
| Other bank balances  | 14   | B                | 63.54            |
| Loans  | 6    | B                | 30.11            |
| Other financial assets   | 7    | B                | 68.67            |
| Other current assets   | 10   | B                | 26.35            |
| <b>Total current assets</b>  |      | <b>957.95</b>    | <b>864.90</b>    |
| <b>Total assets</b>  |      | <b>46,433.13</b> | <b>36,298.02</b> |
| <b>Equity and liabilities</b>  |      |                  |                  |
| <b>Equity</b>  |      |                  |                  |
| Equity share capital   | 15   | 1,039.82         | 1,039.82         |
| Other equity   | 16   | 40,669.55        | 29,685.42        |
| <b>Total equity</b>  |      | <b>41,709.37</b> | <b>30,725.24</b> |
| <b>Liabilities</b>   |      |                  |                  |
| <b>Non-current liabilities</b>   |      |                  |                  |
| <b>Financial liabilities</b>   |      |                  |                  |
| Borrowings   | 17   | A                | 3,429.98         |
| Other financial liabilities  | 18   | A                | 326.08           |
| Other non-current liabilities  | 19   | A                | 83.42            |
| Provisions   | 20   | A                | 16.96            |
| <b>Total non-current liabilities</b>                                   |      | <b>3,856.44</b>  | <b>4,013.84</b>  |
| <b>Current liabilities</b>   |      |                  |                  |
| <b>Financial liabilities</b>   |      |                  |                  |
| Borrowings   | 17   | B                | 27.31            |
| Trade payables   | 21   |                  | -                |
| - Outstanding dues of micro and small enterprises                      |      |                  | 1.23             |
| - Outstanding dues of creditors other than micro and small enterprises |      |                  | 80.79            |
| Other financial liabilities  | 18   | B                | 543.49           |
| Other current liabilities  | 19   | B                | 211.69           |
| Provisions   | 20   | B                | 4.04             |
| <b>Total current liabilities</b>                                       |      | <b>867.32</b>    | <b>1,558.94</b>  |
| <b>Total equity and liabilities</b>                                    |      | <b>46,433.13</b> | <b>36,298.02</b> |

Summary of significant accounting policies and accompanying notes form an integral part of these financial statements.  
This is the balance sheet referred to in our report of even date.

**For SAR & Associates**  
Chartered Accountants  
Firm Registration No. 122400W

**Sd/-**  
**CA Anubhav Goyal**  
Partner  
Membership No. 123328

Place: Ludhiana  
Date: 30 June, 2021

For and on behalf of **Majestic Auto Limited**

**Sd/-**  
**(Rajpal Singh Negi)**  
Chief Financial Officer

**Sd/-**  
**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

**Sd/-**  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389

## Majestic Auto Limited

### Statement of profit and loss for the year ended 31 March 2021

|   | Note | 31 March 2021    | 31 March 2020     |
|---|------|------------------|-------------------|
| (₹ in Lakhs)  |      |                  |                   |
| <b>Income</b>   |      |                  |                   |
| Revenue from operations   | 22   | 2,025.35         | 3,266.76          |
| Other income  | 23   | 1,063.13         | 1,113.72          |
| <b>Total income</b>   |      | <b>3,088.48</b>  | <b>4,380.48</b>   |
| <b>Expenses</b>   |      |                  |                   |
| Cost of operation and services  |      | 1,229.36         | 1,790.83          |
| Employee benefits expense   | 24   | 226.93           | 232.36            |
| Finance costs   | 25   | 320.02           | 504.97            |
| Depreciation and amortisation expense   | 26   | 207.69           | 212.30            |
| Other expenses  | 27   | 145.72           | 273.67            |
| <b>Total expenses</b>   |      | <b>2,129.72</b>  | <b>3,014.13</b>   |
| <b>Profit before tax</b>  |      | <b>958.76</b>    | <b>1,366.35</b>   |
| <b>Tax expense</b>  | 28   |                  |                   |
| Current tax   |      | 160.04           | 78.95             |
| Less : MAT credit entitlement   |      | (160.04)         | (72.90)           |
| Deferred tax  |      | 180.84           | 1,142.59          |
| Earlier years tax adjustments (net)   |      | (78.65)          | -                 |
| <b>Profit/(Loss) for the year</b>   |      | <b>856.57</b>    | <b>217.71</b>     |
| <b>Other comprehensive income</b>   |      |                  |                   |
| Items that will not be reclassified to profit or loss                                       |      |                  |                   |
| Re-measurement gain/(loss) on defined benefit plans   |      | 11.54            | (2.35)            |
| Less: Income tax expense relating to items that will not be reclassified to profit and loss |      | (1.93)           | 0.39              |
| Gain/(Loss) on fair value of FVOCI equity instruments                                       |      | 12,145.23        | (8,830.55)        |
| Less: Income tax expense relating to items that will not be reclassified to profit and loss |      | (2,027.28)       | 1,474.00          |
| <b>Total comprehensive income for the year</b>  |      | <b>10,984.13</b> | <b>(7,140.80)</b> |
| <b>Earnings per equity share (Face value ₹ 10 per share)</b>                                | 29   |                  |                   |
| Basic (₹)   |      | 8.24             | 2.09              |
| Diluted (₹)   |      | 8.24             | 2.09              |

Summary of significant accounting policies and accompanying notes form an integral part of these financial statements.

This is the statement of profit or loss referred to in our report of even date.

#### For SAR & Associates

Chartered Accountants  
Firm Registration No. 122400W

Sd/-  
**CA Anubhav Goyal**  
Partner  
Membership No. 123328

Place: Ludhiana  
Date: 30 June, 2021

For and on behalf of **Majestic Auto Limited**

Sd/-  
**(Rajpal Singh Negi)**  
Chief Financial Officer

Sd/-  
**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

Sd/-  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389

## Majestic Auto Limited

## Statement of changes in equity as at 31 March 2021

## A Equity share capital\*

(₹ in lakhs)

| Particulars          | Balance as at 1 April 2019 | Changes in equity share capital during the year | Balance as at 31 March 2020 |
|----------------------|----------------------------|---|-----------------------------|
| Equity share capital | 1,039.82                   | -   | 1,039.82                    |

| Particulars          | Balance as at 1 April 2020 | Changes in equity share capital during the year | Balance as at 31 March 2021 |
|----------------------|----------------------------|---|-----------------------------|
| Equity share capital | 1,039.82                   | -   | 1,039.82                    |

## B Other equity\*\*

(₹ in lakhs)

| Particulars                             | Reserves and surplus |                            |                   | Other comprehensive income                            | Total            |
|---|----------------------|----------------------------|-------------------|---|------------------|
|   | General reserve      | Securities premium reserve | Retained earnings | Equity instruments through other comprehensive income |                  |
| <b>Balance as at 1 April 2019</b>       | <b>500.00</b>        | <b>129.52</b>              | <b>19,008.02</b>  | <b>17,188.68</b>                                      | <b>36,826.22</b> |
| Profit/(Loss) for the period            | -                    | -                          | 217.71            | -   | 217.71           |
| Other comprehensive income (net of tax) | -                    | -                          | (1.96)            | (7,356.55)  | (7,358.51)       |
| <b>Balance as at 31 March 2020</b>      | <b>500.00</b>        | <b>129.52</b>              | <b>19,223.77</b>  | <b>9,832.13</b>                                       | <b>29,685.42</b> |
| Profit/(loss) for the period            | -                    | -                          | 856.57            | -   | 856.57           |
| Other comprehensive income (net of tax) | -                    | -                          | 9.61              | 10,117.95   | 10,127.56        |
| <b>Balance as at 31 March 2021</b>      | <b>500.00</b>        | <b>129.52</b>              | <b>20,089.95</b>  | <b>19,950.08</b>                                      | <b>40,669.55</b> |

\*Refer Note - 15 for details

\*\*Refer Note - 16 for details

Summary of significant accounting policies and accompanying notes form an integral part of these financial statements.  
This is the statement of profit or loss referred to in our report of even date.

**For SAR & Associates**  
Chartered Accountants  
Firm Registration No. 122400W

For and on behalf of **Majestic Auto Limited**

**Sd/-**  
**CA Anubhav Goyal**  
Partner  
Membership No. 123328

**Sd/-**  
**(Rajpal Singh Negi)**  
Chief Financial Officer

**Sd/-**  
**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

Place: Ludhiana  
Date: 30 June, 2021

**Sd/-**  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389



## Majestic Auto Limited

### Cash Flow Statement for the year ended 31 March 2021

(₹ in Lakhs)

| Particulars  | Year ended on     | Year ended on     |
|--|-------------------|-------------------|
|  | 31 March 2021     | 31 March 2020     |
|  | Audited           | Audited           |
| <b>A CASH FLOW FROM OPERATING ACTIVITIES</b>   |                   |                   |
| Profit/(loss) before tax   | 958.76            | 1,366.35          |
| Adjustments for:   |                   |                   |
| Depreciation on property, plant and equipment  | 207.69            | 212.30            |
| Loss/(gain) on disposal of property, plant and equipment   | (3.50)            | 6.63              |
| Interest income  | (174.64)          | (171.14)          |
| Dividend income  | (874.95)          | (893.37)          |
| Allowance for doubtful debts/balances write back   | 1.45              | -                 |
| Provision written back   | (0.23)            | -                 |
| Gain on investment classified as FVTPL   | -                 | (11.13)           |
| Finance costs  | 320.02            | 504.97            |
| Liability written back   | (0.73)            | -                 |
| <b>Operating loss before working capital changes</b>   | <b>433.87</b>     | <b>1,014.61</b>   |
| <b>Movement in working capital</b>   |                   |                   |
| Decrease/(increase) in inventories   | 9.84              | (14.46)           |
| Decrease/(increase) in other financial assets  | 232.32            | (213.48)          |
| Decrease/(increase) in trade receivables   | (37.71)           | 121.50            |
| Decrease other non-current assets  | 0.96              | 0.72              |
| Decrease in other current assets   | 20.85             | 43.81             |
| Decrease in other financial liabilities  | (2.63)            | 206.93            |
| Increase in other current liability  | 70.27             | (126.66)          |
| Increase in other non-current liability  | (13.34)           | 96.76             |
| (Decrease)/increase in provisions  | 4.00              | 3.69              |
| (Decrease)/increase in trade and other payables  | (41.84)           | (211.42)          |
| <b>Cash flow from operating activities post working capital changes</b>  | <b>676.59</b>     | <b>922.00</b>     |
| Income tax paid (net)  | (62.24)           | (102.46)          |
| <b>Net cash flow from operating activities (A)</b>   | <b>614.35</b>     | <b>819.54</b>     |
| <b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>  |                   |                   |
| Purchase of property, plant and equipment and intangible assets  | (12.46)           | (16.53)           |
| Purchase investments property  | -                 | (113.62)          |
| Proceeds from disposal of property, plant and equipment, capital work-in-progress and intangible assets (net of advance) | 6.37              | 8.35              |
| Proceeds from sale of investments  | -                 | 213.16            |
| Purchases of short-term investments  | (0.11)            | (100.00)          |
| Redemption in margin money   | (3.25)            | (3.06)            |
| Cash loans and advances  | (161.19)          | 540.96            |
| Dividend received  | 874.95            | 893.37            |
| Interest received  | 171.16            | 170.34            |
| <b>Net cash flow from investing activities (B)</b>   | <b>875.47</b>     | <b>1,592.97</b>   |
| <b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>  |                   |                   |
| Proceeds from borrowings   | -                 | -                 |
| Repayment of borrowings  | (849.95)          | (1,903.27)        |
| Payment of lease liabilities   | (20.41)           | (20.16)           |
| Interest paid  | (305.34)          | (477.39)          |
| <b>Net cash used in financing activities (C)</b>   | <b>(1,175.70)</b> | <b>(2,400.82)</b> |
| Increase in cash and cash equivalents (A+B+C)  | 314.12            | 11.69             |
| Cash and cash equivalents at the beginning of the year   | 18.13             | 6.44              |
| <b>Cash and cash equivalents at the end of the year</b>  | <b>332.25</b>     | <b>18.13</b>      |

This is the cash flow statement referred to in our report of even date.

For SAR & Associates  
Chartered Accountants  
Firm Registration No. 122400W

For and on behalf of Majestic Auto Limited

Sd/-  
CA Anubhav Goyal  
Partner  
Membership No. 123328

Sd/-  
(Rajpal Singh Negi)  
Chief Financial Officer

Sd/-  
(Mahesh Munjal)  
Managing Director  
DIN 00002990

Place: Ludhiana  
Date: 30 June, 2021

Sd/-  
(Juhi Garg)  
Company Secretary  
M.No. 35389

## Majestic Auto Limited

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

#### 1. Corporate information

Majestic Auto Limited (“the Company”) is a public company incorporated and domiciled in India. The Company’s shares are listed with Bombay Stock Exchange Limited. The Company is engaged in the business of providing facility management and rental services. The Company has its registered place of business at 10 Southern Avenue, First Floor, Maharani Bagh, Delhi-110065, India.

##### 1.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- Defined Benefit plans – plan assets measured at fair value.

The significant accounting policies that are used in the preparation of these financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the financial statements.

The financial statements for the year ended 31 March 2021 were authorized and approved by the Board of Directors on 30 June 2021.

##### 1.2 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note 1.4. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

##### 1.3 Significant accounting policies

The significant accounting policies that are used in the preparation of these financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the financial statements.

###### a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle\*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

\*Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

###### b) Inventory

Inventories are valued as follows:

###### Work in progress and finished goods

Work in progress and finished goods are valued at lower of cost and net realisable value. Cost includes raw material cost and a proportion of direct and indirect overheads up to estimated stage of completion. Cost is determined on a weighted average basis.

###### Raw material, components, stores and spares

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis. Stores and spares having useful life of more than twelve months are capitalised as “Property, plant and equipment” and are depreciated prospectively over their remaining useful lives in accordance with Ind AS 16.

###### Scrap

Scrap is valued at net realisable value.

###### Goods in transit

Goods in transit are value at cost.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

###### c) Property, plant and equipment

*Recognition and initial measurement*

## Majestic Auto Limited

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

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits attributable to such subsequent cost associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of repairs and maintenance are recognised in the statement of profit and loss as incurred.

#### *Subsequent measurement (depreciation and useful lives)*

Depreciation on property, plant and equipment is provided on the straight line method arrived on the basis of the useful life prescribed under Schedule II of the Companies Act, 2013. Leasehold land is amortised over the period of lease.

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

Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

#### *De-recognition*

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

#### **d) Investment property**

##### *Recognition and initial measurement*

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate,

only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

##### *Subsequent measurement (Amortisation and useful lives)*

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on investment properties is provided on the straight-line method, computed on the basis of useful lives prescribed in Schedule II to the Companies Act 2013.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

##### *De-recognition*

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the period of de-recognition.

#### **e) Intangible assets**

##### *Recognition and initial measurement*

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangible assets, excluding product development costs, are not capitalised and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

##### *Subsequent measurement (Amortisation and useful lives)*

All finite-lived intangible assets, including internally developed intangible assets, are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. Residual values and useful lives are reviewed at each reporting date and any change in the same is accounted for prospectively. The following useful lives are applied:

| Intangible assets | Amortisation period |
|-------------------|---------------------|
| Computer software | 5 years             |

##### *De-recognition*

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

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

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets that have indefinite lives or that are not yet available for use are tested for impairment annually; their recoverable amount is estimated annually each year at the reporting date.

## Majestic Auto Limited

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

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the 'cash-generating unit'). The recoverable amount of an asset or cash-generating unit is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The goodwill acquired in a business combination is, for the purpose of impairment testing, allocated to cash-generating units that are expected to benefit from the synergies of the combination. Intangibles with indefinite useful lives are tested for impairment individually.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis. Impairment losses are recognised in the statement of profit and loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### g) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest calculated using the effective interest rate and other costs like finance charges in respect of the finance leases recognized in accordance with Ind AS 17, that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### h) Foreign currency transactions

##### *Functional and presentation currency*

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional and presentation currency.

##### *Foreign currencies*

##### *Initial recognition*

Transactions in foreign currencies are initially recorded by the Company at exchange rates at the date the transaction first qualifies for recognition.

##### *Subsequent measurement*

Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss in the year in which they arise.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other comprehensive income or profit or loss are also recognised in Other comprehensive income or profit or loss, respectively).

All other exchange differences are charged to the statement of profit and loss.

#### i) Leases

The Company has adopted Ind AS 116-Leases effective 1st April, 2019, using the modified retrospective method. The Company has applied the standard to its leases with the cumulative impact recognised on the date of initial application (1st April, 2019). Accordingly, previous period information has not been restated.

The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

## Majestic Auto Limited

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

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### j) Fair value measurement

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

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

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

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

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

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

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

For assets and liabilities that are recognized in the financial results on a recurring basis, company determines whether transfers have occurred between levels in the hierarchy by

re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period or each case.

#### k) Revenue recognition

Revenue is measured at fair value of the consideration received or receivable, exclusive of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, etc.

The Company applies the revenue recognition criteria to each separately identifiable component of the Revenue transaction as set out below:

##### Sale of goods and services

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is neither continuing managerial involvement with the goods nor effective control over the goods sold, it is probable that economic benefits will flow to the Company, the costs incurred or to be incurred in respect of the transaction can be measured reliably and the amount of revenue can be measured reliably.

Revenue from services rendered is recognised in the statement of profit and loss over the period the underlying services are performed.

##### Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

##### Interest income

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

##### Rental income

Rental income is recognized on a straight-line basis over the term of the lease, except for contingent rental income which is recognized when it arises and where scheduled increase in rent compensates the lessor for expected inflationary costs.

#### l) Financial instruments

##### Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

##### Subsequent measurement

##### Financial assets

i. **Financial assets carried at amortised cost** – A financial instrument is measured at amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely

## Majestic Auto Limited

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

payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

ii. **Investments in equity instruments of subsidiaries** - Investments in equity instruments of subsidiaries are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements.

iii. **Financial assets at fair value**

- **Investments in equity instruments other than above** – Investments in equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company makes irrevocable choice upon initial recognition, on an instrument to instrument basis, to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL).

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company transfers the cumulative gain or loss within equity. Dividends on such investments are recognised in the statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

#### *De-recognition of financial assets*

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

#### **Financial liabilities**

Subsequent to initial recognition, all non-derivative financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method.

#### *De-recognition of financial liabilities*

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

#### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle

on a net basis, to realize the assets and settle the liabilities simultaneously.

m) **Impairment of financial assets**

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss for financial Assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company considers the following:

- All contractual terms of the Financial Assessments (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

#### **Trade receivables**

As a practical expedient the Company has adopted 'simplified approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three- years rolling average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses.

#### **Other financial assets**

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

n) **Investment in subsidiaries**

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of these investments, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

o) **Retirement and other employee benefits**

#### **Provident and Superannuation fund**

Retirement benefit in the form of provident and superannuation fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident and superannuation fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Company has no obligation other than the contribution payable to the Provided and superannuation fund.

#### **Gratuity**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of the gratuity plan (administered

## Majestic Auto Limited

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

through Life Insurance Corporation of India), which is a defined benefit plan, is calculated by estimating the ultimate cost to the entity of the benefit that employees have earned in return for their service in the current and prior periods. This requires an entity to determine how much benefit is attributable to the current and prior periods and to make estimates (actuarial assumptions) about demographic variables and financial variables that will affect the cost of the benefit. The cost of providing benefits under the defined benefit plan is determined using actuarial valuation performed annually by a qualified actuary using the projected unit credit method. Actuarial gains/losses resulting from re-measurements of the liability are included in other comprehensive income.

#### **Accumulated leaves**

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

#### **Other short-term benefits**

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

#### **p) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

#### **q) Taxes**

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Minimum alternate tax ('MAT') credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and the carrying amount of MAT

credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognized in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognized to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit or loss (either in other comprehensive income or in equity).

#### **r) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

##### *Identification of segments*

In accordance with Ind AS 108 – Operating Segment, the operating segments used to present segment information are identified on the basis of information reviewed by the Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components. Results of the operating segments are reviewed regularly by the management team (chairman and chief financial officer) which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

##### *Allocation of common costs*

Common allocable costs are allocated to each segment accordingly to the relative contribution of each segment to the total common costs.

##### *Unallocated items*

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

##### *Segment accounting policies*

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial results of the Company as a whole.

## Majestic Auto Limited

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

#### s) Cash and cash equivalents

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

#### t) Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions determined based on the best estimate required to settle the obligation at the reporting date and adjusted to reflect the current best estimates.

Provisions are discounted to their present values, where the time value of money is material.

Contingent liabilities are disclosed on the basis of judgement of management after a careful evaluation of facts and legal aspects of matter involved.

Contingent assets are disclosed when probable and recognised when the realization of income is virtually certain.

#### 1.4 Significant management judgments in applying accounting policies and estimation uncertainty

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the related disclosures.

##### *Significant management judgments*

**Recognition of deferred tax assets** - The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Provisions, contingent liabilities and contingent assets** – The Company is the subject of legal proceedings and tax issues covering a range of matters, which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it

is difficult to predict the final outcome of such matters. The cases and claims against the Company often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business, management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated.

**Impairment of financial assets** – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

##### *Significant estimates*

**Useful lives of depreciable/amortisable assets** – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, IT equipment and other plant and equipment.

**Defined benefit obligation** – Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

##### **Fair value measurements**

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.



**Majestic Auto Limited**  
**Notes to the Standalone financial statements for the year ended 31 March 2021**  
 Note - 2  
**Property, plant and equipment**

| Particulars                          | (₹ in lakhs)  |                 |                     |                      |             |                  |               |                 |                     |               |
|--------------------------------------|---------------|-----------------|---------------------|----------------------|-------------|------------------|---------------|-----------------|---------------------|---------------|
|                                      | Freehold land | Building        | Plant and equipment | Furniture & fixtures | Computers   | Office equipment | Vehicles      | Total           | Right of use assets |               |
| <b>Gross block</b>                   |               |                 |                     |                      |             |                  |               |                 |                     |               |
| At 1 April 2019                      | 162.67        | 2,283.56        | -                   | 147.91               | -           | 187.70           | 298.60        | 3,080.44        | -                   | -             |
| Additions                            | -             | -               | 6.71                | 0.70                 | 1.26        | 7.86             | -             | 16.53           | -                   | 120.43        |
| Disposals/adjustments                | -             | -               | -                   | -                    | -           | -                | (28.42)       | (28.42)         | -                   | -             |
| <b>Balance as at 31 March 2020</b>   | <b>162.67</b> | <b>2,283.56</b> | <b>6.71</b>         | <b>148.61</b>        | <b>1.26</b> | <b>195.56</b>    | <b>270.18</b> | <b>3,068.55</b> |                     | <b>120.43</b> |
| Additions                            | -             | -               | 0.09                | -                    | 2.35        | 10.02            | -             | 12.46           | -                   | -             |
| Disposals/adjustments                | -             | -               | -                   | -                    | -           | -                | (57.49)       | (57.49)         | -                   | -             |
| <b>Balance as at 31 March 2021</b>   | <b>162.67</b> | <b>2,283.56</b> | <b>6.80</b>         | <b>148.61</b>        | <b>3.61</b> | <b>205.58</b>    | <b>212.69</b> | <b>3,023.52</b> |                     | <b>120.43</b> |
| <b>Accumulated depreciation</b>      |               |                 |                     |                      |             |                  |               |                 |                     |               |
| At 1 April 2019                      | -             | 276.05          | -                   | 100.07               | -           | 171.52           | 127.47        | 675.11          | -                   | -             |
| Charge for the year                  | -             | 35.93           | 0.10                | 7.21                 | 0.07        | 3.46             | 32.12         | 78.89           | -                   | 15.37         |
| Disposals                            | -             | -               | -                   | -                    | -           | -                | (13.44)       | (13.44)         | -                   | -             |
| <b>Balance as at 31 March 2020</b>   | <b>-</b>      | <b>311.98</b>   | <b>0.10</b>         | <b>107.28</b>        | <b>0.07</b> | <b>174.98</b>    | <b>146.15</b> | <b>740.56</b>   |                     | <b>15.37</b>  |
| Charge for the year                  | -             | 35.93           | 0.43                | 7.19                 | 0.80        | 4.31             | 24.79         | 73.45           | -                   | 15.37         |
| Disposals/adjustments                | -             | -               | -                   | -                    | -           | -                | (54.62)       | (54.62)         | -                   | -             |
| <b>Balance as at 31 March 2021</b>   | <b>-</b>      | <b>347.91</b>   | <b>0.53</b>         | <b>114.47</b>        | <b>0.87</b> | <b>179.29</b>    | <b>116.32</b> | <b>759.39</b>   |                     | <b>30.74</b>  |
| <b>Net block as at 31 March 2020</b> | <b>162.67</b> | <b>1,971.58</b> | <b>6.61</b>         | <b>41.33</b>         | <b>1.19</b> | <b>20.58</b>     | <b>124.03</b> | <b>2,327.99</b> |                     | <b>105.06</b> |
| <b>Net block as at 31 March 2021</b> | <b>162.67</b> | <b>1,935.65</b> | <b>6.27</b>         | <b>34.14</b>         | <b>2.74</b> | <b>26.29</b>     | <b>96.37</b>  | <b>2,264.13</b> |                     | <b>89.69</b>  |

## Majestic Auto Limited

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

## Note - 3

## Intangible assets

| Particulars                          | (₹ in lakhs) |              |
|--------------------------------------|--------------|--------------|
|                                      | Softwares    | Total        |
| <b>Gross block</b>                   |              |              |
| At 1 April 2019                      | 47.83        | 47.83        |
| Additions                            | -            | -            |
| <b>Balance as at 31 March 2020</b>   | <b>47.83</b> | <b>47.83</b> |
| <b>Gross block</b>                   |              |              |
| Additions                            | -            | -            |
| <b>Balance as at 31 March 2021</b>   | <b>47.83</b> | <b>47.83</b> |
| <b>Accumulated amortisation</b>      |              |              |
| At 1 April 2019                      | 37.26        | 37.26        |
| Charge for the year                  | 3.71         | 3.71         |
| <b>Balance as at 31 March 2020</b>   | <b>40.97</b> | <b>40.97</b> |
| Charge for the year                  | 2.26         | 2.26         |
| <b>Balance as at 31 March 2021</b>   | <b>43.23</b> | <b>43.23</b> |
| <b>Net block as at 31 March 2020</b> | <b>6.86</b>  | <b>6.86</b>  |
| <b>Net block as at 31 March 2021</b> | <b>4.60</b>  | <b>4.60</b>  |

## Note - 4

## Investment Property

| Particulars                          | (₹ in lakhs)    |                 |                      |                 |
|--------------------------------------|-----------------|-----------------|----------------------|-----------------|
|                                      | Leasehold land  | Buildings       | Furniture & Fixtures | Total           |
| <b>Gross block</b>                   |                 |                 |                      |                 |
| At 1 April 2019                      | 3,245.75        | 2,255.55        | -                    | 5,501.30        |
| Additions                            | 49.66           | -               | 63.96                | 113.62          |
| <b>Balance as at 31 March 2020</b>   | <b>3,295.41</b> | <b>2,255.55</b> | <b>63.96</b>         | <b>5,614.92</b> |
| Additions                            | -               | -               | -                    | -               |
| <b>Balance as at 31 March 2021</b>   | <b>3,295.41</b> | <b>2,255.55</b> | <b>63.96</b>         | <b>5,614.92</b> |
| <b>Accumulated depreciation</b>      |                 |                 |                      |                 |
| At 1 April 2019                      | 271.23          | 351.31          | -                    | 622.54          |
| Charge for the year                  | 36.94           | 73.60           | 3.79                 | 114.33          |
| <b>Balance as at 31 March 2020</b>   | <b>308.17</b>   | <b>424.91</b>   | <b>3.79</b>          | <b>736.87</b>   |
| Charge for the year                  | 36.92           | 73.61           | 6.08                 | 116.61          |
| <b>Balance as at 31 March 2021</b>   | <b>345.09</b>   | <b>498.52</b>   | <b>9.87</b>          | <b>853.48</b>   |
| <b>Net block as at 31 March 2020</b> | <b>2,987.24</b> | <b>1,830.64</b> | <b>60.17</b>         | <b>4,878.05</b> |
| <b>Net block as at 31 March 2021</b> | <b>2,950.32</b> | <b>1,757.03</b> | <b>54.09</b>         | <b>4,761.44</b> |

## (a) Amounts recognised in profit &amp; loss for investment properties:

| Particulars  | (₹ in lakhs)  |               |
|--|---------------|---------------|
|  | 31 March 2021 | 31 March 2020 |
| Rental income  | 396.23        | 367.37        |
| Direct operating expenses generating rental income (including repair and maintenance)            | 5.03          | 92.44         |
| Direct operating expenses that did not generate rental income (including repair and maintenance) | -             | -             |
| <b>Profit from investment properties before depreciation</b>                                     | <b>391.20</b> | <b>274.93</b> |
| Depreciation   | 116.61        | 114.33        |
| <b>Profit from investment properties</b>   | <b>274.59</b> | <b>160.60</b> |

## Majestic Auto Limited

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

#### (b) Leasing arrangements

The investment property is leased to tenants under long-term operating leases with rentals payable monthly. Future minimum lease payments receivable under long-term operating leases of investment property in the aggregate is ₹ 3,120.82 lakhs (31 March 2020: ₹ 3,468.82 lakhs) and for each of the following period:

| Particulars                                    | (₹ in lakhs)  |               |
|--|---------------|---------------|
|  | 31 March 2021 | 31 March 2020 |
| Within one year                                | 352.35        | 348.00        |
| Later than one year but not later than 5 years | 1,665.83      | 1,557.95      |
| Later than 5 years                             | 1,102.63      | 1,562.86      |

#### (c) Fair value

(₹ in lakhs)

| Particulars | (₹ in lakhs)  |               |
|-------------|---------------|---------------|
|             | 31 March 2021 | 31 March 2020 |
| Fair value  | 9,275.00      | 9,222.00      |

#### (d) Fair value hierarchy and valuation technique:

The fair value of investment property has been determined by external, independent property valuers, having appropriate recognised professional qualification and recent experience in the location and category of the property being valued. The Company obtains independent valuations for its investment properties annually and fair value measurement has been categorised as Level 3. The fair valuation has been carried out using the land and building method.

#### Note - 5

(₹ in lakhs)

|  | (₹ in lakhs)     |                  |
|--|------------------|------------------|
|  | 31 March 2021    | 31 March 2020    |
| <b>A Investments</b>   |                  |                  |
| <b>Investment in equity instruments</b>                                  |                  |                  |
| <b>Subsidiary companies (unquoted, at cost)</b>                          |                  |                  |
| Majestic IT Services Limited   |                  |                  |
| 16,776,500 (31 March 2020: 16,776,500) equity shares, fully paid up      | 1,677.65         | 1,677.65         |
| Emirates Technologies Private Limited                                    |                  |                  |
| 16,000,000 (31 March 2020: 16,000,000) equity shares, fully paid up      | 7,320.00         | 7,320.00         |
| <b>Equity investment in others (quoted, at market value)</b>             |                  |                  |
| Fair value through other comprehensive income                            |                  |                  |
| 921,000 (31 March 2020: 921,000) equity shares of Hero Moto Corp Limited | 26,848.53        | 14,703.30        |
| <b>Investment in optionally convertible redeemable preference shares</b> |                  |                  |
| <b>Subsidiary company (unquoted, at cost)</b>                            |                  |                  |
| Majestic IT Services Limited   |                  |                  |
| 200,000 (31 March 2020: 200,000) preference shares, fully paid up        | 20.00            | 20.00            |
|  | <b>35,866.18</b> | <b>23,720.95</b> |
| Aggregate amount of quoted investments                                   | 1,891.85         | 1,891.85         |
| Aggregate market value of quoted investments                             | 26,848.53        | 14,703.30        |
| Aggregate amount of unquoted investments                                 | 9,017.65         | 9,017.65         |
| Aggregate amount of impairment in the value of investments               | -                | -                |

Equity investment in others valued at fair value through other comprehensive income have been pledged as security for liabilities, for details refer Note - 36.

## Majestic Auto Limited

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

(₹ in lakhs)

|  | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| <b>B Investments</b>   |               |               |
| <b>Investment in Equity</b>  |               |               |
| <b>Investment carried at fair value through profit or loss (quoted, at market value)</b> |               |               |
| 3 (31 March 2020: Nil) units in Britannia Industries Ltd.                                | 0.11          | -             |
|  | <b>0.11</b>   | -             |
| Aggregate amount of quoted investments   | 0.11          | -             |
| Aggregate market value of quoted investments   | 0.11          | -             |

## Note - 6

|                                     |                 |                 |
|-------------------------------------|-----------------|-----------------|
| <b>A Loans non-current</b>          |                 |                 |
| <b>(Unsecured, considered good)</b> |                 |                 |
| Security deposits - NC              | 1,613.21        | 1,438.51        |
|                                     | <b>1,613.21</b> | <b>1,438.51</b> |
| <b>B Loans - current</b>            |                 |                 |
| <b>(Unsecured, considered good)</b> |                 |                 |
| Security deposits                   | 30.11           | 43.62           |
|                                     | <b>30.11</b>    | <b>43.62</b>    |

Refer note 30 - Financial instruments for disclosure of fair values in respect of financial assets measured at amortised cost and assessment of expected credit losses.

## Note - 7

|   |              |               |
|---|--------------|---------------|
| <b>A Other financial assets non-current</b> |              |               |
| <b>(Unsecured, considered good)</b>         |              |               |
| Unbilled receivable                         | 77.63        | 89.98         |
|   | <b>77.63</b> | <b>89.98</b>  |
| <b>B Other financial assets - current</b>   |              |               |
| <b>(Unsecured, considered good)</b>         |              |               |
| Unbilled receivables                        | 51.86        | 160.51        |
| Interest income accrued but not due         | 4.81         | 1.33          |
| Advances recoverable in cash                | 9.99         | 12.94         |
| Balance with banks in fixed deposit*        | -            | 100.00        |
| Others                                      | 2.01         | 10.38         |
|   | <b>68.67</b> | <b>285.16</b> |

\*Lien marked for bank guarantee against Fixed deposit of Rs. Nil (31 March 2020 Rs. 100 Lakhs)

## Note - 8

|   |               |                 |
|---|---------------|-----------------|
| <b>Deferred tax assets (net)</b>                              |               |                 |
| <b>Deferred tax asset arising on account of :</b>             |               |                 |
| Minimum alternative tax credit *                              | 1,729.93      | 1,491.57        |
| Property, plant and equipment and other intangible assets-DTA | (1.06)        | 19.26           |
| Employee benefits   | 4.09          | 5.68            |
| Conversion of capital assets into stock in trade              | 894.29        | 894.29          |
| Financial instruments measured at amortised cost-DTA          | 0.13          | 0.10            |
| Allowances for doubtful debts                                 | 9.25          | 9.25            |
| Deferred tax assets on account of Ind AS-116 "Leases"         | 2.66          | 1.42            |
| Unabsorbed business losses and depreciation**                 | 3,134.12      | 3,297.59        |
| <b>Deferred tax liabilities arising on account of :</b>       |               |                 |
| Investment in fair value instruments measured at FVOCI        | (5,009.22)    | (2,981.94)      |
| Financial instruments measured at amortised cost-DTL          | (1.44)        | (0.72)          |
| Straight lining of rental income                              | (15.02)       | (17.08)         |
|   | <b>747.73</b> | <b>2,719.42</b> |

## Majestic Auto Limited

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

| (i) Movement in deferred tax liabilities (net)                   |                 |  |  | (₹ in lakhs)  |
|--|-----------------|--|--|---------------|
| Particulars  | 31 March 2020   | Recognised in statement of profit and loss | Recognised in other comprehensive income | 31 March 2021 |
| <b>Liabilities</b>   |                 |  |  |               |
| Financial instruments measured at amortised cost                 | (0.72)          | (0.72)                                     | -  | (1.44)        |
| Straight lining of rental income-movement                        | (17.08)         | 2.06                                       | -  | (15.02)       |
| Investment in fair value instruments measured at FVOCI           | (2,981.94)      | -  | (2,027.28)                               | (5,009.22)    |
| <b>Assets</b>  |                 |  |  |               |
| Minimum alternative tax credit *                                 | 1,491.57        | 238.36                                     | -  | 1,729.93      |
| Employee benefits  | 5.68            | 0.34                                       | (1.93)                                   | 4.09          |
| Allowances for doubtful debts                                    | 9.25            | -  | -  | 9.25          |
| Financial instruments measured at amortised cost                 | 0.10            | 0.03                                       | -  | 0.13          |
| Property, plant and equipment and other intangible assets        | 19.26           | (20.32)                                    | -  | (1.06)        |
| Deferred tax assets on account of Ind AS-116 "Leases" - movement | 1.42            | 1.24                                       | -  | 2.66          |
| Conversion of capital assets into stock in trade                 | 894.29          | -  | -  | 894.29        |
| Unabsorbed business losses and depreciation**                    | 3,297.59        | (163.47)                                   | -  | 3,134.12      |
| <b>Total</b>   | <b>2,719.42</b> | <b>57.52</b>                               | <b>(2,025.35)</b>                        | <b>747.73</b> |

| (₹ in lakhs)   |                 |  |  |                 |
|--|-----------------|--|--|-----------------|
| Particulars  | 1 April 2019    | Recognised in statement of profit and loss | Recognised in other comprehensive income | 31 March 2020   |
| <b>Liabilities</b>   |                 |  |  |                 |
| Financial instruments measured at amortised cost                 | -               | (0.72)                                     | -  | (0.72)          |
| Straight lining of rental income-movement                        | -               | (17.08)                                    | -  | (17.08)         |
| Investment in fair value instruments measured at FVOCI           | (4,455.94)      | -  | 1,474.00                                 | (2,981.94)      |
| <b>Assets</b>  |                 |  |  |                 |
| Minimum alternative tax credit *                                 | 1,418.67        | 72.90                                      | -  | 1,491.57        |
| Employee benefits  | 6.42            | (1.13)                                     | 0.39                                     | 5.68            |
| Allowances for doubtful debts                                    | 11.41           | (2.16)                                     | -  | 9.25            |
| Financial instruments measured at amortised cost                 | 0.03            | 0.07                                       | -  | 0.10            |
| Property, plant and equipment and other intangible assets        | 36.85           | (17.59)                                    | -  | 19.26           |
| Deferred tax assets on account of Ind AS-116 "Leases" - movement | -               | 1.42                                       | -  | 1.42            |
| Conversion of capital assets into stock in trade                 | 1,102.96        | (208.67)                                   | -  | 894.29          |
| Unabsorbed business losses and depreciation**                    | 4,194.33        | (896.74)                                   | -  | 3,297.59        |
| <b>Total</b>   | <b>2,314.73</b> | <b>(1,069.70)</b>                          | <b>(1,069.70)</b>                        | <b>2,719.42</b> |

| *Expiry date of minimum alternative tax credit: |                 |                 | (₹ in lakhs) |
|---|-----------------|-----------------|--------------|
| Expiry year                                     | 31 March 2021   | 31 March 2020   |              |
| 1 April 2024 - 31 March 2025                    | 23.68           | 23.68           |              |
| 1 April 2025 - 31 March 2026                    | 115.83          | 115.83          |              |
| 1 April 2026 - 31 March 2027                    | 64.79           | 64.79           |              |
| 1 April 2029 - 31 March 2030                    | 773.83          | 773.83          |              |
| 1 April 2034 - 31 March 2035                    | 513.13          | 440.53          |              |
| 1 April 2035 - 31 March 2036                    | 78.62           | 72.90           |              |
| 1 April 2036 - 31 March 2037                    | 160.04          | -               |              |
| <b>Total</b>                                    | <b>1,729.92</b> | <b>1,491.56</b> |              |

## Majestic Auto Limited

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

\*\*Expiry date of unused tax losses and depreciation for which no deferred tax asset has been recognised: (₹ in lakhs)

| Expiry year                                   | 31 March 2021    | 31 March 2020    |
|---|------------------|------------------|
| Unused tax losses                             |                  |                  |
| 1 April 2022 - 31 March 2023                  | 1,612.08         | 1,716.46         |
| 1 April 2023 - 31 March 2024                  | 2,550.81         | 2,550.81         |
| 1 April 2024 - 31 March 2025                  | 903.84           | 903.84           |
| 1 April 2025 - 31 March 2026                  | 1,541.39         | 1,541.39         |
| 1 April 2026 - 31 March 2027                  | 1,291.46         | 1,291.46         |
| 1 April 2027 - 31 March 2028                  | 2,194.08         | 2,194.08         |
| Unabsorbed depreciation for indefinite period | 8,682.55         | 9,557.50         |
| <b>Total</b>                                  | <b>18,776.21</b> | <b>19,755.54</b> |

Refer note 30 - Financial instruments for disclosure of fair values in respect of financial assets measured at amortised cost and assessment of expected credit losses.

## Note - 9

|                                       |              |               |
|---------------------------------------|--------------|---------------|
| <b>Non - current tax assets (net)</b> |              |               |
| Advance income tax                    | 204.63       | 221.01        |
| Less: Provision for taxation          | (157.34)     | (78.95)       |
|                                       | <b>47.29</b> | <b>142.06</b> |

## Note - 10

|  |              |              |
|--|--------------|--------------|
| <b>A Other non-current assets<br/>(Unsecured, considered good)</b> |              |              |
| Prepaid expenses   | 3.28         | 4.24         |
|  | <b>3.28</b>  | <b>4.24</b>  |
| <b>B Other current assets<br/>(Unsecured, considered good)</b>     |              |              |
| Advances to suppliers  | 1.59         | 12.34        |
| Prepaid expenses   | 8.87         | 6.59         |
| Balance with government authorities                                |              |              |
| -GST input   | 14.21        | 28.02        |
| -Sales tax paid under dispute                                      | 1.17         | 1.17         |
| Others   | 0.51         | 0.53         |
|  | <b>26.35</b> | <b>48.65</b> |

## Note - 11

|  |               |               |
|--|---------------|---------------|
| <b>Inventories<br/>(Lower of cost or net realizable value)</b> |               |               |
| Raw materials and components                                   | 20.00         | 20.00         |
| Stores and spares  | 39.52         | 46.99         |
| Stock in Diesel  | 24.20         | 26.57         |
| <b>Real Estate</b>   |               |               |
| Land   | 128.15        | 128.15        |
|  | <b>211.87</b> | <b>221.71</b> |

## Note - 12

|   |               |               |
|---|---------------|---------------|
| <b>Trade receivables*</b>                                       |               |               |
| Considered good   | 225.05        | 187.34        |
| Considered doubtful   | 55.42         | 55.42         |
| Less: Impairment allowance (allowance for expected credit loss) |               |               |
| Considered doubtful   | (55.42)       | (55.42)       |
|   | <b>225.05</b> | <b>187.34</b> |

\*for related party balances refer Note - 33.

## Majestic Auto Limited

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

|                                  | 31 March 2021 | 31 March 2020 |
|----------------------------------|---------------|---------------|
| <b>Note - 13</b>                 |               |               |
| <b>Cash and cash equivalents</b> |               |               |
| Cash on hand                     | 2.56          | 2.57          |
| Balances with banks              |               |               |
| In current accounts              | 3.03          | 15.56         |
| In fixed deposits                | 326.66        | -             |
|                                  | <b>332.25</b> | <b>18.13</b>  |

#### Note - 14

|                            |              |              |
|----------------------------|--------------|--------------|
| <b>Other bank balances</b> |              |              |
| Margin money *             | 63.54        | 60.29        |
|                            | <b>63.54</b> | <b>60.29</b> |

\* Pledged as security for letters of credit/bank guarantees, for details refer Note - 36.

#### Note - 15

|   | 31 March 2021      |                     | 31 March 2020      |                     |
|---|--------------------|---------------------|--------------------|---------------------|
|   | Number             | Amount              | Number             | Amount              |
| <b>Equity share capital</b>   |                    |                     |                    |                     |
| <b>i Authorised</b>   |                    |                     |                    |                     |
| 15,000,000 Equity shares of ₹ 10/- each with voting rights  | 1,50,00,000        | 1,500.00            | 1,50,00,000        | 1,500.00            |
| 25,000,000 Preference shares of ₹ 10/- each   | 2,50,00,000        | 2,500.00            | 2,50,00,000        | 2,500.00            |
|   |                    | <b>4,000.00</b>     |                    | <b>4,000.00</b>     |
| <b>ii Issued share capital</b>  |                    |                     |                    |                     |
| Equity share capital of face value of ₹ 10 each   | 1,03,98,978        | 1,039.90            | 1,03,98,978        | 1,039.90            |
|   |                    | <b>1,039.90</b>     |                    | <b>1,039.90</b>     |
| <b>iii Subscribed and fully paid up</b>   |                    |                     |                    |                     |
| Equity share capital of face value of ₹ 10/- each   | 1,03,97,478        | 1,039.82            | 1,03,97,478        | 1,039.82            |
| Add: Shares forfeited (amount paid up)  | -                  | -                   | -                  | -                   |
|   |                    | <b>1,039.82</b>     |                    | <b>1,039.82</b>     |
| <b>iv Reconciliation of number of equity shares outstanding at the beginning and at the end of the year</b> |                    |                     |                    |                     |
| <b>Equity shares</b>  | <b>Number</b>      | <b>Amount</b>       | <b>Number</b>      | <b>Amount</b>       |
| Balance at the beginning of the year  | 1,03,97,478        | 10,39,74,780        | 1,03,97,478        | 10,39,74,780        |
| Add : Shares forfeited during the year  | -                  | -                   | -                  | -                   |
| <b>Balance at the end of the year</b>   | <b>1,03,97,478</b> | <b>10,39,74,780</b> | <b>1,03,97,478</b> | <b>10,39,74,780</b> |

#### v Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares with paid up value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share on all resolutions submitted to shareholders. They have right to participate in the profits of the Company, if declared by the board as interim dividend and recommended by the board and declared by the members as final dividend. They are also entitled to bonus/right issue, as declared by Company from time to time.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, beside other rights available under the Companies Act.

The distribution will be in proportion to the number of equity shares held by the shareholders.

#### vi Details of shareholder holding more than 5% share capital

| Name of the equity shareholders        | Number    | %      | Number    | %      |
|--|-----------|--------|-----------|--------|
| M/s Anandi Investments Private Limited | 77,57,687 | 74.61% | 77,57,687 | 74.61% |

## Majestic Auto Limited

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

## vii Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, by way of bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date.

The Company has not issued any shares pursuant to contract(s) without payment being received in cash.

No bonus shares have been issued in preceding 5 years.

1500 equity shares of ₹ 10 per share were forfeited by Company against unpaid call money of ₹ 5 per equity share.

## Note - 16

## Other equity

## (i) Nature and purpose of other reserves

## General reserve

General reserve is created out of the accumulated profits of the Company as per the provisions of Companies Act.

## Retained earnings

All the profits made by the Company are transferred to retained earnings from statement of profit and loss.

## Securities premium reserve

Securities premium reserve represents the amount received in excess of par value of securities (equity shares). Premium on redemption of securities is accounted in security premium available. Where security premium is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of Companies Act, 2013 specify restriction and utilisation of security premium.

## Other comprehensive income

Other comprehensive income represents balance arising on account of changes in fair value of FVOCI equity instruments and gain/(loss) booked on re-measurement of defined benefit plans.

(₹ in lakhs)

|                                 | 31 March 2021   | 31 March 2020   |
|---------------------------------|-----------------|-----------------|
| <b>Note - 17</b>                |                 |                 |
| <b>A Borrowings non-current</b> |                 |                 |
| <b>Secured loans</b>            |                 |                 |
| Term loans                      |                 |                 |
| From banks                      | 3,416.37        | 3,549.37        |
| From others                     | -               | -               |
| Vehicle loan from banks         | 13.61           | 16.39           |
| <b>Unsecured loans</b>          | -               | -               |
| Loan from Directors             | -               | -               |
|                                 | <b>3,429.98</b> | <b>3,565.76</b> |

| Particulars                | Nature of Security   | Terms of repayment  | Interest rate                                    | 31 March 2021   | 31 March 2020   |
|----------------------------|--|---|--|-----------------|-----------------|
| <b>Secured - term loan</b> |  |   |  |                 |                 |
| HDFC Bank - Term Loan      | Primary hypothecate by way of subservient charges on all movable plant and machinery, fixed assets both present and future of the Company and secondary by pledge of equity shares of Hero Motocorp Limited. | Quarterly instalments of ₹ 375 lakhs till November 2020. Repayable after one year or rollover for further period. | The rate of interest ranges from 6.95% to 10%.   | 375.00          | 1,125.00        |
| HDFC Bank - Overdraft      |  |   |  | 42.89           | 154.62          |
| Deutsche Bank              |  |   | The rate of interest ranges from 5.65% to 9.30%. | 2,757.54        | 2,741.25        |
| <b>Housing loan</b>        |  |   |  |                 |                 |
| Punjab National Bank       | Mortgage of flat no. C-100 (Block C), first floor, southern avenue, Maharani Bagh, New Delhi   | 180 equated monthly instalments of ₹ 11.05 lakhs each.  | The rate of interest ranges from 8.00% to 9.75%. | 696.71          | 726.39          |
| <b>Vehicle loan</b>        |  |   |  |                 |                 |
| Canara Bank                | Vehicle loan is secured by mortgage of vehicle of the Company  | 84 EMI of ₹ 0.47 lakhs each   | The rate of interest ranges from 8.00% to 9.75%. | 18.15           | 20.29           |
|                            |  |   |  | <b>3,890.29</b> | <b>4,767.55</b> |

The carrying amounts of financial and non-financial assets pledged as security for current and non-current borrowings are disclosed in Note - 36.



## Majestic Auto Limited

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

(₹ in lakhs)

|                               | 31 March 2021 | 31 March 2020 |
|-------------------------------|---------------|---------------|
| <b>B Borrowings - current</b> |               |               |
| <b>Secured loans</b>          |               |               |
| Short-term loans              |               |               |
| From banks                    | 27.31         | -             |
|                               | <b>27.31</b>  | <b>-</b>      |

| Particulars                             | Nature of Security   | Terms of repayment         | Interest rate                                    | 31 March 2021 | 31 March 2020 |
|---|--|----------------------------|--|---------------|---------------|
| <b>Secured - term loan</b>              |  |                            |  |               |               |
| HDFC Bank - Term Loan (Loan Moratorium) | Primary hypothecate by way of subservient charges on all movable plant and machinery, fixed assets both present and future of the Company and secondary by pledge of equity shares of Hero Motocorp Limited. | Repayable within one year. | The rate of interest ranges from 5.65% to 7.00%. | 27.31         | -             |
|   |  |                            |  | <b>27.31</b>  | <b>27.31</b>  |

#### Reconciliation of liabilities arising from financing activities

The changes in the Company's liabilities arising from financing activities can be classified as follows:

(₹ in lakhs)

| Particulars                        | Long-term borrowings | Lease liabilities | Total           |
|------------------------------------|----------------------|-------------------|-----------------|
| <b>1 April 2019</b>                | <b>6,670.82</b>      | <b>-</b>          | <b>6,670.82</b> |
| <b>Cash flows:</b>                 |                      |                   |                 |
| - Repayment                        | (1,903.27)           | (20.16)           | (1,923.43)      |
| - Proceeds                         | -                    | -                 | -               |
| <b>Non-cash:</b>                   |                      |                   |                 |
| - Acquisitions - lease liabilities | -                    | 120.43            | 120.43          |
| - Interest expense                 | -                    | 13.30             | 13.30           |
| <b>31 March 2020</b>               | <b>4,767.55</b>      | <b>113.57</b>     | <b>4,881.12</b> |
| <b>Cash flows:</b>                 |                      |                   |                 |
| - Repayment                        | (849.95)             | (20.41)           | (870.36)        |
| - Proceeds                         | -                    | -                 | -               |
| <b>Non-cash:</b>                   |                      |                   |                 |
| - Acquisitions - lease liabilities | -                    | -                 | -               |
| - Interest expense                 | -                    | 12.47             | 12.47           |
| <b>31 March 2021</b>               | <b>3,917.60</b>      | <b>105.63</b>     | <b>4,023.23</b> |

(₹ in lakhs)

|  | 31 March 2021 | 31 March 2020   |
|--|---------------|-----------------|
| <b>Note - 18</b>                                 |               |                 |
| <b>A Other financial liabilities non-current</b> |               |                 |
| Security deposits                                | 240.61        | 232.83          |
| Lease liabilities                                | 85.47         | 93.41           |
|  | <b>326.08</b> | <b>326.24</b>   |
| <b>B Other financial liabilities - current</b>   |               |                 |
| Current maturities of long-term borrowings       | 460.31        | 1,201.79        |
| Interest accrued but not due                     | -             | 7.50            |
| Lease liabilities -current                       | 20.16         | 20.16           |
| Others*  | 63.02         | 63.72           |
|  | <b>543.49</b> | <b>1,293.17</b> |

\* Represents provision for expenses at the end of the year.

## Majestic Auto Limited

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

(₹ in lakhs)

|   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| <b>Note - 19</b>                              |               |               |
| <b>A Other non-current liabilities</b>        |               |               |
| Deferred income                               | 83.42         | 96.76         |
|   | <b>83.42</b>  | <b>96.76</b>  |
| <b>B Other current liabilities</b>            |               |               |
| Payable to statutory authorities              | 31.31         | 41.25         |
| Advance from customers                        | 37.36         | 36.45         |
| Deferred income                               | 13.34         | 13.34         |
| Others  | 129.68        | 50.38         |
|   | <b>211.69</b> | <b>141.42</b> |
| <b>Note - 20</b>                              |               |               |
| <b>A Provisions - non-current</b>             |               |               |
| Employee's post retirement/long-term benefits |               |               |
| Gratuity                                      | 16.96         | 25.08         |
|   | <b>16.96</b>  | <b>25.08</b>  |
| <b>B Provisions - current</b>                 |               |               |
| Employees' post retirement/long-term benefits |               |               |
| Gratuity - current                            | 0.98          | 0.40          |
| Compensated absences                          | 0.36          | 0.59          |
| Provision for tax                             | 2.70          | -             |
|   | <b>4.04</b>   | <b>0.99</b>   |
| <b>Note - 21</b>                              |               |               |
| <b>Trade payables*</b>                        |               |               |
| Due to micro and small enterprises*           | -             | 1.23          |
| Due to others                                 | 80.79         | 122.13        |
|   | <b>80.79</b>  | <b>123.36</b> |

\*Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006") as at 31 March 2021 and 31 March 2020

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| i the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;   | -             | -             |
| ii the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;  | -             | -             |
| iii the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;  | -             | -             |
| iv the amount of interest accrued and remaining unpaid at the end of each accounting year; and  | -             | -             |
| v the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23. | -             | -             |

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

## Majestic Auto Limited

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

(₹ in lakhs)

|   | 31 March 2021   | 31 March 2020   |
|---|-----------------|-----------------|
| <b>Note - 22</b>  |                 |                 |
| <b>Income from operations</b>                           |                 |                 |
| <b>Sale of services</b>                                 |                 |                 |
| Facility management services                            | 1,628.01        | 2,783.93        |
| Sale of services - Export                               | -               | 88.08           |
| Rental income   | 396.23          | 367.37          |
| <b>Other operating income:</b>                          |                 |                 |
| Others  | 1.11            | 27.38           |
|   | <b>2,025.35</b> | <b>3,266.76</b> |
| <b>Note - 23</b>  |                 |                 |
| <b>Other income</b>                                     |                 |                 |
| Interest income   |                 |                 |
| - Bank deposits   | 14.69           | 5.66            |
| - Intercompany deposits                                 | 155.78          | 165.48          |
| - Income tax refund                                     | 6.77            | -               |
| - Others - income                                       | 4.17            | -               |
| Dividend received                                       | 874.95          | 893.37          |
| Financial assets carried at amortised cost -income      | 0.55            | 0.14            |
| Gain on disposal of property, plant and equipment (net) | 3.50            | -               |
| Liability written back                                  | 0.73            | -               |
| Provision written back                                  | 0.23            | -               |
| Profit on exchange fluctuation                          | -               | 1.81            |
| Gain on investment classified as FVTPL                  | -               | 11.13           |
| Miscellaneous receipts                                  | 1.76            | 36.13           |
|   | <b>1,063.13</b> | <b>1,113.72</b> |
| <b>Note - 24</b>  |                 |                 |
| <b>Employee benefits expense</b>                        |                 |                 |
| Salaries and incentives                                 | 193.52          | 194.90          |
| Contributions to provident and other fund               | 31.66           | 34.33           |
| Staff welfare expenses                                  | 1.75            | 3.13            |
|   | <b>226.93</b>   | <b>232.36</b>   |
| <b>Note - 25</b>  |                 |                 |
| <b>Finance costs</b>                                    |                 |                 |
| Interest on   |                 |                 |
| - Term loan from banks                                  | 297.30          | 473.52          |
| - Lease liabilities                                     | 12.47           | 13.30           |
| Financial assets carried at amortised cost              | 9.71            | 6.78            |
| Bank commission and charges                             | 0.54            | 11.37           |
|   | <b>320.02</b>   | <b>504.97</b>   |
| <b>Note - 26</b>  |                 |                 |
| <b>Depreciation and amortisation expense</b>            |                 |                 |
| Depreciation on:  |                 |                 |
| Property, plant and equipment                           | 73.45           | 78.89           |
| Investments property                                    | 116.61          | 114.33          |
| Amortisation on:  |                 |                 |
| Intangible assets                                       | 2.26            | 3.71            |
| Right of use assets                                     | 15.37           | 15.37           |
|   | <b>207.69</b>   | <b>212.30</b>   |

## Majestic Auto Limited

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

(₹ in lakhs)

|   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| <b>Note - 27</b>                          |               |               |
| <b>Other expenses</b>                     |               |               |
| Water, electricity and fuel               | 9.21          | 17.11         |
| Repairs and maintenance                   |               |               |
| - Plant and Machinery                     | 0.09          | 0.03          |
| - Buildings                               | 1.49          | 28.58         |
| - Others repair                           | 2.28          | 4.78          |
| Legal and professional                    | 25.63         | 24.82         |
| House keeping and security                | 38.18         | 60.82         |
| Insurance                                 | 8.83          | 7.05          |
| Rates and taxes                           | 17.92         | 2.76          |
| Printing and stationery                   | 1.23          | 3.86          |
| Rent                                      | 0.19          | 1.91          |
| Business promotion                        | 1.84          | 36.20         |
| Auditor's remuneration                    |               |               |
| - Statutory audit fee                     | 2.50          | 2.50          |
| Telephone and communication               | 5.18          | 3.78          |
| Corporate social responsibility expenses* | 1.60          | -             |
| Director's sitting fee                    | 9.10          | 6.05          |
| Donation                                  | 1.00          | -             |
| Annual maintenance charge                 | 1.52          | 1.99          |
| Fine and penalties                        | 2.15          | 6.49          |
| Listing and depository charges            | 4.03          | 3.90          |
| Travelling and conveyance                 | 4.72          | 43.05         |
| Fees and subscriptions                    | 4.59          | 3.12          |
| Festival expenses                         | 0.51          | 3.35          |
| Postage & Courier Expenses                | -             | 0.50          |
| Prior period expenses                     | 0.33          | 0.28          |
| Balances written off                      | 1.45          | 3.60          |
| Loss on disposal of fixed assets (net)    | -             | 6.63          |
| Miscellaneous expenses                    | 0.15          | 0.51          |
|   | <b>145.72</b> | <b>273.67</b> |

**\*Corporate social responsibility expenses**

In accordance with Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on Corporate Social Responsibility(CSR) activities. The CSR committee has been formed by the company as per Companies Act, 2013.

- a) Gross amount required to be spent by the company during the year is ₹ 20.38 Lakhs (previous year ₹ Nil).  
b) Amount spent during the financial year ended 31 March 2021 and 31 March 2020 on:

(₹ in lakhs)

| Particulars                           |               | In cash | Yet to be paid in cash | Total |
|---------------------------------------|---------------|---------|------------------------|-------|
| Construction/acquisition of any asset | 31 March 2021 | -       | -                      | -     |
|                                       | 31 March 2020 | -       | -                      | -     |
| On purpose other than above           | 31 March 2021 | 1.60    | -                      | -     |
|                                       | 31 March 2020 | -       | -                      | -     |

## Majestic Auto Limited

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

(₹ in lakhs)

|   | 31 March 2021 | 31 March 2020   |
|---|---------------|-----------------|
| <b>Note - 28</b>  |               |                 |
| <b>Income tax</b>   |               |                 |
| <b>Tax expense comprises of:</b>  |               |                 |
| Current tax   | 160.04        | 78.95           |
| Less : MAT credit entitlement   | (160.04)      | (72.90)         |
| Deferred tax  | 180.84        | 1,142.59        |
| Earlier years tax adjustments (net)   | (78.65)       | -               |
| <b>Income tax expense reported in the statement of profit and loss</b>  | <b>102.19</b> | <b>1,148.64</b> |
| The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 16.692% (31 March 2020: 27.82%) and the reported tax expense in profit or loss are as follows: |               |                 |
| Profit from continuing operations before income tax expense   | 958.76        | 1,366.35        |
| Profit from discontinued operations before income tax expense   | -             | -               |
|   | <b>958.76</b> | <b>1,366.35</b> |
| At India's statutory income tax rate of 27.82% (31 March 2020: 27.82%)  | 266.73        | 380.12          |
| <b>Tax effect of amounts which are not deductible (taxable) in calculating taxable income:</b>  |               |                 |
| Tax impact of exempted income (net)   | -             | (183.66)        |
| Tax impact of expenses which will never be allowed  | 0.54          | 0.04            |
| Earlier years tax adjustments (net)   | (78.65)       | (60.29)         |
| Allowable expenses  | -             | (5.49)          |
| Effect of changes in tax rate   | (106.69)      | 1,043.53        |
| Others  | 20.27         | (25.61)         |
| <b>Income tax expense</b>   | <b>102.19</b> | <b>1,148.64</b> |

### Note - 29

|  |                |                |
|--|----------------|----------------|
| <b>Earnings per share</b>  |                |                |
| <b>Net profit attributable to equity shareholders</b>                            | <b>856.57</b>  | <b>217.71</b>  |
| <b>Net profit/(loss) for the year (A)</b>  | 856.57         | 217.71         |
| Weighted average number of equity shares for basic EPS (B)                       | 1,03,97,478.00 | 1,03,97,478.00 |
| Effect of dilution   | -              | -              |
| Weighted average number of equity shares adjusted for the effect of dilution (C) | 1,03,97,478.00 | 1,03,97,478.00 |
| Basic EPS (₹) (A/B)  | 8.24           | 2.09           |
| Diluted EPS (₹) (A/C)  | 8.24           | 2.09           |

### Note - 30

#### Financial instruments by category

#### (i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are categorized into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

## Majestic Auto Limited

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

## (ii) Financial instruments by category

(₹ in lakhs)

| Particulars                        | 31 March 2021 |                  |                 | 31 March 2020 |                  |                 |
|------------------------------------|---------------|------------------|-----------------|---------------|------------------|-----------------|
|                                    | FVTPL         | FVOCI*           | Amortised cost  | FVTPL         | FVOCI*           | Amortised cost  |
| <b>Financial assets</b>            |               |                  |                 |               |                  |                 |
| Investments                        |               |                  |                 |               |                  |                 |
| Equity instruments                 | 0.11          | 26,848.53        | -               | -             | 14,703.30        | -               |
| Trade receivables                  | -             | -                | 225.05          | -             | -                | 187.34          |
| Loans                              | -             | -                | -               | -             | -                | -               |
| Cash and cash equivalents          | -             | -                | 332.25          | -             | -                | 18.13           |
| Other bank balances                | -             | -                | 63.54           | -             | -                | 60.29           |
| Other financial assets             | -             | -                | 146.30          | -             | -                | 375.14          |
| Security deposits                  | -             | -                | 1,643.32        | -             | -                | 1,482.13        |
| <b>Total financial assets</b>      | <b>0.11</b>   | <b>26,848.53</b> | <b>2,410.46</b> | <b>-</b>      | <b>14,703.30</b> | <b>2,123.03</b> |
| <b>Financial liabilities</b>       |               |                  |                 |               |                  |                 |
| Borrowings                         | -             | -                | 3,917.60        | -             | -                | 4,767.55        |
| Trade payables                     | -             | -                | 80.79           | -             | -                | 123.36          |
| Other financial liabilities        | -             | -                | 409.26          | -             | -                | 417.62          |
| <b>Total financial liabilities</b> | <b>-</b>      | <b>-</b>         | <b>4,407.65</b> | <b>-</b>      | <b>-</b>         | <b>5,308.53</b> |

\* These financial assets represents investment in equity instruments designated as such upon initial recognition.

The above table excludes Investment in subsidiaries, associate and joint venture, which are measured at cost as per Ind AS 27, 'Separate financial statements'.

## (iii) Financial assets measured at fair value - recurring fair value measurements

The following table shows the levels within the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2021 and 31 March 2020

(₹ in lakhs)

| Particulars   | Period        | Level 1   | Level 2 | Level 3 | Total     |
|---|---------------|-----------|---------|---------|-----------|
| <b>Financial assets</b>   |               |           |         |         |           |
| <b>Investments at fair value through other comprehensive income</b> |               |           |         |         |           |
| Equity investments  | 31 March 2021 | 26,848.53 | -       | -       | 26,848.53 |
|   | 31 March 2020 | 14,703.30 | -       | -       | 14,703.30 |
| <b>Investments carried at fair value through profit or loss</b>     |               |           |         |         |           |
| Equity investments  | 31 March 2021 | 0.11      | -       | -       | 0.11      |
|   | 31 March 2020 | -         | -       | -       | -         |

## (iv) Fair value of instruments measured at amortised cost

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows:

(₹ in lakhs)

| Particulars                        | Level   | 31 March 2021   |                 | 31 March 2020   |                 |
|------------------------------------|---------|-----------------|-----------------|-----------------|-----------------|
|                                    |         | Carrying value  | Fair value      | Carrying value  | Fair value      |
| <b>Financial assets</b>            |         |                 |                 |                 |                 |
| Loans                              | Level 3 | 1,643.32        | 1,643.18        | 1,482.13        | 1,481.80        |
| Other financial assets             | Level 3 | 12.00           | 12.00           | 123.32          | 123.32          |
| <b>Total financial assets</b>      |         | <b>1,655.32</b> | <b>1,655.18</b> | <b>1,605.45</b> | <b>1,605.12</b> |
| <b>Financial liabilities</b>       |         |                 |                 |                 |                 |
| Borrowings                         | Level 3 | 3,917.60        | 3,917.60        | 4,767.55        | 4,767.55        |
| Other financial liabilities        | Level 3 | 240.61          | 237.81          | 232.83          | 226.77          |
| <b>Total financial liabilities</b> |         | <b>4,158.21</b> | <b>4,155.41</b> | <b>5,000.38</b> | <b>4,994.32</b> |

The management assessed that cash and cash equivalents, trade receivables, other receivables, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

## Majestic Auto Limited

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

- (i) Long-term fixed-rate and variable-rate receivables are evaluated by the Company based on parameters such as interest rates, individual creditworthiness of the customer and other market risk factors. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- (ii) The fair values of the Company's interest-bearing borrowings, loans and receivables are determined by applying discounted cash flows ('DCF') method, using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own nonperformance risk as at 31 March 2021 was assessed to be insignificant.

#### Note - 31

##### Financial risk management

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk                           | Exposure arising from   | Measurement                 | Management  |
|--------------------------------|---|-----------------------------|---|
| Credit risk                    | Cash and cash equivalents, trade receivables, other financial assets              | Aging analysis              | Bank deposits, diversification of asset base, credit limits and collateral. |
| Liquidity risk                 | Borrowings and other liabilities  | Rolling cash flow forecasts | Availability of committed credit lines and borrowing facilities.            |
| Market risk - foreign exchange | Recognised financial assets and liabilities not denominated in Indian rupee (INR) | Cash flow forecasting       | Forward contract/hedging, if required.                                      |
| Market risk - interest rate    | Long-term borrowings at variable rates  | Sensitivity analysis        | Negotiation of terms that reflect the market factors.                       |
| Market risk - security price   | Investments in equity securities  | Sensitivity analysis        | Portfolio diversification.  |

#### (A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

##### a) Credit risk management

###### i) Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low

B: Medium

C: High

The Company provides for expected credit loss based on the following:

| Asset group | Basis of categorisation   | Provision for expected credit loss                              |
|-------------|---|---|
| Low         | Cash and cash equivalents, other bank balances, loans, trade receivables and other financial assets | 12 month expected credit loss                                   |
| Medium      | Trade receivables   | Life time expected credit loss or 12 month expected credit loss |
| High        | Trade receivables   | Life time expected credit lossfully provided for                |

Life time expected credit loss is provided for trade receivables.

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

## Majestic Auto Limited

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

(₹ in lakhs)

| Credit rating | Particulars  | 31 March 2021 | 31 March 2020 |
|---------------|--|---------------|---------------|
| A: Low        | Cash and cash equivalents, other bank balances, loans and other financial assets | 2,185.41      | 1,935.69      |
| B: Medium     | Trade receivables  | 280.47        | 242.76        |

## ii) Concentration of trade receivables

The Company's exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans to employees and deposits given for business purposes.

(₹ in lakhs)

| Particulars          | 31 March 2021 | 31 March 2020 |
|----------------------|---------------|---------------|
| Auto components      | 62.53         | 62.53         |
| Consumer electronics | 42.33         | 42.33         |
| IT Industry          | 25.08         | 36.60         |
| Others               | 150.52        | 101.29        |
| <b>Total</b>         | <b>280.47</b> | <b>242.76</b> |

## b) Credit risk exposure

## (i) Provision for expected credit losses

The Company provides for expected credit loss based on 12 month and lifetime expected credit loss basis for following financial assets –

## As at 31 March 2021

(₹ in lakhs)

| Particulars               | Estimated gross carrying amount at default | Expected credit losses | Carrying amount net of impairment provision |
|---------------------------|--|------------------------|---|
| Cash and cash equivalents | 332.25                                     | -                      | 332.25                                      |
| Trade receivables         | 280.47                                     | (55.42)                | 225.05                                      |
| Other bank balances       | 63.54                                      | -                      | 63.54                                       |
| Loans                     | 1,643.32                                   | -                      | 1,643.32                                    |
| Other financial assets    | 146.30                                     | -                      | 146.30                                      |

## As at 31 March 2020

(₹ in lakhs)

| Particulars               | Estimated gross carrying amount at default | Expected credit losses | Carrying amount net of impairment provision |
|---------------------------|--|------------------------|---|
| Cash and cash equivalents | 18.13                                      | -                      | 18.13                                       |
| Trade receivables         | 242.76                                     | (55.42)                | 187.34                                      |
| Other bank balances       | 60.29                                      | -                      | 60.29                                       |
| Loans                     | 1,482.13                                   | -                      | 1,482.13                                    |
| Other financial assets    | 375.14                                     | -                      | 375.14                                      |

## (ii) Expected credit loss for trade receivables under simplified approach

The Company's trade receivables pertaining to income from sale of products and services has higher credit risk and accordingly allowance for expected credit loss is created using provision matrix approach.

(₹ in lakhs)

| Particulars                                     | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Gross amount of trade receivables               | 280.47        | 242.76        |
| Expected loss rate                              | 19.76%        | 22.83%        |
| Expected credit loss (loss allowance provision) | 55.42         | 55.42         |



## Majestic Auto Limited

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

| Reconciliation of loss provision – lifetime expected credit losses |  | (₹ in lakhs)      |
|--|--|-------------------|
| Reconciliation of loss allowance                                   |  | Trade receivables |
| <b>Loss allowance as on 1 April 2019</b>                           |  | <b>55.42</b>      |
| Impairment loss recognised   |  | -                 |
| Amounts written off  |  | -                 |
| <b>Loss allowance on 31 March 2020</b>                             |  | <b>55.42</b>      |
| Impairment loss recognised   |  | -                 |
| Amounts written off  |  | -                 |
| <b>Loss allowance on 31 March 2021</b>                             |  | <b>55.42</b>      |

#### (B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

#### Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

| (₹ in lakhs)                |                  |               |               |                   |                 |
|-----------------------------|------------------|---------------|---------------|-------------------|-----------------|
| 31 March 2021               | Less than 1 year | 1 - 2 years   | 2 - 5 years   | More than 5 years | Total           |
| <b>Non-derivative</b>       |                  |               |               |                   |                 |
| Borrowings                  | 513.46           | 138.46        | 407.73        | 3,043.76          | 4,103.42        |
| Trade payable               | 80.79            | -             | -             | -                 | 80.79           |
| Security deposits           | 15.02            | -             | 1.27          | 329.68            | 345.96          |
| Lease liabilities           | 23.18            | 23.18         | 76.80         | 22.77             | 145.94          |
| Other financial liabilities | 63.02            | -             | -             | -                 | 63.02           |
| <b>Total</b>                | <b>695.48</b>    | <b>161.65</b> | <b>485.80</b> | <b>3,396.21</b>   | <b>4,739.13</b> |

| (₹ in lakhs)                |                  |               |               |                   |                 |
|-----------------------------|------------------|---------------|---------------|-------------------|-----------------|
| 31 March 2020               | Less than 1 year | 1 - 2 years   | 2 - 5 years   | More than 5 years | Total           |
| <b>Non-derivative</b>       |                  |               |               |                   |                 |
| Borrowings                  | 1,417.91         | 138.29        | 410.68        | 3,061.99          | 5,028.86        |
| Trade payable               | 123.36           | -             | -             | -                 | 123.36          |
| Security deposits           | 16.28            | -             | 1.27          | 329.68            | 347.22          |
| Lease liabilities           | 20.41            | 23.18         | 73.32         | 49.44             | 166.35          |
| Other financial liabilities | 63.72            | -             | -             | -                 | 63.72           |
| <b>Total</b>                | <b>1,641.68</b>  | <b>161.47</b> | <b>485.27</b> | <b>3,441.10</b>   | <b>5,729.51</b> |

#### The Company had access to following funding facilities :

As at 31 March 2021

| (₹ in lakhs)     |                 |                 |                 |
|------------------|-----------------|-----------------|-----------------|
| Particulars      | Total Facility  | Drawn           | Undrawn         |
| Less than 1 year | 487.62          | 487.62          | -               |
| 1-2 years        | 92.37           | 92.37           | -               |
| Above 2 years    | 4,812.18        | 3,337.61        | 1,474.57        |
| <b>Total</b>     | <b>5,392.17</b> | <b>3,917.60</b> | <b>1,474.57</b> |

## Majestic Auto Limited

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

| As at 31 March 2020 | (₹ in lakhs)    |                 |                 |
|---------------------|-----------------|-----------------|-----------------|
| Particulars         | Total Facility  | Drawn           | Undrawn         |
| Less than 1 year    | 1,201.79        | 1,201.79        | -               |
| 1-2 years           | 85.31           | 85.31           | -               |
| Above 2 years       | 5,784.58        | 3,480.45        | 2,304.13        |
| <b>Total</b>        | <b>7,071.68</b> | <b>4,767.55</b> | <b>2,304.13</b> |

## (C) Market risk

## (i) Interest rate risk

## Liabilities

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company's variable rate borrowing is subject to interest rate. Below is the overall exposure of the borrowing:

|                         | (₹ in lakhs)    |                 |
|-------------------------|-----------------|-----------------|
| Particulars             | 31 March 2021   | 31 March 2020   |
| Variable rate borrowing | 3,917.60        | 4,767.55        |
| Fixed rate borrowing    | -               | -               |
| <b>Total borrowings</b> | <b>3,917.60</b> | <b>4,767.55</b> |

## Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

|  | (₹ in lakhs)  |               |
|--|---------------|---------------|
| Particulars                                  | 31 March 2021 | 31 March 2020 |
| Interest rates – increase by 25 basis points | 9.79          | 11.92         |
| Interest rates – decrease by 25 basis points | (9.79)        | (11.92)       |

## (ii) Price risk

The Company's exposure to price risk arises from investments held and classified as FVOCI and FVTPL. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

## Sensitivity analysis

Profit or loss and equity is sensitive to higher/lower prices of instruments on the Company's profit for the year -

|                                | (₹ in lakhs)  |               |
|--------------------------------|---------------|---------------|
| Particulars                    | 31 March 2021 | 31 March 2020 |
| <b>Price sensitivity</b>       |               |               |
| Price increase by (5%) - FVOCI | 1,342.43      | 735.17        |
| Price decrease by (5%) - FVOCI | (1,342.43)    | (735.17)      |
| Price increase by (5%) - FVTPL | 0.01          | -             |
| Price decrease by (5%) - FVTPL | (0.01)        | -             |

## Note - 32

## Capital management

## Risk management

The Company's objectives when managing capital are to

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

## Majestic Auto Limited

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

(₹ in lakhs)

| Particulars                     | 31 March 2021 | 31 March 2020 |
|---------------------------------|---------------|---------------|
| Net debts*                      | 3,585.35      | 4,756.92      |
| Total equity                    | 41,709.37     | 30,725.24     |
| <b>Net debt to equity ratio</b> | <b>0.09</b>   | <b>0.15</b>   |

\*Net debt = long-term borrowings + short-term borrowings + current maturities of long-term borrowings + book overdraft + interest accrued - cash and cash equivalents

#### Note - 33

##### Related party transactions

In accordance with the requirements of Ind AS 24 the names of the related party where control exists/ able to exercise significant influence along with the aggregate transactions and year end balances with them as identified and certified by the management are given below:

##### i) Parties where control exists:

###### (a) Holding Company:

- M/s Anadi Investments Private Limited

###### (b) Subsidiary:

- Majestic IT Services Limited
- Emirates Technologies Private Limited

###### (c) Key Management Personnel (KMP) and their Relatives:

- Mr. Mahesh Munjal (Managing Director)
- Ms. Ashima Munjal (Joint Managing Director)
- Mr. Aayush Munjal (Whole Time Director)
- Ms. Juhi Garg (Company Secretary)
- Mr. Rajpal Singh Negi (Chief Financial Officer)
- Mr. Vikas Nanda (Independent Director)
- Mr. Naveen Jain (Independent Director)
- Mr. Anil Kumar Sharma (Independent Director) w.e.f. 12 August 2019
- Mr. Sham Lal Mohan (Independent Director) w.e.f. 18 April 2019

###### (d) Enterprises over which Key Management Personnel is able to exercise significant influence with whom transactions has been undertaken:-

- M/s Munjal Showa Limited
- M/s OK Hosiery Mills Private Limited

##### ii) Transactions with related parties carried out in the ordinary course of business:

(₹ in lakhs)

| S.No | Particulars                         | Year          | Related Parties    |  |  | Total         |
|------|-------------------------------------|---------------|--------------------|--|--|---------------|
|      |                                     |               | Subsidiary Company | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |               |
| 1    | Rent paid                           | 31 March 2021 | -                  | -  | 20.60  | <b>20.60</b>  |
|      |                                     | 31 March 2020 | -                  | -  | 20.16  | <b>20.16</b>  |
| 2    | Electricity expenses                | 31 March 2021 | -                  | -  | 0.05   | <b>0.05</b>   |
|      |                                     | 31 March 2020 | -                  | -  | 0.66   | <b>0.66</b>   |
| 3    | Director's Sitting fees             | 31 March 2021 | -                  | 9.10   | -  | <b>9.10</b>   |
|      |                                     | 31 March 2020 | -                  | 6.05   | -  | <b>6.05</b>   |
| 4    | Maintenance and management expenses | 31 March 2021 | 600.00             | -  | 3.43   | <b>603.43</b> |
|      |                                     | 31 March 2020 | 600.00             | -  | 3.36   | <b>603.36</b> |
| 5    | Interest received                   | 31 March 2021 | 155.78             | -  | -  | <b>155.78</b> |
|      |                                     | 31 March 2020 | 165.48             | -  | -  | <b>165.48</b> |

## Majestic Auto Limited

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

(₹ in lakhs)

| S.No | Particulars            | Year          | Related Parties    |  |  | Total    |
|------|------------------------|---------------|--------------------|--|--|----------|
|      |                        |               | Subsidiary Company | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |          |
| 6    | Security deposit given | 31 March 2021 | 487.59             | -  | -  | 487.59   |
|      |                        | 31 March 2020 | 1,042.53           | -  | -  | 1,042.53 |
| 7    | Remuneration paid*     | 31 March 2021 | -                  | 169.74                                       | -  | 169.74   |
|      |                        | 31 March 2020 | -                  | 174.31                                       | -  | 174.31   |

\* The remuneration of Key Managerial Personnel included in various schedules to statement of profit and loss is as under:

(₹ in lakhs)

| Particulars             | 31 March 2021 | 31 March 2020 |
|-------------------------|---------------|---------------|
| Salaries and incentives | 169.74        | 170.91        |
| Gratuity                | -             | 3.40          |

## iii) Closing balance with related parties in the ordinary course of business :

(₹ in lakhs)

| S.No | Particulars            | Year          | Related Parties    |  |  | Total    |
|------|------------------------|---------------|--------------------|--|--|----------|
|      |                        |               | Subsidiary Company | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |          |
| 1    | Security deposit given | 31 March 2021 | 1,537.69           | -  | 10.08  | 1,547.77 |
|      |                        | 31 March 2020 | 1,343.91           | -  | 10.08  | 1,353.99 |
| 2    | Trade Payable          | 31 March 2021 | 2.67               | -  | 0.03   | 2.70     |
|      |                        | 31 March 2020 | 18.05              | -  | 2.17   | 20.22    |
| 3    | Remuneration payable   | 31 March 2021 | -                  | 4.58   | -  | 4.58     |
|      |                        | 31 March 2020 | -                  | 4.58   | -  | 4.58     |

## Note - 34

## Contingent liabilities and commitments (to the extent not provided for)

Contingent liabilities shall be classified as under:-

(₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| (a) Guarantees excluding financial guarantees;<br>Bank guarantees | 44.20         | 144.20        |
| <b>Total</b>  | <b>44.20</b>  | <b>144.20</b> |

Excise duty/sales tax paid under protest amounting to ₹ 1.17 Lakhs (previous years 31 March 2020 ₹ 1.17 Lakhs ) is appearing under the head balance with government authorities.

- It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.
- The Company does not expect any reimbursement in respect of the above contingent liabilities.
- Future cash outflows in respect of the above are determinable only on receipt of judgements/decisions pending with various forums/authorities.

**Majestic Auto Limited**
**Notes to the Standalone financial statements for the year ended 31 March 2021**
**Note - 35**
**Employee benefits**
**A Gratuity**
**Risk**

|                                 |   |
|---------------------------------|---|
| <b>Salary increases</b>         | Actual salary increases will increase the plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.                    |
| <b>Investment risk</b>          | If plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability. |
| <b>Discount rate</b>            | Reduction in discount rate in subsequent valuations can increase the plan's liability.  |
| <b>Mortality and disability</b> | Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.  |
| <b>Withdrawals</b>              | Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.                          |

**i) Amounts recognized in the balance sheet (₹ in lakhs)**

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Present value of the obligation                         | 22.36         | 29.61         |
| Fair value of plan assets                               | 4.41          | 4.13          |
| Net obligation recognised in balance sheet as provision | <b>17.94</b>  | <b>25.48</b>  |
| <b>Current liability (amount due within one year)</b>   | <b>0.98</b>   | <b>0.40</b>   |
| <b>Non-current liability (amount due over one year)</b> | <b>16.96</b>  | <b>25.08</b>  |

**ii) Expenses recognized in other comprehensive income (₹ in lakhs)**

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Actuarial gain/(loss) on asset                      | -             | -             |
| Actuarial gain/(loss) on present benefit obligation | 11.54         | (2.35)        |
| Unrecognised actuarial gain at the end of the year  | <b>11.54</b>  | <b>(2.35)</b> |

**iii) Actuarial (gain)/loss on obligation (₹ in lakhs)**

| Particulars                              | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Actuarial (gain)/loss net on account of: |               |               |
| - Changes in demographic assumptions     | -             | 0.02          |
| - Changes in financial assumptions       | -             | 3.50          |
| - Changes in experience adjustment       | 11.54         | (1.18)        |

**iv) Expenses recognised in statement of profit and loss (₹ in lakhs)**

| Particulars                            | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Current service cost                   | 2.26          | 3.40          |
| Net interest cost                      | 1.73          | 1.53          |
| <b>Cost recognised during the year</b> | <b>4.00</b>   | <b>4.94</b>   |

**v) Movement in the liability recognised in the balance sheet is as under: (₹ in lakhs)**

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Present value of defined benefit obligation at the beginning of the year  | 29.62         | 23.87         |
| Current service cost  | 2.26          | 3.40          |
| Interest cost   | 2.01          | 1.83          |
| Actuarial gain on obligation  | (11.54)       | 2.35          |
| Benefits paid   | -             | (1.83)        |
| <b>Present value of defined benefit obligation at the end of the year</b> | <b>22.36</b>  | <b>29.62</b>  |

## Majestic Auto Limited

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

## vi) Change in plan assets is as under: (₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Fair value of plan assets at the beginning of the period  | 4.13          | 3.84          |
| Actual return on plan assets                              | 0.28          | 0.29          |
| Employer contribution                                     | -             | -             |
| Benefits paid   | -             | -             |
| <b>Fair value of plan assets at the end of the period</b> | <b>4.41</b>   | <b>4.13</b>   |

## vii) Major categories of plan assets (as percentage of total plan assets)

| Particulars              | 31 March 2021 | 31 March 2020 |
|--------------------------|---------------|---------------|
| Funds managed by insurer | 100%          | 100%          |
| <b>Total</b>             | <b>100%</b>   | <b>100%</b>   |

## viii) (a) For determination of the liability of the Company the following actuarial assumptions were used:

| Particulars            | 31 March 2021 | 31 March 2020 |
|------------------------|---------------|---------------|
| Discount rate          | 6.80%         | 6.80%         |
| Salary escalation rate | 9.00%         | 9.00%         |
| Retirement Age (years) | 58.00         | 58.00         |
| Withdrawal rate        |               |               |
| Up to 30 years         | 3.00%         | 3.00%         |
| From 31 to 44 years    | 2.00%         | 2.00%         |
| Above 44 years         | 1.00%         | 1.00%         |

Mortality rates inclusive of provision for disability -100% of IALM (2012-14) (31 March 2020 IALM (2012-14) )

## viii) (b) Maturity profile of defined benefit obligation (₹ in lakhs)

| Particulars    | 31 March 2021 | 31 March 2020 |
|----------------|---------------|---------------|
| 0 to 1 year    | 0.98          | 0.40          |
| 1 to 2 year    | 0.39          | 0.99          |
| 2 to 3 year    | 3.83          | 0.54          |
| 3 to 4 year    | 1.14          | 3.67          |
| 4 to 5 year    | 0.32          | 1.14          |
| 5 to 6 year    | 0.31          | 0.46          |
| 6 year onwards | 15.38         | 22.41         |

## ix) Sensitivity analysis for gratuity liability (₹ in lakhs)

| Particulars  | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| <b>a) Impact of the change in discount rate</b>    |               |               |
| Present value of obligation at the end of the year | <b>22.36</b>  | <b>29.61</b>  |
| Impact due to increase of 0.50 %                   | (1.15)        | (2.12)        |
| Impact due to decrease of 0.50 %                   | 1.26          | 2.36          |
| <b>b) Impact of the change in salary increase</b>  |               |               |
| Present value of obligation at the end of the year | <b>22.36</b>  | <b>29.61</b>  |
| Impact due to increase of 0.50 %                   | 0.82          | 2.29          |
| Impact due to decrease of 0.50 %                   | (0.76)        | (2.08)        |

Sensitivities due to mortality and withdrawals are not material. Hence impact of change due to these is not calculated.

Sensitivities as rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable.

## Majestic Auto Limited

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

#### Note - 36

##### Assets pledged as security

The carrying amounts of assets pledged as security are:

| Particulars   | (₹ in lakhs)     |                  |
|---|------------------|------------------|
|   | 31 March 2021    | 31 March 2020    |
| <b>Non-current</b>                                  |                  |                  |
| <b>Second charge</b>                                |                  |                  |
| Investment in equity instruments valued through OCI | 26,848.53        | 14,703.30        |
| <b>Total non-current assets pledged as security</b> | <b>26,848.53</b> | <b>14,703.30</b> |
| <b>Current</b>                                      |                  |                  |
| <b>First charge</b>                                 |                  |                  |
| Margin money  | 63.54            | 60.29            |
| <b>Total current assets pledged as security</b>     | <b>63.54</b>     | <b>60.29</b>     |
| <b>Total assets pledged as security</b>             | <b>26,912.07</b> | <b>14,763.59</b> |

#### Note - 37

##### Disclosures as per Indian Accounting Standard (Ind AS) 108 "Operating Segments"

Based on guiding principles given in Ind AS-108 on "Operating segments", the Company's business activity fall within a single operating segment namely real estate and management services. Accordingly, the disclosure requirements of Ind AS-108 are not applicable.

##### Information about major customer

During the year ended 31 March 2021 revenue of approximately 94.84% (previous year 31 March 2020: 86.16% ) are derived from three external customer under 'Real Estate & Management Service'.

##### For SAR & Associates

Chartered Accountants  
Firm Registration No. 122400W

Sd/-

**CA Anubhav Goyal**  
Partner  
Membership No. 123328

Place: Ludhiana  
Date: 30 June, 2021

For and on behalf of **Majestic Auto Limited**

Sd/-

**(Rajpal Singh Negi)**  
Chief Financial Officer

Sd/-

**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

Sd/-

**(Juhi Garg)**  
Company Secretary  
M.No. 35389

## INDEPENDENT AUDITOR'S REPORT

To The Members of **MAJESTIC AUTO LIMITED**

Report on the Consolidated Ind AS Financial Statements

### Opinion

We have audited the accompanying consolidated Ind AS financial statements of **MAJESTIC AUTO LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at 31 March, 2021, and Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

### Basis for Opinion

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

### Key Audit Matters

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

| Key Audit Matters  | How our audit addressed the key audit matter   |
|--|--|
| <p><b>1. Accounting for investments</b></p> <p>As at 31 March 2021, the Group has investments aggregating of ₹ 27,180.33 lakhs in equity shares, mutual funds and derivatives. These investments are measured either at Fair Value through Profit and Loss ('FVTPL') or Fair Value through Other Comprehensive Income ('FVTOCI') based on fulfilment of required criteria which involve management judgment.</p> <p>Refer Notes 5A and 5B to the Consolidated Financial Statements</p> | <p>Our audit procedure included the following:</p> <ul style="list-style-type: none"> <li>• Read the minutes of the meeting of the board of directors.</li> <li>• Performed test of controls on a sample basis on the operating effectiveness of internal controls on investments.</li> <li>• Checked the Fair Market Value (FMV) of the investments in equity for arriving at FVTOCI.</li> </ul>  |
| <p><b>2. Revenue recognition</b></p> <p>The application of the accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised at a point in time.</p> <p>Refer Notes 1.4(k) and 23 to the Consolidated Financial Statements</p>   | <p>Our audit procedure included the following:</p> <ul style="list-style-type: none"> <li>• Read the Group's revenue recognition accounting policies and assessed compliance of the policies with the accounting standards.</li> <li>• Evaluated the design of the internal controls relating to the measurement of revenue recognition at a point in time.</li> <li>• Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price.</li> <li>• Selected a sample of continuing and new contracts and performed the following procedures: <ul style="list-style-type: none"> <li>v Read, analysed and identified the distinct performance obligations in these contracts.</li> <li>v Compared these performance obligations with that identified and recorded by the Group.</li> <li>v Verified the progress towards satisfaction of performance obligations used to compute recorded revenue with contractual obligations and the collectability of an amount of consideration.</li> <li>v Performed analytical procedures for reasonableness of revenues.</li> </ul> </li> </ul> |



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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

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

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

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

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

accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

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

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

#### Report on Other Legal and Regulatory Requirements

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

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Consolidated financial statements disclose the impact of pending litigations on consolidated financial position of the Group.
  - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

**For SAR & Associates  
Chartered Accountants  
Firm Registration no. 122400W**

Sd/-

**CA Anubhav Goyal**

Partner

Membership No. 123328

ICAI UDIN – 21123328AAAABX6017

**Place: Delhi**

**Date: 30 June 2021**

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Majestic Auto Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March, 2021, we have audited the internal financial controls over financial reporting of MAJESTIC AUTO LIMITED (hereinafter referred to as “the Holding Company”) and its subsidiary companies, as of that date.

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

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

**Auditor’s Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness

exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

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

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

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

**Opinion**

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

**For SAR & Associates  
Chartered Accountants  
Firm Registration no. 122400W**

Sd/-

**CA Anubhav Goyal**  
Partner

**Place: Delhi  
Date: 30 June 2021**

Membership No. 123328  
ICAI UDIN – 21123328AAAABX6017

## Majestic Auto Limited

## Consolidated Balance sheet as at 31 March 2021

(₹ in Lakhs)

|  | Note | 31 March 2021    | 31 March 2020    |
|--|------|------------------|------------------|
| <b>Assets</b>  |      |                  |                  |
| <b>Non-current assets</b>  |      |                  |                  |
| Property, plant and equipment  | 2    | 2,340.01         | 2,396.29         |
| Right-of-use assets  | 2    | 121.37           | 168.41           |
| Investment property  | 3    | 27,770.75        | 28,440.91        |
| Goodwill   | 4    | 4,087.37         | 4,087.37         |
| Other Intangible assets  | 4    | 133.13           | 205.49           |
| Financial assets   |      |                  |                  |
| Investment   | 5    | 26,848.53        | 14,703.30        |
| Loans  | 6    | 280.09           | 247.35           |
| Other financial assets   | 7    | 429.55           | 429.81           |
| Deferred tax assets (net)  | 8    | 747.73           | 2,732.26         |
| Non-current tax assets (net)   | 9    | 414.08           | 716.59           |
| Other non-current assets   | 10   | 3.28             | 5.57             |
| <b>Total non-current assets</b>  |      | <b>63,575.89</b> | <b>54,133.35</b> |
| <b>Current assets</b>  |      |                  |                  |
| Inventories  | 11   | 211.87           | 221.71           |
| Financial assets   |      |                  |                  |
| Investment   | 5    | 331.80           | 184.79           |
| Loans  | 6    | 30.11            | 43.62            |
| Trade receivables  | 12   | 283.29           | 284.35           |
| Cash and cash equivalents  | 13   | 1,647.38         | 26.67            |
| Other bank balances  | 14   | 63.54            | 60.29            |
| Other financial assets   | 7    | 501.77           | 913.89           |
| Other current assets   | 10   | 81.23            | 151.37           |
| <b>Total current assets</b>  |      | <b>3,150.99</b>  | <b>1,886.69</b>  |
| <b>Total assets</b>  |      | <b>66,726.88</b> | <b>56,020.04</b> |
| <b>Equity and liabilities</b>  |      |                  |                  |
| <b>Equity</b>  |      |                  |                  |
| Equity share capital   | 15   | 1,039.82         | 1,039.82         |
| Other equity   | 16   | 41,046.99        | 28,918.61        |
| <b>Equity attributable to the owners of the parent Company</b>         |      | <b>42,086.81</b> | <b>29,958.43</b> |
| Non-controlling interests  |      | 875.75           | 687.61           |
| <b>Total equity</b>  |      | <b>42,962.56</b> | <b>30,646.04</b> |
| <b>Liabilities</b>   |      |                  |                  |
| <b>Non-current liabilities</b>   |      |                  |                  |
| Financial liabilities  |      |                  |                  |
| Borrowings   | 17   | 16,153.95        | 17,328.50        |
| Other financial liabilities  | 18   | 1,147.34         | 1,120.92         |
| Deferred tax liabilities (net)   | 19   | 3,162.17         | 3,021.84         |
| Provisions   | 20   | 31.16            | 47.87            |
| Other non-current liabilities  | 21   | 354.87           | 449.43           |
| <b>Total non-current liabilities</b>                                   |      | <b>20,849.49</b> | <b>21,968.56</b> |
| <b>Current liabilities</b>   |      |                  |                  |
| Financial liabilities  |      |                  |                  |
| Borrowings   | 17   | 54.11            | 27.40            |
| Trade payables   | 22   | -                | 1.23             |
| - Outstanding dues of micro and small enterprises                      |      | -                | 1.23             |
| - Outstanding dues of creditors other than micro and small enterprises |      | 85.68            | 145.67           |
| Other financial liabilities  | 18   | 2,337.57         | 2,895.91         |
| Other current liabilities  | 21   | 396.13           | 322.34           |
| Provisions   | 20   | 41.34            | 12.89            |
| <b>Total current liabilities</b>                                       |      | <b>2,914.83</b>  | <b>3,405.44</b>  |
| <b>Total equity and liabilities</b>                                    |      | <b>66,726.88</b> | <b>56,020.04</b> |

Summary of significant accounting policies and accompanying notes form an integral part of these financial statements.  
This is the balance sheet referred to in our report of even date.

**For SAR & Associates**  
Chartered Accountants  
Firm Registration No. 122400W

**Sd/-**  
**CA Anubhav Goyal**  
Partner  
Membership No. 123328

For and on behalf of **Majestic Auto Limited**

**Sd/-**  
**(Rajpal Singh Negi)**  
Chief Financial Officer

**Sd/-**  
**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

**Sd/-**  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389

Place: Ludhiana  
Date: 30 June, 2021

## Majestic Auto Limited

### Consolidated statement of profit and loss for the year ended 31 March 2021

|  |      | (₹ in Lakhs)     |                   |
|--|------|------------------|-------------------|
|  | Note | 31 March 2021    | 31 March 2020     |
| <b>Revenue</b>   |      |                  |                   |
| Revenue from operations  | 23   | 5,683.63         | 6,916.21          |
| Other income   | 24   | 1,313.44         | 998.58            |
| <b>Total revenue</b>   |      | <b>6,997.07</b>  | <b>7,914.79</b>   |
| <b>Expenses</b>  |      |                  |                   |
| Cost of operation and services   |      | 629.36           | 1,190.83          |
| Employee benefits expenses   | 25   | 453.68           | 449.78            |
| Finance costs  | 26   | 1,692.00         | 2,009.32          |
| Depreciation and amortisation expense  | 27   | 895.35           | 924.69            |
| Other expenses   | 28   | 601.88           | 976.84            |
| <b>Total expenses</b>  |      | <b>4,272.27</b>  | <b>5,551.46</b>   |
| <b>Profit before tax</b>   |      | <b>2,724.80</b>  | <b>2,363.33</b>   |
| <b>Tax expense</b>   | 29   |                  |                   |
| Current tax  |      | 482.30           | 234.33            |
| Less : MAT Credit  |      | (160.54)         | (107.95)          |
| Deferred tax   |      | 300.83           | 4,327.10          |
| Earlier years tax adjustments (net)  |      | (78.65)          | -                 |
| <b>Profit/(Loss) for the year</b>  |      | <b>2,180.86</b>  | <b>(2,090.15)</b> |
| <b>Other comprehensive income</b>  |      |                  |                   |
| Items that will not be reclassified to profit or loss  |      |                  |                   |
| Re-measurement gains (losses) on defined benefit plans   |      | 22.76            | (4.53)            |
| Less: Income tax expense relating to items that will not be reclassified to profit and loss          |      | (5.05)           | 0.39              |
| Gain/(Loss) on fair value of FVOCI equity instruments  |      | 12,145.23        | (8,830.55)        |
| Less: Income tax expense/(credit) relating to items that will not be reclassified to profit and loss |      | (2,027.28)       | 1,474.00          |
| <b>Total other comprehensive income for the year</b>   |      | <b>10,135.66</b> | <b>(7,360.69)</b> |
| <b>Total comprehensive income for the year</b>   |      | <b>12,316.52</b> | <b>(9,450.84)</b> |
| <b>Profit attributable to:</b>   |      |                  |                   |
| Owners   |      | 1,992.72         | (1,602.52)        |
| Non-controlling interests  |      | 188.14           | (487.63)          |
| <b>Other comprehensive income attributable to:</b>   |      |                  |                   |
| Owners   |      | 10,135.66        | (7,360.69)        |
| Non-controlling interests  |      | -                | -                 |
| <b>Total comprehensive income attributable to:</b>   |      |                  |                   |
| Owners   |      | 12,128.38        | (8,963.21)        |
| Non-controlling interests  |      | 188.14           | (487.63)          |
| <b>Earnings per equity share (Face value ₹ 10 per share)</b>   | 30   |                  |                   |
| Basic (₹)  |      | 20.97            | (20.10)           |
| Diluted (₹)  |      | 20.97            | (20.10)           |

Summary of significant accounting policies and accompanying notes form an integral part of these financial statements.  
This is the balance sheet referred to in our report of even date.

**For SAR & Associates**  
Chartered Accountants  
Firm Registration No. 122400W

Sd/-  
**CA Anubhav Goyal**  
Partner  
Membership No. 123328

Place: Ludhiana  
Date: 30 June, 2021

For and on behalf of **Majestic Auto Limited**

Sd/-  
**(Rajpal Singh Negi)**  
Chief Financial Officer

Sd/-  
**(Mahesh Munjal)**  
Managing Director  
DIN 00002990

Sd/-  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389

## Majestic Auto Limited

## Consolidated statement of changes in equity as at 31 March 2021

## A Equity share capital\*

(₹ in lakhs)

| Particulars          | Opening balance as at 1 April 2019 | Changes in equity share capital during the half year | Balance as at 31 March 2020 | Opening balance as at 1 April 2020 | Changes in equity share capital during the half year | Balance as at 31 March 2021 |
|----------------------|------------------------------------|--|-----------------------------|------------------------------------|--|-----------------------------|
| Equity share capital | 1,039.82                           | -  | 1,039.82                    | 1,039.82                           | -  | 1,039.82                    |

## B Other equity\*\*

(₹ in lakhs)

| Particulars                               | Reserves and surplus |                            |                   | Other comprehensive income                            | Total other equity | Non-controlling interest | Total            |
|---|----------------------|----------------------------|-------------------|---|--------------------|--------------------------|------------------|
|   | General reserve      | Securities premium reserve | Retained earnings | Equity instruments through other comprehensive income |                    |                          |                  |
| <b>Balance as at 1 April 2019</b>         | <b>500.00</b>        | <b>129.52</b>              | <b>20,063.62</b>  | <b>17,188.68</b>                                      | <b>37,881.82</b>   | <b>1,175.24</b>          | <b>39,057.06</b> |
| Profit/(Loss) for the year                | -                    | -                          | (1,602.52)        | -   | (1,602.52)         | (487.63)                 | (2,090.15)       |
| Other comprehensive income (net of tax)   | -                    | -                          | -4.14             | (7,356.55)  | (7,360.69)         | -                        | (7,360.69)       |
| Transfer on disposal of equity investment | -                    | -                          | -                 | -   | -                  | -                        | -                |
| <b>Balance as at 31 March 2020</b>        | <b>500.00</b>        | <b>129.52</b>              | <b>18,456.96</b>  | <b>9,832.13</b>                                       | <b>28,918.61</b>   | <b>687.61</b>            | <b>29,606.22</b> |
| Profit/(Loss) for the year                | -                    | -                          | 1,992.72          | -   | 1,992.72           | 188.14                   | 2,180.86         |
| Other comprehensive income (net of tax)   | -                    | -                          | 17.71             | 10,117.95   | 10,135.66          | -                        | 10,135.66        |
| Transfer on disposal of equity investment | -                    | -                          | -                 | -   | -                  | -                        | -                |
| <b>Balance as at 31 March 2021</b>        | <b>500.00</b>        | <b>129.52</b>              | <b>20,467.39</b>  | <b>19,950.08</b>                                      | <b>41,046.99</b>   | <b>875.75</b>            | <b>41,922.74</b> |

\*Refer Note - 15 for details

\*\*Refer Note - 16 for details

## For SAR &amp; Associates

Chartered Accountants  
Firm Registration No. 122400W

Sd/-

CA Anubhav Goyal  
Partner  
Membership No. 123328

For and on behalf of Majestic Auto Limited

Sd/-

(Rajpal Singh Negi)  
Chief Financial Officer

Sd/-

(Mahesh Munjal)  
Managing Director  
DIN 00002990

Sd/-

(Juhi Garg)  
Company Secretary  
M.No. 35389Place: Ludhiana  
Date: 30 June, 2021

## Majestic Auto Limited

### Consolidated cash flow statement for the year ended 31 March 2021

(₹ in Lakhs)

| Particulars  | Year ended on     | Year ended on     |
|--|-------------------|-------------------|
|  | 31 March 2021     | 31 March 2020     |
|  | Audited           | Audited           |
| <b>A CASH FLOW FROM OPERATING ACTIVITIES</b>   |                   |                   |
| Profit/(loss) before tax   | <b>2,724.80</b>   | <b>2,363.33</b>   |
| Adjustments for:   |                   |                   |
| Depreciation on property, plant and equipment  | 895.35            | 924.69            |
| Loss/(gain) on disposal of fixed assets (net)  | (3.50)            | 6.63              |
| (Gain)/Loss on investment classified as FVTPL  | (182.59)          | 74.37             |
| Interest income  | (191.58)          | (28.99)           |
| Dividend income  | (874.95)          | (893.37)          |
| Dividend on investment classified as FVTPL   | (0.18)            | (0.76)            |
| Balances written off   | 15.49             | -                 |
| Liability write back   | (5.17)            | (3.87)            |
| Provision write back   | (0.23)            | -                 |
| Finance costs  | 1,692.00          | 2,009.32          |
| <b>Operating profit before working capital changes</b>   | <b>4,069.44</b>   | <b>4,451.35</b>   |
| <b>Movement in working capital</b>   |                   |                   |
| Decrease/(Increase) in inventories   | 9.84              | (14.46)           |
| Decrease/(Increase) in other financial assets  | 255.81            | (148.87)          |
| Decrease/(Increase) in trade receivables   | 1.06              | 68.75             |
| Decrease/(Increase) other non-current assets   | 2.29              | 2.31              |
| Decrease/(Increase) in other current assets  | 53.07             | 5.72              |
| Increase/(Decrease) in other financial liabilities   | (85.96)           | 197.78            |
| Increase/(Decrease) in other non-current liability   | (94.56)           | 84.64             |
| Increase/(Decrease) in other current liability   | 73.79             | (111.26)          |
| Increase/(Decrease) in provisions  | 6.65              | 8.70              |
| Increase/(Decrease) in trade and other payables  | (56.04)           | (103.95)          |
| <b>Cash flow from operating activities post working capital changes</b>  | <b>4,235.39</b>   | <b>4,440.71</b>   |
| Income tax paid (net)  | (120.82)          | (428.86)          |
| <b>Net cash flow from operating activities (A)</b>   | <b>4,114.57</b>   | <b>4,011.85</b>   |
| <b>B CASH FLOWS FROM INVESTING ACTIVITIES</b>  |                   |                   |
| Purchase of property, plant and equipment and intangible assets  | (38.83)           | (29.75)           |
| Payments for investment properties   | (13.55)           | (167.89)          |
| Purchases of investments   | (0.11)            | (650.00)          |
| Proceeds from disposal of property, plant and equipment, capital work-in-progress and intangible assets (net of advance) | 6.37              | 8.35              |
| Proceeds from sale of investments  | 67.70             | 813.42            |
| Fixed bank deposits having original maturity more than 3 months  | (215.00)          | (780.00)          |
| Redemption in margin money   | (3.25)            | (3.06)            |
| Cash loans and advances  | 32.59             | (86.12)           |
| Dividend received  | 874.95            | 893.37            |
| Interest received  | 88.42             | 32.34             |
| <b>Net cash flow from investing activities (B)</b>   | <b>799.29</b>     | <b>30.66</b>      |
| <b>C CASH FLOWS FROM FINANCING ACTIVITIES</b>  |                   |                   |
| Proceeds from borrowings   | 23.15             | 13.05             |
| Repayment of borrowings  | (1,695.11)        | (2,430.70)        |
| Repayment of finance lease   | (28.86)           | (28.85)           |
| Payment of lease liabilities   | (57.66)           | (57.41)           |
| Interest paid  | (1,534.67)        | (1,841.30)        |
| <b>Net cash used in financing activities (C)</b>   | <b>(3,293.15)</b> | <b>(4,345.21)</b> |
| Decrease in cash and cash equivalents (A+B+C)  | 1,620.71          | (302.69)          |
| Cash and cash equivalents at the beginning of the year   | 26.67             | 329.36            |
| <b>Cash and cash equivalents at the end of the year</b>  | <b>1,647.38</b>   | <b>26.67</b>      |

This is the cash flow statement referred to in our report of even date.

For SAR & Associates  
Chartered Accountants  
Firm Registration No. 122400W

Sd/-  
CA Anubhav Goyal  
Partner  
Membership No. 123328

For and on behalf of Majestic Auto Limited

Sd/-  
(Rajpal Singh Negi)  
Chief Financial Officer

Sd/-  
(Mahesh Munjal)  
Managing Director  
DIN 00002990

Sd/-  
(Juhi Garg)  
Company Secretary  
M.No. 35389

Place: Ludhiana  
Date: 30 June, 2021

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### 1. Corporate information

Majestic Auto Limited (the 'Company' or 'Parent') is a public company together with its subsidiaries (collectively referred to as 'Group') is engaged in the business of leasing and provision of maintenance services. The Group is domiciled in India and its registered office is situated at 10, Southern Avenue, First Floor, Maharani Bagh, Delhi-110065, India.

##### 1.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans – plan assets measured at fair value.

The significant accounting policies that are used in the preparation of these consolidated financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the consolidated financial statements.

The consolidated financial statements for the year ended 31 March 2021 were authorized and approved by the Board of Directors on 30 June 2021.

##### 1.2 Use of estimates

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these consolidated financial statements have been disclosed in note 1.5. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

##### 1.3 Basis of consolidation

###### *Subsidiaries*

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when

the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. The Group can have power over the investee even if it owns less than majority voting rights i.e. rights arising from other contractual arrangements. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. Statement of profit and loss (including other comprehensive income ('OCI')) of subsidiaries acquired or disposed of during the period are recognized from the effective date of acquisition, or up to the effective date of disposal, as applicable.

The Group combines the financial statements of the Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests, presented as part of equity, represents the portion of a subsidiary's statement of profit and loss and net assets that is not held by the Group. Statement of profit and loss (including other comprehensive income ('OCI')) is attributed to the equity holders of the Company and to the non-controlling interests' basis their respective ownership interests and such balance is attributed even if this results in controlling interests having a deficit balance.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. Such a change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

##### 1.4 Significant accounting policies

The significant accounting policies that are used in the preparation of these consolidated financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the consolidated financial statements.

###### a) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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



## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle\*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

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

\*Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

#### b) Inventory

Inventories are valued as follows:

##### **Work in progress and finished goods**

Work in progress and finished goods are valued at lower of cost and net realisable value. Cost includes raw material cost and a proportion of direct and indirect overheads up to estimated stage of completion. Cost is determined on a weighted average basis.

##### **Raw material, components, stores and spares**

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis. Stores and spares having useful life of more than twelve months are capitalised as "Property, plant and equipment" and are depreciated prospectively over their remaining useful lives in accordance with Ind AS 16.

##### **Scrap**

Scrap is valued at net realisable value.

##### **Goods in transit**

Goods in transit are value at cost.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

#### c) Property, plant and equipment

##### *Recognition and initial measurement*

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly

attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits attributable to such subsequent cost associated with the item will flow to the Group. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of repairs and maintenance are recognised in the statement of profit and loss as incurred.

##### *Subsequent measurement (depreciation and useful lives)*

Depreciation on property, plant and equipment is provided on the straight line method arrived on the basis of the useful life prescribed under Schedule II of the Companies Act, 2013. Leasehold land is amortised over the period of lease.

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

Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

##### *De-recognition*

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

#### d) Intangible assets

##### *Goodwill*

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried cost less accumulated impairment losses.

##### *Other intangibles*

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

intangible assets, excluding product development costs, are not capitalised and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

#### *Subsequent measurement (Amortisation and useful lives)*

All finite-lived intangible assets, including internally developed intangible assets, are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. Residual values and useful lives are reviewed at each reporting date and any change in the same is accounted for prospectively. The following useful lives are applied:

| Intangible assets | Amortisation period |
|-------------------|---------------------|
| Computer software | 5 years             |

#### *De-recognition*

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

#### **e) Investment property**

##### *Recognition and initial measurement*

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

##### *Subsequent measurement (depreciation and useful lives)*

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on investment properties is provided on the straight-line method, computed on the basis of useful lives prescribed in Schedule II to the Companies Act 2013.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

##### *De-recognition*

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the period of de-recognition.

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

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets that have indefinite lives or that are not yet available for use are tested for impairment annually; their recoverable amount is estimated annually each year at the reporting date.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the 'cash-generating unit'). The recoverable amount of an asset or cash-generating unit is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The goodwill acquired in a business combination is, for the purpose of impairment testing, allocated to cash-generating units that are expected to benefit from the synergies of the combination. Intangibles with indefinite useful lives are tested for impairment individually.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis. Impairment losses are recognised in the statement of profit and loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### **g) Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest calculated using the effective interest rate and other costs like finance charges in respect of the finance leases recognized in accordance with Ind AS 17, that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### h) Foreign currency transactions

##### *Functional and presentation currency*

The financial statements are presented in Indian Rupees (INR), which is also the Group's functional and presentation currency.

##### *Foreign currencies*

##### *Initial recognition*

Transactions in foreign currencies are initially recorded at exchange rates at the date the transaction first qualifies for recognition.

##### *Subsequent measurement*

Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss in the year in which they arise.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other comprehensive income or profit or loss are also recognised in Other comprehensive income or profit or loss, respectively).

All other exchange differences are charged to the statement of profit and loss.

#### i) Leases

The Group has adopted Ind AS 116-Leases effective 1st April, 2019, using the modified retrospective method. The Group has applied the standard to its leases with the cumulative impact recognised on the date of initial application (1st April, 2019). Accordingly, previous period information has not been restated.

The Group assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### **Group as a lessor**

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease except in case where lease rentals are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

#### j) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

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

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

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

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

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

#### k) Revenue recognition

Revenue is measured at fair value of the consideration received or receivable, exclusive of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, etc.

The Group applies the revenue recognition criteria to each separately identifiable component of the Revenue transaction as set out below:

##### Sale of goods and services

Revenue from sale of goods is recognised when all the

significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is neither continuing managerial involvement with the goods nor effective control over the goods sold, it is probable that economic benefits will flow to the Group, the costs incurred or to be incurred in respect of the transaction can be measured reliably and the amount of revenue can be measured reliably.

Revenue from services rendered is recognised in the statement of profit and loss over the period the underlying services are performed.

##### Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

##### Interest income

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

##### Rental income

Rental income is recognized on a straight-line basis over the term of the lease, except for contingent rental income which is recognized when it arises and where scheduled increase in rent compensates the lessor for expected inflationary costs.

#### l) Financial instruments

##### Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

##### Subsequent measurement

##### Financial assets

i. **Financial assets carried at amortised cost** – A financial instrument is measured at amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

ii. **Investments in equity instruments** – Investments in equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Group makes irrevocable choice upon initial

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

recognition, on an instrument to instrument basis, to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL).

If the Group decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Group transfers the cumulative gain or loss within equity. Dividends on such investments are recognised in the statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

#### *De-recognition of financial assets*

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

#### **Financial liabilities**

Subsequent to initial recognition, all non-derivative financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method.

#### *De-recognition of financial liabilities*

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

#### **Offsetting of financial instruments**

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

#### **m) Impairment of financial assets**

In accordance with Ind AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of Impairment loss for financial Assets.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. When estimating the cash flows, the Group considers the following:

- All contractual terms of the Financial Assessments

(including prepayment and extension) over the expected life of the assets.

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

#### **Trade receivables**

As a practical expedient the Group has adopted 'simplified approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three- years rolling average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses.

#### **Other financial assets**

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

#### **n) Retirement and other employee benefits**

##### **Provident and Superannuation fund**

Retirement benefit in the form of provident and superannuation fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident and superannuation fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Group has no obligation other than the contribution payable to the Provided and superannuation fund.

##### **Gratuity**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of the gratuity plan (administered through Life Insurance Corporation of India), which is a defined benefit plan, is calculated by estimating the ultimate cost to the entity of the benefit that employees have earned in return for their service in the current and prior periods. This requires an entity to determine how much benefit is attributable to the current and prior periods and to make estimates (actuarial assumptions) about demographic variables and financial variables that will affect the cost of the benefit. The cost of providing benefits under the defined benefit plan is determined using actuarial valuation performed annually by a qualified actuary using the projected unit credit method. Actuarial gains/losses resulting from re-measurements of the liability are included in other comprehensive income.

##### **Accumulated leaves**

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short term employee

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

#### Other short-term benefits

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

#### o) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

#### p) Taxes

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Minimum alternate tax ('MAT') credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognized in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognized to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized

to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit or loss (either in other comprehensive income or in equity).

#### q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

##### *Identification of segments*

In accordance with Ind AS 108 – Operating Segment, the operating segments used to present segment information are identified on the basis of information reviewed by the Group's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Group that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Group's other components. Results of the operating segments are reviewed regularly by the management team (chairman and chief financial officer) which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

##### *Allocation of common costs*

Common allocable costs are allocated to each segment accordingly to the relative contribution of each segment to the total common costs.

##### *Unallocated items*

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

##### *Segment accounting policies*

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial results of the Group as a whole.

#### r) Cash and cash equivalents

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

#### s) Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

determined based on the best estimate required to settle the obligation at the reporting date and adjusted to reflect the current best estimates.

Provisions are discounted to their present values, where the time value of money is material.

Contingent liabilities are disclosed on the basis of judgement of management after a careful evaluation of facts and legal aspects of matter involved.

Contingent assets are disclosed when probable and recognised when the realization of income is virtually certain.

#### 1.5 Significant management judgments in applying accounting policies and estimation uncertainty

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the related disclosures.

##### *Significant management judgments*

**Recognition of deferred tax assets** - The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Provisions, contingent liabilities and contingent assets** – The Group is the subject of legal proceedings and tax issues covering a range of matters, which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the final outcome of such matters. The cases and claims against the Group often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business, management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Group accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated.

**Impairment of financial assets** – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

##### *Significant estimates*

**Useful lives of depreciable/amortisable assets** – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, IT equipment and other plant and equipment.

**Defined benefit obligation** – Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

##### **Fair value measurements**

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

##### **Valuation of investment property**

Investment property is stated at cost. However, as per Ind AS 40 there is a requirement to disclose fair value as at the balance sheet date. The Group engaged independent valuation specialists to determine the fair value of its investment property as at reporting date.

The determination of the fair value of investment properties requires the use of estimates such as future cash flows from the assets (such as lettings, future revenue streams, capital values of fixtures and fittings, any environmental matters and the overall repair and condition of the property) and discount rates applicable to those assets. In addition, development risks (such as construction and letting risk) are also taken into consideration when determining the fair value of the properties under construction. These estimates are based on local market conditions existing at the balance sheet date.

**Majestic Auto Limited**  
**Notes to the consolidated financial statements for the year ended 31 March 2021**

**Note - 2**  
**Property, plant and equipment**

| Particulars                          | (₹ in lakhs)  |                |                 |                     |              |                      |              |                  |               |                 |                     |               |
|--------------------------------------|---------------|----------------|-----------------|---------------------|--------------|----------------------|--------------|------------------|---------------|-----------------|---------------------|---------------|
|                                      | Freehold land | Leasehold land | Building        | Plant and equipment | Computers    | Furniture & fixtures | IT equipment | Office equipment | Vehicles      | Total           | Right of use assets |               |
| <b>Gross block</b>                   |               |                |                 |                     |              |                      |              |                  |               |                 |                     |               |
| At 1 April 2019                      | 162.67        | -              | 2,283.56        | 2.06                | 22.42        | 154.60               | 9.88         | 251.59           | 333.67        | 3,220.45        | -                   | -             |
| Additions                            | -             | -              | -               | 6.71                | 1.26         | 0.70                 | -            | 21.08            | -             | 29.75           | 215.45              | 215.45        |
| Disposals/transfer                   | -             | -              | -               | -                   | -            | -                    | -            | -                | (28.42)       | (28.42)         | -                   | -             |
| <b>Balance as at 31 March 2020</b>   | <b>162.67</b> | <b>-</b>       | <b>2,283.56</b> | <b>8.77</b>         | <b>23.68</b> | <b>155.30</b>        | <b>9.88</b>  | <b>272.67</b>    | <b>305.25</b> | <b>3,221.78</b> | <b>215.45</b>       | <b>215.45</b> |
| Additions                            | -             | -              | -               | 0.09                | 3.98         | -                    | -            | 34.76            | -             | 38.83           | -                   | -             |
| Disposals/transfer                   | -             | -              | -               | -                   | -            | -                    | -            | -                | (57.49)       | (57.49)         | -                   | -             |
| <b>Balance as at 31 March 2021</b>   | <b>162.67</b> | <b>-</b>       | <b>2,283.56</b> | <b>8.86</b>         | <b>27.66</b> | <b>155.30</b>        | <b>9.88</b>  | <b>307.43</b>    | <b>247.76</b> | <b>3,203.12</b> | <b>215.45</b>       | <b>215.45</b> |
| <b>Accumulated depreciation</b>      |               |                |                 |                     |              |                      |              |                  |               |                 |                     |               |
| At 1 April 2019                      | -             | -              | 276.05          | 0.37                | 18.27        | 101.89               | 2.11         | 205.38           | 139.36        | 743.43          | -                   | -             |
| Charge for the year                  | -             | -              | 35.93           | 0.28                | 2.22         | 7.82                 | 1.56         | 11.40            | 36.29         | 95.50           | 47.04               | 47.04         |
| Disposals/transfer                   | -             | -              | -               | -                   | -            | -                    | -            | -                | (13.44)       | (13.44)         | -                   | -             |
| <b>Balance as at 31 March 2020</b>   | <b>-</b>      | <b>-</b>       | <b>311.98</b>   | <b>0.65</b>         | <b>20.49</b> | <b>109.71</b>        | <b>3.67</b>  | <b>216.78</b>    | <b>162.21</b> | <b>825.49</b>   | <b>47.04</b>        | <b>47.04</b>  |
| Charge for the year                  | -             | -              | 35.93           | 0.61                | 2.03         | 7.80                 | 1.56         | 15.34            | 28.97         | 92.24           | 47.04               | 47.04         |
| Disposals/transfer                   | -             | -              | -               | -                   | -            | -                    | -            | -                | (54.62)       | (54.62)         | -                   | -             |
| <b>Balance as at 31 March 2021</b>   | <b>-</b>      | <b>-</b>       | <b>347.91</b>   | <b>1.26</b>         | <b>22.52</b> | <b>117.51</b>        | <b>5.23</b>  | <b>232.12</b>    | <b>136.56</b> | <b>863.11</b>   | <b>94.08</b>        | <b>94.08</b>  |
| <b>Net block as at 31 March 2020</b> | <b>162.67</b> | <b>-</b>       | <b>1,971.58</b> | <b>8.12</b>         | <b>3.19</b>  | <b>45.59</b>         | <b>6.21</b>  | <b>55.89</b>     | <b>143.04</b> | <b>2,396.29</b> | <b>168.41</b>       | <b>168.41</b> |
| <b>Net block as at 31 March 2021</b> | <b>162.67</b> | <b>-</b>       | <b>1,935.65</b> | <b>7.60</b>         | <b>5.14</b>  | <b>37.79</b>         | <b>4.65</b>  | <b>75.31</b>     | <b>111.20</b> | <b>2,340.01</b> | <b>121.37</b>       | <b>121.37</b> |



## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### Note - 3

#### Investment property

(₹ in Lakhs)

| Particulars                                  | Plant and equipment | Furniture and fixtures | Leasehold land  | Building         | Assets given on lease to Tenants | Total            |
|--|---------------------|------------------------|-----------------|------------------|----------------------------------|------------------|
| <b>Gross block</b>                           |                     |                        |                 |                  |                                  |                  |
| At 1 April 2019                              | 152.37              | 639.17                 | 5,223.37        | 26,288.60        | 306.11                           | 32,609.62        |
| Additions                                    | -                   | 67.33                  | 49.66           | -                | 50.90                            | 167.89           |
| <b>Balance as at 31 March 2020</b>           | <b>152.37</b>       | <b>706.50</b>          | <b>5,273.03</b> | <b>26,288.60</b> | <b>357.01</b>                    | <b>32,777.51</b> |
| Additions                                    | 13.12               | 0.43                   | -               | -                | -                                | 13.55            |
| <b>Balance as at 31 March 2021</b>           | <b>165.49</b>       | <b>706.93</b>          | <b>5,273.03</b> | <b>26,288.60</b> | <b>357.01</b>                    | <b>32,791.06</b> |
| <b>Accumulated depreciation/amortisation</b> |                     |                        |                 |                  |                                  |                  |
| At 1 April 2019                              | 18.90               | 431.36                 | 346.33          | 2,799.09         | 32.56                            | 3,628.24         |
| Charge for the year                          | 10.57               | 76.11                  | 61.97           | 466.91           | 92.80                            | 708.36           |
| <b>Balance as at 31 March 2020</b>           | <b>29.47</b>        | <b>507.47</b>          | <b>408.30</b>   | <b>3,266.00</b>  | <b>125.36</b>                    | <b>4,336.60</b>  |
| Charge for the year                          | 9.84                | 46.48                  | 61.87           | 466.94           | 98.58                            | 683.71           |
| <b>Balance as at 31 March 2021</b>           | <b>39.31</b>        | <b>553.95</b>          | <b>470.17</b>   | <b>3,732.94</b>  | <b>223.94</b>                    | <b>5,020.31</b>  |
| <b>Net block as at 31 March 2020</b>         | <b>122.90</b>       | <b>199.03</b>          | <b>4,864.73</b> | <b>23,022.60</b> | <b>231.65</b>                    | <b>28,440.91</b> |
| <b>Net block as at 31 March 2021</b>         | <b>126.18</b>       | <b>152.98</b>          | <b>4,802.86</b> | <b>22,555.66</b> | <b>133.07</b>                    | <b>27,770.75</b> |

#### (a) Contractual obligations

Refer Note - 35 for disclosure of contractual commitments for the acquisition of leasehold land and Note - 36 for finance leases disclosure.

#### (b) Amounts recognised in profit & loss for investment properties:

(₹ in lakhs)

| Particulars  | 31 March 2021   | 31 March 2020   |
|--|-----------------|-----------------|
| Rental income  | 4,054.51        | 4,016.82        |
| Direct operating expenses generating rental income (including repair and maintenance)            | 1,900.24        | 2,290.09        |
| Direct operating expenses that did not generate rental income (including repair and maintenance) | -               | -               |
| <b>Profit from investment properties before depreciation</b>                                     | <b>2,154.27</b> | <b>1,726.73</b> |
| Depreciation   | 683.71          | 708.36          |
| <b>Profit from investment properties</b>   | <b>1,470.56</b> | <b>1,018.37</b> |

#### (c) Leasing arrangements

The investment property is leased to tenants under long-term operating leases with rentals payable monthly. Future minimum lease payments receivable under long-term operating leases of investment property in the aggregate is ₹ 15,266.26 lakhs (31 March 2020: ₹ 21,222.36 lakhs) and for each of the following period:

(₹ in lakhs)

| Particulars                                    | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Within one year                                | 3,452.57      | 3,901.70      |
| Later than one year but not later than 5 years | 8,513.84      | 11,732.28     |
| Later than 5 years                             | 3,299.86      | 5,588.37      |

#### (d) Fair value

(₹ in lakhs)

| Particulars | 31 March 2021 | 31 March 2020 |
|-------------|---------------|---------------|
| Fair value  | 46,214.59     | 46,124.64     |

#### (e) Fair value hierarchy and valuation technique:

The fair value of investment property has been determined by external, independent property valuers, having appropriate recognised professional qualification and recent experience in the location and category of the property being valued. The Company obtains independent valuations for its investment properties annually and fair value measurement has been categorised as Level 3. The fair valuation has been carried out using the land and building method.

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## Note - 4

## Intangible assets

(₹ in lakhs)

| Particulars                          | Intangible assets | Softwares    | Trade mark and licenses | Total         | Goodwill        |
|--------------------------------------|-------------------|--------------|-------------------------|---------------|-----------------|
| <b>Gross block</b>                   |                   |              |                         |               |                 |
| At 1 April 2019                      | 762.29            | 47.83        | 0.38                    | 810.50        | 4,087.37        |
| Additions                            | -                 | -            | -                       | -             | -               |
| <b>Balance as at 31 March 2020</b>   | <b>762.29</b>     | <b>47.83</b> | <b>0.38</b>             | <b>810.50</b> | <b>4,087.37</b> |
| Additions                            | -                 | -            | -                       | -             | -               |
| <b>Balance as at 31 March 2021</b>   | <b>762.29</b>     | <b>47.83</b> | <b>0.38</b>             | <b>810.50</b> | <b>4,087.37</b> |
| <b>Accumulated amortisation</b>      |                   |              |                         |               |                 |
| At 1 April 2019                      | 493.62            | 37.26        | 0.34                    | 531.22        | -               |
| Charge for the year                  | 70.04             | 3.71         | 0.04                    | 73.79         | -               |
| <b>Balance as at 31 March 2020</b>   | <b>563.66</b>     | <b>40.97</b> | <b>0.38</b>             | <b>605.01</b> | -               |
| Charge for the year                  | 70.10             | 2.26         | -                       | 72.36         | -               |
| <b>Balance as at 31 March 2021</b>   | <b>633.76</b>     | <b>43.23</b> | <b>0.38</b>             | <b>677.37</b> | -               |
| <b>Net block as at 31 March 2020</b> | <b>198.63</b>     | <b>6.86</b>  | -                       | <b>205.49</b> | <b>4,087.37</b> |
| <b>Net block as at 31 March 2021</b> | <b>128.53</b>     | <b>4.60</b>  | -                       | <b>133.13</b> | <b>4,087.37</b> |

## Note - 5

(₹ in lakhs)

|  | 31 March 2021    | 31 March 2020    |
|--|------------------|------------------|
| <b>A Investments</b>   |                  |                  |
| <b>Investment in equity instruments</b>  |                  |                  |
| <b>Equity investment in others (quoted, at market value)</b>   |                  |                  |
| Fair value through other comprehensive income  |                  |                  |
| 921,000 (31 March 2020: 921,000) equity shares of Hero Moto Corp Ltd.  | 26,848.53        | 14,703.30        |
|  | <b>26,848.53</b> | <b>14,703.30</b> |
| Aggregate amount of quoted investments   | 1,891.85         | 1,891.85         |
| Aggregate market value of quoted investments   | 26,848.53        | 14,703.30        |
| Aggregate amount of impairment in the value of investments   | -                | -                |
| * Equity investment in others valued at fair value through other comprehensive income have been pledged as security for liabilities, for details refer Note - 38 |                  |                  |
| <b>B Investments - current</b>   |                  |                  |
| <b>Investment in Mutual Fund</b>   |                  |                  |
| <b>Investment carried at fair value through profit or loss (quoted, at market value)</b>   |                  |                  |
| Nil (31 March 2020: 49,103) units in HDFC Short Term Debt Fund - REG Plan - GP   | -                | 11.12            |
| Nil (31 March 2020: 1,94,522) units in Franklin India Ultra Short Bond Fund - Super Institutional Plan - Growth  | -                | 53.50            |
| <b>Investment in Equity</b>  |                  |                  |
| <b>Investment carried at fair value through profit or loss (quoted, at market value)</b>   |                  |                  |
| 3 (31 March 2020: Nil) units in Britannia Industries Ltd.  | 0.11             | -                |
| <b>Investments held for sale (Fair value through profit loss)</b>  |                  |                  |
| Investment in Mutual Fund (Quoted, market rate)  | 172.56           | 66.40            |
| Investment in Equity of other entity (Quoted, market rate)   | 151.51           | 38.60            |
| Investment in Derivatives (Quoted, market rate)  | 7.62             | 15.17            |
|  | <b>331.80</b>    | <b>184.79</b>    |
| Aggregate amount of quoted investments   | 250.11           | 310.00           |
| Aggregate market value of quoted investments   | 331.80           | 184.79           |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

|                                     | 31 March 2021 | 31 March 2020 |
|-------------------------------------|---------------|---------------|
| <b>Note - 6</b>                     |               |               |
| <b>A Loans</b>                      |               |               |
| <b>(Unsecured, considered good)</b> |               |               |
| Security deposits                   | 280.09        | 247.35        |
|                                     | <b>280.09</b> | <b>247.35</b> |
| <b>B Loans - current</b>            |               |               |
| <b>(Unsecured, considered good)</b> |               |               |
| Security deposits                   | 30.11         | 43.62         |
|                                     | <b>30.11</b>  | <b>43.62</b>  |

### Note - 7

|   |               |               |
|---|---------------|---------------|
| <b>A Other financial assets - non-current</b>   |               |               |
| <b>(Unsecured, considered good)</b>   |               |               |
| Unbilled receivables  | 114.55        | 149.81        |
| Balance with banks in fixed deposit <sup>^</sup>  | 715.00        | 280.00        |
|   | <b>829.55</b> | <b>429.81</b> |
| <sup>^</sup> Lien marked for OD facility against Fixed deposit of Rs. 175 Lakhs (31 March 2020 Rs. 280 Lakhs) |               |               |
| <b>B Other financial assets - current</b>   |               |               |
| <b>(Unsecured, considered good)</b>   |               |               |
| Unbilled receivables  | 63.24         | 171.52        |
| Balance with banks in fixed deposit <sup>^</sup>  | 280.00        | 600.00        |
| Advances recoverable in cash  | 97.03         | 100.93        |
| Interest income accrued but not due   | 31.42         | 8.15          |
| Interest income receivable on fixed deposits  | 28.07         | -             |
| MTM margin  | -             | 22.91         |
| Others  | 2.01          | 10.38         |
|   | <b>501.77</b> | <b>913.89</b> |
| <sup>^</sup> Lien marked for OD facility against Fixed deposit of Rs. Nil (31 March 2020 Rs. 500 Lakhs)       |               |               |
| <sup>^</sup> Lien marked for bank guarantee against Fixed deposit of Rs. Nil (31 March 2020 Rs. 100 Lakhs)    |               |               |

### Note - 8

|   |               | (₹ in lakhs)    |
|---|---------------|-----------------|
| <b>Deferred tax assets (net)</b>                          |               |                 |
| <b>Deferred tax asset arising on account of :</b>         |               |                 |
| Minimum alternative tax credit *                          | 1,729.93      | 1,504.41        |
| Financial instruments measured at amortised cost          | 0.13          | 0.10            |
| Employee benefits   | 4.09          | 5.68            |
| Allowances for doubtful debts                             | 9.25          | 9.25            |
| Conversion of capital assets into stock in trade          | 894.29        | 894.29          |
| Deferred tax assets on account of Ind AS-116 "Leases"     | 2.66          | 1.42            |
| Property, plant and equipment and other intangible assets | (1.06)        | 19.26           |
| Unabsorbed business losses and depreciation**             | 3,134.12      | 3,297.59        |
| <b>Deferred tax liabilities arising on account of :</b>   |               |                 |
| Financial instruments measured at amortised cost          | (1.44)        | (0.72)          |
| Straightlining of rental income                           | (15.02)       | (17.08)         |
| Investment in fair value instruments measured at FVOCI    | (5,009.22)    | (2,981.94)      |
|   | <b>747.73</b> | <b>2,732.26</b> |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## Movement in deferred tax assets (net)

| Particulars   | 31 March<br>2020 | Recognised<br>in statement<br>of profit and<br>loss | Recognised<br>in other<br>comprehensive<br>income | Minimum<br>alternative<br>tax credit<br>utilised | 31 March<br>2021 |
|---|------------------|---|---|--|------------------|
| <b>Assets</b>   |                  |   |   |  |                  |
| Minimum alternative tax credit *                          | 1,504.41         | 225.52  | -   | -  | 1,729.93         |
| Expected credit loss of financial asset                   | -                | -   | -   | -  | -                |
| Financial instruments measured at amortised cost          | 0.10             | 0.03  | -   | -  | 0.13             |
| Employee benefits   | 5.68             | 3.46  | (5.05)  | 4.09   |                  |
| Allowances for doubtful debts                             | 9.25             | -   | -   | 9.25   |                  |
| Conversion of capital assets into stock in trade          | 894.29           | -   | -   | 894.29   |                  |
| Deferred tax assets on account of Ind AS-116 "Leases"     | 1.42             | 1.24  | 2.66  |  |                  |
| Property, plant and equipment and other intangible assets | 19.26            | (20.32)   | -   | (1.06)   |                  |
| Unabsorbed business losses and depreciation**             | 3,297.59         | (163.47)  | -   | 3,134.12   |                  |
| <b>Liabilities</b>  |                  |   |   |  |                  |
| Financial instruments measured at amortised cost          | (0.72)           | (0.72)  | -   | -  | (1.44)           |
| Straightlining of rental income                           | (17.08)          | 2.06  | -   | -  | (15.02)          |
| Investment in fair value instruments measured at FVOCI    | (2,981.94)       | -   | (2,027.28)  | -  | (5,009.22)       |
| <b>Total</b>  | <b>2,732.26</b>  | <b>47.80</b>  | <b>(2,032.33)</b>                                 | <b>-</b>   | <b>747.73</b>    |

| Particulars   | 1 April<br>2019 | Recognised<br>in statement<br>of profit and<br>loss | Recognised<br>in other<br>comprehensive<br>income | Minimum<br>alternative<br>tax credit<br>utilised | 31 March<br>2020 |
|---|-----------------|---|---|--|------------------|
| <b>Assets</b>   |                 |   |   |  |                  |
| Minimum alternative tax credit *                          | 1,425.62        | 78.79   | -   | -  | 1,504.41         |
| Expected credit loss on financial assets                  | 0.67            | (0.67)  | -   | -  | -                |
| Financial instruments measured at amortised cost          | 0.20            | (0.10)  | -   | -  | 0.10             |
| Employee benefits   | 6.42            | (1.13)  | 0.39  | -  | 5.68             |
| Allowances for doubtful debts                             | 11.41           | (2.16)  | -   | 9.25   |                  |
| Conversion of capital assets into stock in trade          | 1,102.96        | (208.67)  | -   | 894.29   |                  |
| Deferred tax assets on account of Ind AS-116 "Leases"     | -               | 1.42  | -   | 1.42   |                  |
| Property, plant and equipment and other intangible assets | 36.85           | (17.59)   | -   | 19.26  |                  |
| Unabsorbed business losses and depreciation**             | 4,194.33        | (896.74)  | -   | 3,297.59   |                  |
| <b>Liabilities</b>  |                 |   |   |  |                  |
| Financial instruments measured at amortised cost          | -               | (0.72)  | -   | -  | (0.72)           |
| Straightlining of rental income                           | -               | (17.08)   | -   | -  | (17.08)          |
| Investment in fair value instruments measured at FVOCI    | (4,455.94)      | -   | 1,474.00  | -  | (2,981.94)       |
| <b>Total</b>  | <b>2,322.52</b> | <b>(1,064.65)</b>                                   | <b>1,474.39</b>                                   | <b>-</b>   | <b>2,732.26</b>  |

## \* Expiry date of minimum alternative tax credit

(₹ in lakhs)

| Expiry year                  | 31 March 2021   | 31 March 2020   |
|------------------------------|-----------------|-----------------|
| 1 April 2024 - 31 March 2025 | 23.68           | 23.68           |
| 1 April 2025 - 31 March 2026 | 115.83          | 115.83          |
| 1 April 2026 - 31 March 2027 | 64.79           | 64.79           |
| 1 April 2029 - 31 March 2030 | 773.83          | 773.83          |
| 1 April 2034 - 31 March 2035 | 513.13          | 440.53          |
| 1 April 2035 - 31 March 2036 | 78.62           | 72.90           |
| 1 April 2036 - 31 March 2037 | 160.04          | -               |
| <b>Total</b>                 | <b>1,729.92</b> | <b>1,491.56</b> |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

Expiry date of unused tax losses and depreciation for which no deferred tax asset has been recognised: (₹ in lakhs)

| Expiry year                                   | 31 March 2021    | 31 March 2020    |
|---|------------------|------------------|
| Unused tax losses                             |                  |                  |
| 1 April 2022 - 31 March 2023                  | 1,612.08         | 1,716.46         |
| 1 April 2023 - 31 March 2024                  | 2,550.81         | 2,550.81         |
| 1 April 2024 - 31 March 2025                  | 903.84           | 903.84           |
| 1 April 2025 - 31 March 2026                  | 1,541.39         | 1,541.39         |
| 1 April 2026 - 31 March 2027                  | 1,291.46         | 1,291.46         |
| 1 April 2027 - 31 March 2028                  | 2,194.08         | 2,194.08         |
| Unabsorbed depreciation for indefinite period | 8,682.55         | 9,557.50         |
| <b>Total</b>                                  | <b>18,776.21</b> | <b>19,755.54</b> |

#### Note - 9

|                                       |               |               |
|---------------------------------------|---------------|---------------|
| <b>Non - current tax assets (net)</b> |               |               |
| Advance income tax                    | 837.74        | 956.81        |
| Less: Provision for taxation          | (423.66)      | (240.22)      |
|                                       | <b>414.08</b> | <b>716.59</b> |

#### Note - 10

|  |              |               |
|--|--------------|---------------|
| <b>B Other non-current assets<br/>(Unsecured, considered good)</b> |              |               |
| Prepaid expenses   | 3.28         | 5.57          |
|  | <b>3.28</b>  | <b>5.57</b>   |
| <b>B Other current assets<br/>(Unsecured, considered good)</b>     |              |               |
| Advances to suppliers  | 9.11         | 42.14         |
| Prepaid expenses   | 46.80        | 55.52         |
| Balance with government authorities                                |              |               |
| -GST input   | 22.53        | 36.67         |
| -TDS   | 0.10         | -             |
| -Sales tax paid under dispute                                      | 1.17         | 1.17          |
| -UP Pollution Board for advance license fee                        | 1.00         | 1.00          |
| Service tax recoverable on DG                                      | -            | 13.44         |
| Others   | 0.52         | 1.43          |
|  | <b>81.23</b> | <b>151.37</b> |

#### Note - 11

|  |               |               |
|--|---------------|---------------|
| <b>Inventories<br/>(Lower of cost or net realizable value)</b> |               |               |
| Raw materials and components                                   | 20.00         | 20.00         |
| Stores and spares  | 39.52         | 46.99         |
| Stock in Diesel  | 24.20         | 26.57         |
| Land   | 128.15        | 128.15        |
|  | <b>211.87</b> | <b>221.71</b> |

#### Note - 12

|  |               |               |
|--|---------------|---------------|
| <b>Trade receivables<br/>(Unsecured)</b> |               |               |
| Considered good*                         | 283.29        | 284.35        |
| Considered doubtful                      | 55.42         | 55.42         |
|  | <b>338.71</b> | <b>339.77</b> |
| Less: Allowance for expected credit loss | (55.42)       | (55.42)       |
|  | <b>283.29</b> | <b>284.35</b> |

\*for related party balances (refer Note - 34)

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

|                                  | 31 March 2021   | 31 March 2020 |
|----------------------------------|-----------------|---------------|
| <b>Note - 13</b>                 |                 |               |
| <b>Cash and cash equivalents</b> |                 |               |
| Cash on hand                     | 7.95            | 8.53          |
| Balances with banks              |                 |               |
| In current accounts              | 6.75            | 18.14         |
| In fixed deposits                | 1,632.68        | -             |
|                                  | <b>1,647.38</b> | <b>26.67</b>  |

**Note - 14**

|                            | 31 March 2021 | 31 March 2020 |
|----------------------------|---------------|---------------|
| <b>Other bank balances</b> |               |               |
| Margin money *             | 63.54         | 60.29         |
|                            | <b>63.54</b>  | <b>60.29</b>  |

\* Pledged as security for letters of credit/bank guarantees, for details refer Note - 38.

**Note - 15****Equity share capital**

|   | 31 March 2021      |                 | 31 March 2020      |                 |
|---|--------------------|-----------------|--------------------|-----------------|
|   | Number             | Amount          | Number             | Amount          |
| <b>i Authorised</b>   |                    |                 |                    |                 |
| 15,000,000 Equity shares of ₹ 10/- each with voting rights  | 1,50,00,000        | 1,500.00        | 1,50,00,000        | 1,500.00        |
| 25,000,000 Preference shares of ₹ 10/- each   | 2,50,00,000        | 2,500.00        | 2,50,00,000        | 2,500.00        |
|   |                    | <b>4,000.00</b> |                    | <b>4,000.00</b> |
| <b>ii Issued share capital</b>  |                    |                 |                    |                 |
| Equity share capital of face value of ₹ 10 each   | 1,03,98,978        | 1,039.90        | 1,03,98,978        | 1,039.90        |
|   |                    | <b>1,039.90</b> |                    | <b>1,039.90</b> |
| <b>iii Subscribed and fully paid up</b>   |                    |                 |                    |                 |
| Equity share capital of face value of ₹ 10/- each   | 1,03,97,478        | 1,039.82        | 1,03,97,478        | 1,039.82        |
| Add: Shares forfeited (amount paid up)  | -                  | -               | -                  | -               |
|   |                    | <b>1,039.82</b> |                    | <b>1,039.82</b> |
| <b>iv Reconciliation of number of equity shares outstanding at the beginning and at the end of the year</b> |                    |                 |                    |                 |
| <b>Equity shares</b>  | <b>Number</b>      | <b>Amount</b>   | <b>Number</b>      | <b>Amount</b>   |
| Balance at the beginning of the year  | 1,03,97,478        | 1,039.82        | 1,03,97,478        | 1,039.82        |
| Add : Shares forfeited during the year  | -                  | -               | -                  | -               |
| <b>Balance at the end of the year</b>   | <b>1,03,97,478</b> | <b>1,039.82</b> | <b>1,03,97,478</b> | <b>1,039.82</b> |

**v Rights, preferences and restrictions attached to equity shares**

The Group has one class of equity shares with paid up value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share on all resolutions submitted to shareholders. They have right to participate in the profits of the Group, if declared by the board as interim dividend and recommended by the board & declared by the members as final dividend. They are also entitled to bonus/right issue, as declared by group from time to time.

In the event of liquidation of the Group, the holders of equity shares will be entitled to receive remaining assets of the group, beside other rights available under the Companies Act.

The distribution will be in proportion to the number of equity shares held by the shareholders.

**vi Details of shareholder holding more than 5% share capital**

| Name of the equity shareholders        | Number    | %      | Number    | %      |
|--|-----------|--------|-----------|--------|
| M/s Anandi Investments Private Limited | 77,57,687 | 74.61% | 77,57,687 | 74.61% |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

**vii Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, by way of bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date**

The Group has not issued any shares pursuant to contract(s) without payment being received in cash.

No bonus shares have been issued in preceding 5 years.

1500 equity shares of ₹ 10 per share were forfeited by Group against unpaid call money of ₹ 5 per equity share.

#### Note - 16

##### Other equity

**(i) Nature and purpose of other reserves**

##### General reserve

General reserve is created out of the accumulated profits of the Group as per the provisions of Companies Act.

##### Retained earnings

All the profits made by the Group are transferred to retained earnings from statement of profit and loss.

##### Securities premium reserve

Securities premium reserve represents the amount received in excess of par value of securities (equity shares). Premium on redemption of securities is accounted in security premium available. Where security premium is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of Companies Act, 2013 specify restriction and utilisation of security premium.

##### Other comprehensive income

Other comprehensive income represents balance arising on account of changes in fair value of FVOCI equity instruments and gain/(loss) booked on re-measurement of defined benefit plans.

#### Note - 17

|  | 31 March 2021    | 31 March 2020    |
|--|------------------|------------------|
| <b>A Borrowings</b>                              |                  |                  |
| <b>Secured</b>                                   |                  |                  |
| Term loans                                       |                  |                  |
| From bank  | 15,604.89        | 16,799.10        |
| Vehicle loan                                     | 13.61            | 16.39            |
| Long-term maturities of finance lease obligation | 535.45           | 513.01           |
|  | <b>16,153.95</b> | <b>17,328.50</b> |

| Particulars                            | Nature of Security   | Terms of repayment                                       | Interest rate                                    | 31 March 2021     | 31 March 2020      |
|--|--|--|--|-------------------|--------------------|
| <b>Secured</b>                         |  |  |  |                   |                    |
| HDFC Bank - Term Loan                  | Primary hypothecate by way of subservient charges on all movable plant and machinery, fixed assets both present and future of the Company and secondary by pledge of equity shares of Hero Motocorp Limited. | Quarterly instalments of ₹ 375 lakhs till November 2020. | The rate of interest ranges from 6.95% to 10%.   | 375.00            | 1,125.00           |
| HDFC Bank - Overdraft<br>Deutsche Bank |  | Repayable after one year or rollover for further period. | The rate of interest ranges from 5.65% to 9.30%. | 42.89<br>2,757.54 | 154.62<br>2,741.25 |
| HDFC Bank - Term Loan                  | Assignment of lease rental receivables from lessee, equitable mortgage on land and building, personal guarantee of Mahesh Munjal and Aashima Munjal  | Equal monthly instalment for 12 years                    | 7.70% to 9.25%                                   | 13,634.18         | 14,451.47          |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

| Particulars                                      | Nature of Security  | Terms of repayment                                       | Interest rate                                     | 31 March 2021    | 31 March 2020    |
|--|---|--|---|------------------|------------------|
| <b>Housing loan</b><br>Punjab National Bank      | Mortgage of flat no. 10, first floor, southern avenue, Maharani Bagh, New Delhi   | 180 equated monthly instalments of ₹ 11.05 lakhs each.   | The rate of interest ranges from 8.00% to 9.75%.  | 696.71           | 726.39           |
| <b>Vehicle loan</b><br>Canara Bank               | Vehicle loan is secured by mortgage of vehicle of the Company   | 84 EMI of ₹ 0.47 lakhs each                              | The rate of interest ranges from 8.00% to 9.75%.  | 18.15            | 20.29            |
| Drop line overdraft limit                        | Primary hypothecation on entire current assets including receivables. Collateral pledge of Hero Motocorp shares of ₹ 12.50 crores owned by Majestic Auto Limited. Personal guarantee of Directors Mahesh Munjal and Aashima Munjal. | Monthly reduction of limit by ₹ 10.40 lakhs in 96 months | The rate of interest ranges from 8.40% to 11.50%. | -                | 4.10             |
| ODFD facility from AU small finance bank         | 'Lien on Fixed deposits of ₹ 780 lakh with bank   | On demand  | 8.40%   | -                | -                |
| Long term maturities of finance lease obligation | Lease liabilities are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default.   | Monthly instalments                                      | 10%   | 564.31           | 541.87           |
|  |   |  |   | <b>18,088.78</b> | <b>19,764.99</b> |

(₹ in lakhs)

|                                   | 31 March 2021 | 31 March 2020 |
|-----------------------------------|---------------|---------------|
| <b>B Borrowings - current</b>     |               |               |
| <b>Secured</b>                    |               |               |
| Overdraft facility:<br>From banks | 54.11         | 27.40         |
|                                   | <b>54.11</b>  | <b>27.40</b>  |

| Particulars  | Nature of Security  | Terms of repayment         | Interest rate   | 31 March 2021 | 31 March 2020 |
|--|---|----------------------------|-----------------|---------------|---------------|
| <b>Secured</b><br>ODFD facility from AU small finance bank | 'Lien on Fixed deposits of ₹ 175 lakh (₹ 780 lakh) with bank  | On demand                  | 7.35% to 8.4%   | 26.80         | 3.64          |
| Bank overdraft - HDFC bank                                 | 'Primary hypothecation on entire current assets including receivables. Collateral - Personal guarantee of Directors Mahesh Munjal and Ashima Munjal.  | On demand                  | 8.90% to 11.50% | -             | 23.76         |
| HDFC Bank - Term Loan (Loan Moratorium)                    | 'Primary hypothecate by way of subservient charges on all movable plant and machinery, fixed assets both present and future of the Company and secondary by pledge of equity shares of Hero Motocorp Limited. | Repayable within one year. | 5.65% to 7%     | 27.31         | -             |
|  |   |                            |                 | <b>54.11</b>  | <b>27.40</b>  |



## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### Reconciliation of liabilities arising from financing activities

The changes in the Company's liabilities arising from financing activities can be classified as follows:

(₹ in lakhs)

| Particulars                        | Long-term borrowings | Short-term borrowings | Lease liabilities | Total            |
|------------------------------------|----------------------|-----------------------|-------------------|------------------|
| <b>1 April 2019</b>                | <b>21,653.82</b>     | <b>14.35</b>          | <b>521.46</b>     | <b>22,189.63</b> |
| <b>Cash flows:</b>                 |                      |                       |                   |                  |
| - Repayment                        | (2,430.70)           | -                     | (86.27)           | (2,516.97)       |
| - Proceeds                         | -                    | 13.05                 | -                 | 13.05            |
| <b>Non-cash:</b>                   |                      |                       |                   |                  |
| - Acquisitions - lease liabilities | -                    | -                     | 215.45            | 215.45           |
| - Interest expense                 | -                    | -                     | 71.68             | 71.68            |
| <b>31 March 2020</b>               | <b>19,223.12</b>     | <b>27.40</b>          | <b>722.33</b>     | <b>19,972.85</b> |
| <b>Cash flows:</b>                 |                      |                       |                   |                  |
| - Repayment                        | (1,671.34)           | (23.75)               | (86.52)           | (1,781.61)       |
| - Proceeds                         | -                    | 23.15                 | -                 | 23.15            |
| <b>Non-cash:</b>                   |                      |                       |                   |                  |
| - Interest expense                 | -                    | -                     | 69.48             | 69.48            |
| <b>31 March 2021</b>               | <b>17,551.78</b>     | <b>26.80</b>          | <b>705.29</b>     | <b>18,283.87</b> |

#### Note - 18

(₹ in lakhs)

|  | 31 March 2021   | 31 March 2020   |
|--|-----------------|-----------------|
| <b>A Other financial liabilities - non-current</b> |                 |                 |
| Security deposits                                  | 1,061.87        | 997.86          |
| Lease liabilities                                  | 85.47           | 123.06          |
|  | <b>1,147.34</b> | <b>1,120.92</b> |
| <b>B Other financial liabilities - current</b>     |                 |                 |
| Current maturity of long-term borrowings           | 1,905.97        | 2,407.63        |
| Current maturities of finance lease obligations    | 28.86           | 28.86           |
| Security deposits                                  | 114.39          | 234.47          |
| Lease liabilities                                  | 55.52           | 57.41           |
| Salary payable                                     | 13.50           | 16.53           |
| Interest accrued but not due                       | 44.90           | 60.61           |
| MTM margin payable                                 | 8.91            | -               |
| Other payables*                                    | 165.52          | 90.40           |
|  | <b>2,337.57</b> | <b>2,895.91</b> |

\*Other payables represents provision for expenses at the end of the year.

#### Note - 19

|  |                 |                 |
|--|-----------------|-----------------|
| <b>Deferred tax liabilities (net)</b>  |                 |                 |
| <b>Deferred tax liabilities arising on account of :</b>                        |                 |                 |
| Property, plant and equipment, investment property and other intangible assets | 3,362.67        | 3,213.64        |
| Financial instruments measured at amortised cost                               | 12.40           | 34.28           |
| Investments carried at FVTPL -DTL  | 11.90           | 1.29            |
| Straightlining of rental income -DTL   | 13.25           | 19.71           |
| <b>Deferred tax asset arising on account of :</b>                              |                 |                 |
| Minimum alternative tax credit *   | (229.86)        | (247.08)        |
| Employee benefits  | (7.08)          | -               |
| Financial instruments measured at amortised cost - DTA                         | (0.09)          | -               |
| Deferred tax assets on account of Ind AS-116 "Leases"                          | (1.02)          | -               |
|  | <b>3,162.17</b> | <b>3,021.84</b> |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## (i) Movement in deferred tax liabilities (net)

(₹ in lakhs)

| Particulars  | 31 March 2020   | Recognised in statement of profit and loss | Minimum alternative tax credit utilised | 31 March 2021   |
|--|-----------------|--|---|-----------------|
| <b>Liabilities</b>   |                 |  |   |                 |
| Property, plant and equipment, investment property and other intangible assets | 3,213.64        | 149.03                                     | -                                       | 3,362.67        |
| Financial liabilities measured at amortised cost                               | 34.28           | (21.88)                                    | -                                       | 12.40           |
| Investments carried at FVTPL -DTL  | 1.29            | 10.61                                      | -                                       | 11.90           |
| Straightlining of rental income -DTL   | 19.71           | (6.46)                                     | -                                       | 13.25           |
| <b>Assets</b>  |                 |  |   |                 |
| Minimum alternative tax credit *   | (247.08)        | (0.50)                                     | 30.56                                   | (229.86)        |
| Employee benefits  | -               | (7.08)                                     | -                                       | (7.08)          |
| Financial instruments measured at amortised cost                               | -               | (0.09)                                     | -                                       | (0.09)          |
| Deferred tax assets on account of Ind AS-116 "Leases"                          | -               | (1.02)                                     | -                                       | (1.02)          |
| <b>Total</b>   | <b>3,021.84</b> | <b>122.61</b>                              | <b>30.56</b>                            | <b>3,162.17</b> |

| Particulars  | 1 April 2019    | Recognised in statement of profit and loss | Minimum alternative tax credit utilised | 31 March 2020   |
|--|-----------------|--|---|-----------------|
| <b>Liabilities</b>   |                 |  |   |                 |
| Property, plant and equipment, investment property and other intangible assets | -               | 3,213.64                                   | -                                       | 3,213.64        |
| Financial liabilities measured at amortised cost                               | 36.91           | (2.63)                                     | -                                       | 34.28           |
| Investments carried at FVTPL -DTL  | -               | 1.29                                       | -                                       | 1.29            |
| Straightlining of rental income -DTL   | 48.34           | (28.63)                                    | -                                       | 19.71           |
| <b>Assets</b>  |                 |  |   |                 |
| Minimum alternative tax credit *   | (217.87)        | (35.05)                                    | 5.84                                    | (247.08)        |
| <b>Total</b>   | <b>(132.62)</b> | <b>3,148.62</b>                            | <b>5.84</b>                             | <b>3,021.84</b> |

## \* Expiry date of minimum alternative tax credit

| Expiry year                  | 31 March 2021 | 31 March 2020 |
|------------------------------|---------------|---------------|
| 1 April 2029 - 31 March 2030 | 181.47        | 212.03        |
| 1 April 2032 - 31 March 2033 | 6.95          | 6.95          |
| 1 April 2035 - 31 March 2036 | 5.89          | 5.89          |
| 1 April 2036 - 31 March 2037 | 35.55         | 35.05         |
| <b>Total</b>                 | <b>229.86</b> | <b>259.92</b> |

## Note - 20

|   |              |              |
|---|--------------|--------------|
| <b>A Provisions - non-current</b>             |              |              |
| Employees' post retirement/long-term benefits |              |              |
| Gratuity                                      | 31.16        | 47.87        |
|   | <b>31.16</b> | <b>47.87</b> |
| <b>B Provisions - current</b>                 |              |              |
| Employees' post retirement/long-term benefits |              |              |
| Gratuity                                      | 7.00         | 5.91         |
| Compensated absences                          | 5.60         | 5.50         |
| Provision for expenses                        | 0.66         | 1.48         |
| Provision for taxation                        | 28.08        | -            |
|   | <b>41.34</b> | <b>12.89</b> |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

|  | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| <b>Note - 21</b>                         |               |               |
| <b>A Other non - current liabilities</b> |               |               |
| Deferred income                          | 354.87        | 449.43        |
|  | <b>354.87</b> | <b>449.43</b> |
| <b>B Other current liabilities</b>       |               |               |
| Statutory taxes payable                  | 96.35         | 107.68        |
| Advance received from customers          | 52.43         | 61.14         |
| Deferred income                          | 109.99        | 103.14        |
| Others -CL                               | 137.36        | 50.38         |
|  | <b>396.13</b> | <b>322.34</b> |

#### Note - 22

##### Trade payables

|                                     |              |               |
|-------------------------------------|--------------|---------------|
| Due to micro and small enterprises* | -            | 1.23          |
| Due to others                       | 85.68        | 145.67        |
|                                     | <b>85.68</b> | <b>146.90</b> |

\*Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006") as at 31 March 2021 and 31 March 2020:

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| i the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;   | -             | -             |
| ii the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;  | -             | -             |
| iii the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;  | -             | -             |
| iv the amount of interest accrued and remaining unpaid at the end of each accounting year; and  | -             | -             |
| v the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23. | -             | -             |

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

(₹ in lakhs)

|                                   | 31 March 2021   | 31 March 2020   |
|-----------------------------------|-----------------|-----------------|
| <b>Note - 23</b>                  |                 |                 |
| <b>Income from operations</b>     |                 |                 |
| <b>Sale of services</b>           |                 |                 |
| Rental income                     | 4,054.51        | 4,016.82        |
| Real estate & management services | 1,628.01        | 2,783.93        |
| Sale of services - Export         | -               | 88.08           |
| <b>Other operating income:</b>    |                 |                 |
| Others                            | 1.11            | 27.38           |
|                                   | <b>5,683.63</b> | <b>6,916.21</b> |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

|   | 31 March 2021   | 31 March 2020   |
|---|-----------------|-----------------|
| <b>Note - 24</b>  |                 |                 |
| <b>Other income</b>                                     |                 |                 |
| Interest income   |                 |                 |
| - Income Tax Refunds                                    | 33.40           | 0.02            |
| - Others  | 56.70           | -               |
| - Bank deposits   | 133.06          | 27.33           |
| - Financial assets carried at amortised cost            | 2.37            | 1.80            |
| Dividend received                                       | 874.95          | 893.37          |
| Liabilities written back                                | 5.17            | 3.87            |
| Provision written back                                  | 0.23            | -               |
| Dividend on investment classified as FVTPL              | 0.18            | 0.76            |
| Gain on investment classified as FVTPL                  | 182.59          | 32.14           |
| Profit on exchange fluctuation                          | -               | 1.81            |
| Gain on disposal of property, plant and equipment (net) | 3.50            | -               |
| Miscellaneous receipts                                  | 21.29           | 36.26           |
|   | <b>1,313.44</b> | <b>998.58</b>   |
| <b>Note - 25</b>  |                 |                 |
| <b>Employee benefits expense</b>                        |                 |                 |
| Salaries and incentives                                 | 411.46          | 401.54          |
| Contributions to provident and other fund               | 39.83           | 43.45           |
| Staff welfare expenses                                  | 2.39            | 4.79            |
|   | <b>453.68</b>   | <b>449.78</b>   |
| <b>Note - 26</b>  |                 |                 |
| <b>Finance costs</b>                                    |                 |                 |
| Interest on:  |                 |                 |
| - Term loan from banks                                  | 1,517.00        | 1,830.31        |
| - Overdraft from banks                                  | 1.31            | 0.02            |
| - Finance lease   | 51.30           | 49.26           |
| - Financial instruments carried at amortised cost       | 103.56          | 92.19           |
| - Lease liabilities                                     | 18.18           | 22.42           |
| - Others  | -               | 3.73            |
| Bank commission and charges                             | 0.65            | 11.39           |
|   | <b>1,692.00</b> | <b>2,009.32</b> |
| <b>Note - 27</b>  |                 |                 |
| <b>Depreciation and amortisation expense</b>            |                 |                 |
| Depreciation on:  |                 |                 |
| Property, plant and equipment                           | 92.24           | 95.50           |
| Investment property                                     | 683.71          | 708.36          |
| Amortisation on:  |                 |                 |
| Intangible assets                                       | 72.36           | 73.79           |
| Right-of-use assets                                     | 47.04           | 47.04           |
|   | <b>895.35</b>   | <b>924.69</b>   |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

|  | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| <b>Note - 28</b>                       |               |               |
| <b>Other expenses</b>                  |               |               |
| Rent                                   | 0.28          | 1.99          |
| House keeping and security             | 41.33         | 62.89         |
| Business promotion                     | 11.27         | 106.10        |
| Repairs and maintenance                |               |               |
| - Buildings                            | 273.56        | 348.90        |
| - Plant and Machinery                  | 7.95          | 8.29          |
| - Others                               | 2.69          | 8.09          |
| Legal and professional                 | 83.02         | 58.37         |
| Printing and stationery                | 1.38          | 4.08          |
| Auditor's remuneration                 |               |               |
| - Statutory audit fee                  | 4.75          | 4.75          |
| Insurance                              | 22.03         | 19.69         |
| Commission and brokerage               | -             | 5.25          |
| Annual maintenance charge              | 32.75         | 38.95         |
| Festival Expenses                      | 0.51          | 3.71          |
| Corporate social responsibility *      | 7.13          | 6.67          |
| Travelling and conveyance              | 6.79          | 57.17         |
| Water, electricity and fuel            | 17.47         | 28.36         |
| Fine and penalties                     | 2.30          | 6.75          |
| Director's sitting fees                | 12.70         | 9.35          |
| Balances written off                   | 15.49         | 3.60          |
| Rates and taxes                        | 38.07         | 32.09         |
| Listing and depository charges         | 4.33          | 3.90          |
| Fees and subscriptions                 | 4.59          | 3.12          |
| Electrical and mechanical              | 1.01          | 29.21         |
| Telephone and communication            | 7.80          | 6.48          |
| Loss on disposal of fixed assets (net) | -             | 6.63          |
| Postage & Courier                      | 0.12          | 0.90          |
| Web hosting and data feeding           | 0.80          | 0.85          |
| Software expenses                      | 0.22          | 0.30          |
| Donation                               | 1.00          | -             |
| Prior period expenses                  | 0.33          | 0.28          |
| Miscellaneous expenses                 | 0.21          | 2.46          |
|  | <b>601.88</b> | <b>976.84</b> |

\* **Corporate social responsibility expenses**

In accordance with Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on Corporate Social Responsibility(CSR) activities. The CSR committee has been formed by the company as per Companies Act, 2013.

a) Gross amount required to be spent by the company during the year is ₹ 36.90 lakhs (previous year ₹ 15.12 lakhs).

b) Amount spent during the financial year ended 31 March 2021 and 31 March 2020 on:

| (₹ in lakhs)                          |                      |         |                        |       |
|---------------------------------------|----------------------|---------|------------------------|-------|
| Particulars                           |                      | In cash | Yet to be paid in cash | Total |
| Construction/acquisition of any asset | <b>31 March 2021</b> | -       | -                      | -     |
|                                       | <b>31 March 2020</b> | -       | -                      | -     |
| On purpose other than above           | <b>31 March 2021</b> | 7.13    | -                      | 7.13  |
|                                       | <b>31 March 2020</b> | 6.67    | -                      | 6.67  |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

|  | 31 March 2021   | 31 March 2020   |
|--|-----------------|-----------------|
| <b>Note - 29</b>   |                 |                 |
| <b>Income tax</b>  |                 |                 |
| <b>Tax expense comprises of:</b>   |                 |                 |
| Current tax  | 482.30          | 234.33          |
| Less : MAT Credit  | (160.54)        | (107.95)        |
| Deferred tax charge  | 300.83          | 4,327.10        |
| Earlier years tax adjustments (net)  | (78.65)         | -               |
| <b>Income tax expense reported in the statement of profit and loss</b>   | <b>543.94</b>   | <b>4,453.48</b> |
| The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 27.82% (31 March 2019: 27.82%) and the reported tax expense in profit or loss are as follows: |                 |                 |
| Profit from continuing operations before income tax expense  | 2,724.80        | 2,363.33        |
| Profit from discontinued operations before income tax expense  | -               | -               |
|  | <b>2,724.80</b> | <b>2,363.33</b> |
| At India's statutory income tax rate of 27.82% (31 March 2020: 27.82%)   | 758.04          | 657.48          |
| <b>Tax effect of amounts which are not deductible (taxable) in calculating taxable income:</b>   |                 |                 |
| Tax impact of exempted income  | -               | (185.88)        |
| Tax impact of expenses which will never be allowed   | 2.07            | 1.90            |
| Earlier years tax adjustments (net)  | (78.65)         | 3,002.01        |
| Allowable expenses   | -               | (5.49)          |
| Effect of changes in tax rate  | (106.69)        | 1,043.53        |
| Utilisation of previously unrecognised tax losses  | (48.23)         | (33.21)         |
| Others   | 17.40           | (26.86)         |
| <b>Income tax expense</b>  | <b>543.94</b>   | <b>4,453.48</b> |

**Note - 30**

|  |                |                |
|--|----------------|----------------|
| <b>Earnings per share</b>  |                |                |
| <b>Net profit attributable to equity shareholders</b>                            |                |                |
| <b>Profit/(Loss) for the quarter (A)</b>   | 2,180.86       | (2,090.15)     |
| Weighted average number of equity shares for basic EPS (B)                       | 1,03,97,478.00 | 1,03,97,478.00 |
| Effect of dilution   | -              | -              |
| Weighted average number of equity shares adjusted for the effect of dilution (C) | 1,03,97,478.00 | 1,03,97,478.00 |
| Basic EPS (₹) (A/B)  | 20.97          | (20.10)        |
| Diluted EPS (₹) (A/C)  | 20.97          | (20.10)        |

**Note - 31****Financial instruments by category****(i) Fair values hierarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are categorized into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1: Quoted prices (unadjusted) in active markets for financial instruments.**

**Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.**

**Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.**

**Majestic Auto Limited**
**Notes to the consolidated financial statements for the year ended 31 March 2021**
**(ii) Financial instruments by category**

(₹ in lakhs)

| Particulars                        | 31 March 2021 |                  |                  | 31 March 2020 |                  |                  |
|------------------------------------|---------------|------------------|------------------|---------------|------------------|------------------|
|                                    | FVTPL         | FVOCI*           | Amortised cost   | FVTPL         | FVOCI*           | Amortised cost   |
| <b>Financial assets</b>            |               |                  |                  |               |                  |                  |
| Investments                        |               |                  |                  |               |                  |                  |
| Equity instruments                 | -             | 26,848.53        | -                | -             | 14,703.30        | -                |
| Mutual Fund                        | 331.80        | -                | -                | 184.79        | -                | -                |
| Trade receivables                  | -             | -                | 283.29           | -             | -                | 284.35           |
| Cash and cash equivalents          | -             | -                | 1,647.38         | -             | -                | 26.67            |
| Other bank balances                | -             | -                | 63.54            | -             | -                | 60.29            |
| Other financial assets             | -             | -                | 1,331.32         | -             | -                | 1,343.70         |
| Security deposits                  | -             | -                | 310.20           | -             | -                | 290.97           |
| <b>Total financial assets</b>      | <b>331.80</b> | <b>26,848.53</b> | <b>3,635.73</b>  | <b>184.79</b> | <b>14,703.30</b> | <b>2,005.98</b>  |
| <b>Financial liabilities</b>       |               |                  |                  |               |                  |                  |
| Borrowings                         | -             | -                | 18,142.89        | -             | -                | 19,792.39        |
| Trade payables                     | -             | -                | 85.68            | -             | -                | 146.90           |
| Other financial liabilities        | -             | -                | 1,550.08         | -             | -                | 1,580.34         |
| <b>Total financial liabilities</b> | <b>-</b>      | <b>-</b>         | <b>19,778.65</b> | <b>-</b>      | <b>-</b>         | <b>21,519.63</b> |

\* These financial assets represents investment in equity instruments designated as such upon intitial recognition.

**(iii) Financial assets measured at fair value - recurring fair value measurements**

The following table shows the Levels within the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2020 and 31 March 2019:

(₹ in lakhs)

| Particulars  | Period        | Level 1   | Level 2 | Level 3 | Total     |
|--|---------------|-----------|---------|---------|-----------|
| <b>Financial assets</b>  |               |           |         |         |           |
| <b>Investments at fair value through other comprehensive income (quoted)</b> |               |           |         |         |           |
| Equity investments   | 31 March 2021 | 26,848.53 | -       | -       | 26,848.53 |
|  | 31 March 2020 | 14,703.30 | -       | -       | 14,703.30 |
| <b>Investments carried at fair value through profit or loss (quoted)</b>     |               |           |         |         |           |
| Mutual Fund  | 31 March 2021 | -         | -       | -       | -         |
|  | 31 March 2020 | 64.62     | -       | -       | 64.62     |
| Equity investments   | 31 March 2021 | 0.11      | -       | -       | 0.11      |
|  | 31 March 2020 | -         | -       | -       | -         |
| <b>Investments held for sale (Fair value through profit loss)</b>            |               |           |         |         |           |
| Mutual Fund  | 31 March 2021 | 172.56    | -       | -       | 172.56    |
|  | 31 March 2020 | 66.40     | -       | -       | 66.40     |
| Equity investments   | 31 March 2021 | 151.51    | -       | -       | 151.51    |
|  | 31 March 2020 | 38.60     | -       | -       | 38.60     |
| Derivaties   | 31 March 2021 | 7.62      | -       | -       | 7.62      |
|  | 31 March 2020 | 15.17     | -       | -       | 15.17     |

**(iv) Fair value of instruments measured at amortised cost**

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows:

(₹ in lakhs)

| Particulars                   | Level   | 31 March 2021  |               | 31 March 2020  |               |
|-------------------------------|---------|----------------|---------------|----------------|---------------|
|                               |         | Carrying value | Fair value    | Carrying value | Fair value    |
| <b>Financial assets</b>       |         |                |               |                |               |
| Security deposits             | Level 3 | 310.20         | 309.76        | 290.97         | 290.97        |
| Other financial assets        | Level 3 | 177.79         | 177.79        | 322.66         | 322.66        |
| <b>Total financial assets</b> |         | <b>487.99</b>  | <b>487.55</b> | <b>613.63</b>  | <b>613.63</b> |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

| Particulars                        | Level   | 31 March 2021    |                  | 31 March 2020    |                  |
|------------------------------------|---------|------------------|------------------|------------------|------------------|
|                                    |         | Carrying value   | Fair value       | Carrying value   | Fair value       |
| <b>Financial liabilities</b>       |         |                  |                  |                  |                  |
| Borrowings                         | Level 3 | 17,578.58        | 17,578.58        | 19,250.52        | 19,250.52        |
| Finance lease obligations          | Level 3 | 564.31           | 524.62           | 541.87           | 503.63           |
| Other financial liabilities        | Level 3 | 1,176.26         | 1,176.26         | 1,232.33         | 1,232.33         |
| <b>Total financial liabilities</b> |         | <b>19,319.15</b> | <b>19,279.46</b> | <b>21,024.72</b> | <b>20,986.48</b> |

The management assessed that cash and cash equivalents, trade receivables, other receivables, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- (i) Long-term fixed-rate and variable-rate receivables are evaluated by the Group based on parameters such as interest rates, individual creditworthiness of the customer and other market risk factors. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- (ii) The fair values of the Group interest-bearing borrowings, loans and receivables are determined by applying discounted cash flows ('DCF') method, using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own nonperformance risk as at 31 March 2021 was assessed to be insignificant.

## Note - 32

## Financial risk management

The Group activities expose it to credit risk, liquidity risk and market risk. The Group's board of directors has overall responsibility for the establishment and oversight of the Group risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk                           | Exposure arising from   | Measurement                 | Management  |
|--------------------------------|---|-----------------------------|---|
| Credit risk                    | Cash and cash equivalents, trade receivables, other financial assets              | Aging analysis              | Bank deposits, diversification of asset base, credit limits and collateral. |
| Liquidity risk                 | Borrowings and other liabilities  | Rolling cash flow forecasts | Availability of committed credit lines and borrowing facilities.            |
| Market risk - foreign exchange | Recognised financial assets and liabilities not denominated in Indian rupee (INR) | Cash flow forecasting       | Forward contract/hedging, if required.                                      |
| Market risk - interest rate    | Long-term borrowings at variable rates  | Sensitivity analysis        | Negotiation of terms that reflect the market factors.                       |
| Market risk - security price   | Investments in equity securities  | Sensitivity analysis        | Portfolio diversification.  |

## (A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Group. The Group exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

## a) Credit risk management

## i) Credit risk rating

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low

B: Medium

C: High



## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

The Group provides for expected credit loss based on the following:

| Asset group | Basis of categorisation   | Provision for expected credit loss                              |
|-------------|---|---|
| Low         | Cash and cash equivalents, other bank balances, loans, trade receivables and other financial assets | 12 month expected credit loss                                   |
| Medium      | Trade receivables   | Life time expected credit loss or 12 month expected credit loss |
| High        | Trade receivables   | Life time expected credit loss fully provided for               |

Life time expected credit loss is provided for trade receivables.

Based on business environment in which the Group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

(₹ in lakhs)

| Credit rating | Particulars  | 31 March 2021 | 31 March 2020 |
|---------------|--|---------------|---------------|
| A: Low        | Cash and cash equivalents, other bank balances, loans and other financial assets | 3,352.44      | 1,721.63      |
| B: Medium     | Trade receivables  | 338.71        | 339.77        |

ii) *Concentration of trade receivables*

The Group exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans to employees and deposits given for business purposes.

(₹ in lakhs)

| Particulars          | 31 March 2021 | 31 March 2020 |
|----------------------|---------------|---------------|
| Auto components      | 62.53         | 62.53         |
| Consumer electronics | 42.33         | 42.33         |
| IT Industry          | 52.02         | 106.75        |
| Telecom industry     | 18.62         | 9.16          |
| Others               | 163.21        | 113.72        |
| <b>Total</b>         | <b>338.71</b> | <b>334.50</b> |

b) **Credit risk exposure**

(i) **Provision for expected credit losses**

The Group provides for expected credit loss based on 12 month and lifetime expected credit loss basis for following financial assets—

**As at 31 March 2021**

(₹ in lakhs)

| Particulars               | Estimated gross carrying amount at default | Expected credit losses | Carrying amount net of impairment provision |
|---------------------------|--|------------------------|---|
| Cash and cash equivalents | 1,647.38                                   | -                      | 1,647.38                                    |
| Trade receivables         | 338.71                                     | (55.42)                | 283.29                                      |
| Other bank balances       | 63.54                                      | -                      | 63.54                                       |
| Loans                     | 310.20                                     | -                      | 310.20                                      |
| Other financial assets    | 1,331.32                                   | -                      | 1,331.32                                    |

**As at 31 March 2020**

(₹ in lakhs)

| Particulars               | Estimated gross carrying amount at default | Expected credit losses | Carrying amount net of impairment provision |
|---------------------------|--|------------------------|---|
| Cash and cash equivalents | 26.67                                      | -                      | 26.67                                       |
| Trade receivables         | 339.77                                     | (55.42)                | 284.35                                      |
| Other bank balances       | 60.29                                      | -                      | 60.29                                       |
| Loans                     | 290.97                                     | -                      | 290.97                                      |
| Other financial assets    | 1,343.70                                   | -                      | 1,343.70                                    |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## (ii) Expected credit loss for trade receivables under simplified approach

The Group trade receivables pertaining to income from sale of products and services has higher credit risk and accordingly allowance for expected credit loss is created using provision matrix approach.

(₹ in lakhs)

| Particulars                                     | 31 March 2020 | 31 March 2020 |
|---|---------------|---------------|
| Gross amount of trade receivables               | 338.71        | 339.77        |
| Expected loss rate                              | 16.36%        | 16.31%        |
| Expected credit loss (loss allowance provision) | 55.42         | 55.42         |

## Reconciliation of loss provision – lifetime expected credit losses

(₹ in lakhs)

| Reconciliation of loss allowance                    | Trade receivables |
|---|-------------------|
| <b>Loss allowance as on 1 April 2019</b>            | 55.42             |
| Impairment loss recognised/reversed during the year | -                 |
| Amounts written off                                 | -                 |
| <b>Loss allowance on 31 March 2020</b>              | <b>55.42</b>      |
| Impairment loss recognised/reversed during the year | -                 |
| Amounts written off                                 | -                 |
| <b>Loss allowance on 31 March 2021</b>              | <b>55.42</b>      |

## (B) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Group liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates.

## Maturities of financial liabilities

The tables below analyse the Group financial liabilities into relevant maturity groupings based on their contractual maturities.

(₹ in lakhs)

| 31 March 2021                   | Less than 1 year | 1 - 2 years     | 2 - 5 years     | More than 5 years | Total            |
|---------------------------------|------------------|-----------------|-----------------|-------------------|------------------|
| <b>Non-derivative</b>           |                  |                 |                 |                   |                  |
| Borrowings                      | 3,071.37         | 2,686.02        | 8,169.21        | 7,676.23          | 21,602.84        |
| Obligations under finance lease | 28.86            | 28.86           | 101.01          | 13,883.91         | 14,042.64        |
| Trade payable                   | 85.68            |                 |                 |                   | 85.68            |
| Security deposits               | 67.67            | 500.34          | 166.48          | 2,497.49          | 3,231.98         |
| Lease liabilities               | 60.43            | 23.18           | 76.80           | 22.77             | 183.18           |
| Other financial liabilities     | 223.29           |                 |                 |                   | 223.29           |
| <b>Total</b>                    | <b>3,537.30</b>  | <b>3,238.41</b> | <b>8,513.50</b> | <b>24,080.40</b>  | <b>39,369.62</b> |

(₹ in lakhs)

| 31 March 2020                   | Less than 1 year | 1 - 2 years     | 2 - 5 years     | More than 5 years | Total            |
|---------------------------------|------------------|-----------------|-----------------|-------------------|------------------|
| <b>Non-derivative</b>           |                  |                 |                 |                   |                  |
| Borrowings                      | 3,910.33         | 2,669.40        | 8,111.76        | 10,094.18         | 24,785.67        |
| Obligations under finance lease | 28.86            | 28.86           | 86.58           | 13,927.20         | 14,071.50        |
| Trade payable                   | 146.90           |                 |                 |                   | 146.90           |
| Security deposits               | 356.22           | 6.95            | 610.23          | 2,303.71          | 3,277.11         |
| Lease liabilities               | 57.66            | 60.43           | 73.32           | 49.44             | 144.18           |
| Other financial liabilities     | 144.18           |                 |                 |                   | 144.18           |
| <b>Total</b>                    | <b>4,644.15</b>  | <b>2,765.63</b> | <b>8,881.89</b> | <b>26,374.53</b>  | <b>42,425.36</b> |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

The Group had access to following funding facilities :

As at 31 March 2021

(₹ in lakhs)

| Particulars      | Total Facility   | Drawn            | Undrawn         |
|------------------|------------------|------------------|-----------------|
| Less than 1 year | 2,090.78         | 1,960.08         | 130.70          |
| 1-2 years        | 1,687.58         | 1,687.58         | -               |
| Above 2 years    | 16,241.97        | 13,930.92        | 2,311.04        |
| <b>Total</b>     | <b>20,020.33</b> | <b>17,578.58</b> | <b>2,441.74</b> |

As at 31 March 2020

(₹ in lakhs)

| Particulars      | Total Facility   | Drawn            | Undrawn         |
|------------------|------------------|------------------|-----------------|
| Less than 1 year | 2,497.63         | 2,431.39         | 66.24           |
| 1-2 years        | 1,530.97         | 1,530.97         | -               |
| Above 2 years    | 19,200.51        | 15,284.56        | 3,915.95        |
| <b>Total</b>     | <b>23,229.12</b> | <b>19,246.92</b> | <b>3,982.19</b> |

#### (C) Market risk

##### (i) Interest rate risk

###### a. Liabilities

The Group fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Group variable rate borrowing is subject to interest rate. Below is the overall exposure of the borrowing:

(₹ in lakhs)

| Particulars             | 31 March 2021    | 31 March 2020    |
|-------------------------|------------------|------------------|
| Variable rate borrowing | 17,578.58        | 19,250.52        |
| Fixed rate borrowing    | 564.31           | 541.87           |
| <b>Total borrowings</b> | <b>18,142.89</b> | <b>19,792.39</b> |

##### Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

(₹ in lakhs)

| Particulars                                  | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Interest rates – increase by 25 basis points | (43.95)       | (48.13)       |
| Interest rates – decrease by 25 basis points | 43.95         | 48.13         |

##### (iii) Price risk

The Group exposure to price risk arises from investments held and classified as FVTPL or FVOCI. To manage the price risk arising from investments, the Group diversifies its portfolio of assets.

##### Sensitivity

Profit or loss and equity is sensitive to higher/lower prices of instruments on the Group profit for the year -

(₹ in lakhs)

| Particulars                    | 31 March 2021 | 31 March 2020 |
|--------------------------------|---------------|---------------|
| <b>Price sensitivity</b>       |               |               |
| Price increase by (5%) - FVOCI | 1,342.43      | 735.17        |
| Price decrease by (5%) - FVOCI | (1,342.43)    | (735.17)      |
| Price increase by (5%) - FVTPL | 16.59         | 9.24          |
| Price decrease by (5%) - FVTPL | (16.59)       | (9.24)        |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## Note - 33

## Capital management

## Risk management

The Group objectives when managing capital are to

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

| Particulars                     | (₹ in lakhs)  |               |
|---------------------------------|---------------|---------------|
|                                 | 31 March 2021 | 31 March 2020 |
| Net debts*                      | 16,476.87     | 19,766.04     |
| Total equity                    | 42,962.56     | 30,646.04     |
| <b>Net debt to equity ratio</b> | <b>0.38</b>   | <b>0.64</b>   |

\*Net debt = long-term borrowings + short-term borrowings + current maturities of long-term borrowings + book overdraft + interest accrued - cash and cash equivalents

## Note - 34

## Related party transactions

In accordance with the requirements of Ind AS 24 the names of the related party where control exists/ able to exercise significant influence along with the aggregate transactions and year end balances with them as identified and certified by the management are given below:

## i) Parties where control exists:

## (a) Holding Company:

- M/s Anadi Investments Private Limited

## (b) Key Management Personnel (KMP) and their Relatives:

- Mr. Mahesh Munjal (Managing Director)
- Ms. Ashima Munjal (Joint Managing Director)
- Mr. Aayush Munjal (Whole Time Director)
- Ms. Juhi Garg (Company Secretary)
- Mr. Rajpal Singh Negi (Chief Financial Officer)
- Mr. Vikas Nanda (Independent Director)
- Mr. Naveen Jain (Independent Director)
- Mr. Anil Kumar Sharma (Independent Director) w.e.f. 12 August 2019
- Mr. Sham Lal Mohan (Independent Director) w.e.f. 18 April 2019

## (c) Enterprises over which Key Management Personnel is able to exercise significant influence with whom transactions has been undertaken:-

- M/s Munjal Showa Limited
- M/s OK Hosiery Mills Private Limited

## ii) Transactions with related parties carried out in the ordinary course of business:

| S.No | Particulars          | Year          | Related Parties                              |  | Total       |
|------|----------------------|---------------|--|--|-------------|
|      |                      |               | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |             |
|      |                      |               |  |  |             |
| 1    | Interest paid        | 31 March 2021 | -  | -  | -           |
|      |                      | 31 March 2020 | 3.73   | -  | <b>3.73</b> |
| 2    | Electricity expenses | 31 March 2021 | -  | 6.11   | <b>6.11</b> |
|      |                      | 31 March 2020 | -  | 9.74   | <b>9.74</b> |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in lakhs)

| S.No | Particulars                         | Year          | Related Parties                              |  | Total         |
|------|-------------------------------------|---------------|--|--|---------------|
|      |                                     |               | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |               |
| 3    | Maintenance and management expenses | 31 March 2021 | -  | 4.67   | <b>4.67</b>   |
|      |                                     | 31 March 2020 | -  | 4.60   | <b>4.60</b>   |
| 4    | Remuneration paid*                  | 31 March 2021 | 274.35                                       | -  | <b>274.35</b> |
|      |                                     | 31 March 2020 | 263.39                                       | -  | <b>263.39</b> |
| 5    | Rent paid                           | 31 March 2021 | -  | 57.85  | <b>57.85</b>  |
|      |                                     | 31 March 2020 | -  | 57.41  | <b>57.41</b>  |
| 6    | Director's Sitting Fees             | 31 March 2021 | 12.70  | -  | <b>12.70</b>  |
|      |                                     | 31 March 2020 | 9.35   | -  | <b>9.35</b>   |

#### iii) Closing balance with related parties in the ordinary course of business :

(₹ in lakhs)

| S.No | Particulars          | Year          | Related Parties                              |  | Total        |
|------|----------------------|---------------|--|--|--------------|
|      |                      |               | Key Management Personnel and their relatives | Enterprise over which KMP exercise significant influence |              |
| 1    | Security deposit     | 31 March 2021 | -  | 29.32  | <b>29.32</b> |
|      |                      | 31 March 2020 | -  | 29.32  | <b>29.32</b> |
| 2    | Trade Payable        | 31 March 2021 | -  | 0.03   | <b>0.03</b>  |
|      |                      | 31 March 2020 | -  | 3.07   | <b>3.07</b>  |
| 3    | Remuneration payable | 31 March 2021 | 10.52  | -  | <b>10.52</b> |
|      |                      | 31 March 2020 | 11.53  | -  | <b>11.53</b> |

\* The remuneration of Key Managerial Personnel included in various schedules to statement of profit and loss is as under:

(₹ in lakhs)

| Particulars             | 31 March 2021 | 31 March 2020 |
|-------------------------|---------------|---------------|
| Salaries and incentives | 274.35        | 263.39        |
| Leave encashment        | -             | -             |
| Gratuity                | -             | 8.57          |
|                         | <b>274.35</b> | <b>271.96</b> |

#### Note - 35

Contingent liabilities and commitments (to the extent not provided for)

#### A Contingent liabilities shall be classified as under:-

(₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| <b>(b) Guarantees excluding financial guarantees;</b> |               |               |
| Bank Guarantees                                       | 44.20         | 144.20        |
| <b>Total</b>  | <b>44.20</b>  | <b>44.20</b>  |

Excise duty/sales tax paid under protest amounting to ₹ 1.17 Lakhs (previous years 31 March 2020: ₹ 1.17 Lakhs) is appearing under the head balance with government authorities.

- It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.
- The Group does not expect any reimbursement in respect of the above contingent liabilities.
- Future cash outflows in respect of the above are determinable only on receipt of judgements/ decisions pending with various forums/ authorities.

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

## B Capital commitments:

Capital expenditure contracted for investment property at the end of the reporting period but not recognised as liabilities is ₹ 14,042.64 lakhs (31 March 2020: ₹ 14,071.50 lakhs)

## Note - 36

## Leases disclosure as lessee

## Finance leases

The Group has taken land on finance lease of investment property. The Group's obligations under finance leases are secured by the lessor's title to the leased assets. Future minimum lease payments under finance lease are, as follows:

|  | (₹ in lakhs)     |                  |
|--|------------------|------------------|
| Particulars  | 31 March 2021    | 31 March 2020    |
| Within one year  | 28.86            | 28.86            |
| Later than one year but not later than 5 years               | 129.87           | 115.44           |
| Later than 5 years   | 13,883.91        | 13,927.20        |
| Present value of the minimum lease payments are, as follows: |                  |                  |
| Particulars  | (₹ in lakhs)     |                  |
| Particulars  | 31 March 2021    | 31 March 2020    |
| Within one year  | 17.92            | 19.71            |
| Later than one year but not later than 5 years               | 62.92            | 62.48            |
| Later than 5 years   | 269.55           | 287.91           |
| <b>Amounts representing finance charges</b>                  | <b>13,692.26</b> | <b>13,701.40</b> |

## Note - 37

## Employee benefits

## A Gratuity

## Risk

|                                 |   |
|---------------------------------|---|
| <b>Salary increases</b>         | Actual salary increases will increase the plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.                    |
| <b>Investment risk</b>          | If plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability. |
| <b>Discount rate</b>            | Reduction in discount rate in subsequent valuations can increase the plan's liability.  |
| <b>Mortality and disability</b> | Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.  |
| <b>Withdrawals</b>              | Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.                          |

## i) Amounts recognized in the balance sheet

(₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Present value of the obligation                         | 42.58         | 57.91         |
| Fair value of plan assets                               | 4.41          | 4.13          |
| Net obligation recognised in balance sheet as provision | <b>38.16</b>  | <b>53.78</b>  |
| <b>Current liability (amount due within one year)</b>   | <b>7.00</b>   | <b>5.91</b>   |
| <b>Non-current liability (amount due over one year)</b> | <b>31.16</b>  | <b>47.87</b>  |

## ii) Expenses recognized in other comprehensive income (₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Actuarial gain/(loss) on asset                      | -             | -             |
| Actuarial gain/(loss) on present benefit obligation | 22.76         | (4.53)        |
| Unrecognised actuarial gain at the end of the year  | <b>22.76</b>  | <b>(4.53)</b> |

## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### iii) Actuarial (gain)/loss on obligation (₹ in lakhs)

| Particulars                              | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Actuarial (gain)/loss net on account of: |               |               |
| - Changes in demographic assumptions     | -             | 0.03          |
| - Changes in financial assumptions       | -             | 6.18          |
| - Changes in experience adjustment       | 0.32          | (1.68)        |

#### iv) Expenses recognised in statement of profit and loss (₹ in lakhs)

| Particulars                            | 31 March 2021 | 31 March 2020 |
|--|---------------|---------------|
| Current service cost                   | 4.28          | 7.19          |
| Interest cost                          | 3.66          | 3.12          |
| <b>Cost recognised during the year</b> | <b>7.95</b>   | <b>10.32</b>  |

#### v) Movement in the liability recognised in the balance sheet is as under: (₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Present value of defined benefit obligation at the beginning of the year  | 57.92         | 44.61         |
| Current service cost  | 4.28          | 7.19          |
| Interest cost   | 3.94          | 3.42          |
| Actuarial gain on obligation  | (22.76)       | 4.53          |
| Benefits paid   | (0.81)        | (1.83)        |
| <b>Present value of defined benefit obligation at the end of the year</b> | <b>42.58</b>  | <b>57.92</b>  |

#### vi) Change in plan assets is as under: (₹ in lakhs)

| Particulars   | 31 March 2021 | 31 March 2020 |
|---|---------------|---------------|
| Fair value of plan assets at the beginning of the period  | 4.13          | 3.84          |
| Actual return on plan assets                              | 0.28          | 0.29          |
| Employer contribution                                     | -             | -             |
| Benefits paid   | -             | -             |
| <b>Fair value of plan assets at the end of the period</b> | <b>4.41</b>   | <b>4.13</b>   |

#### vii) Major categories of plan assets (as percentage of total plan assets)

| Particulars              | 31 March 2021 | 31 March 2020 |
|--------------------------|---------------|---------------|
| Funds managed by insurer | 100%          | 100%          |
| <b>Total</b>             | <b>100%</b>   | <b>100%</b>   |

#### viii) (a) For determination of the liability of the Company the following actuarial assumptions were used:

| Particulars            | 31 March 2021 | 31 March 2020 |
|------------------------|---------------|---------------|
| Discount rate          | 6.80%         | 6.80%         |
| Salary escalation rate | 5.50% - 9.00% | 5.50% - 9.00% |
| Retirement Age (years) | 58.00         | 58.00         |
| Withdrawal rate        |               |               |
| Up to 30 years         | 3.00%         | 3.00%         |
| From 31 to 44 years    | 2.00%         | 2.00%         |
| Above 44 years         | 1.00%         | 1.00%         |

Mortality rates inclusive of provision for disability -100% of IALM (2012-14) (31 March 2019: IALM (2012-14 ))

#### viii) (b) Maturity profile of defined benefit obligation (₹ in lakhs)

| Particulars    | 31 March 2021 | 31 March 2020 |
|----------------|---------------|---------------|
| 0 to 1 year    | 7.00          | 5.91          |
| 1 to 2 year    | 0.67          | 1.88          |
| 2 to 3 year    | 4.30          | 0.99          |
| 3 to 4 year    | 1.62          | 4.23          |
| 4 to 5 year    | 0.60          | 1.60          |
| 5 to 6 year    | 0.49          | 0.90          |
| 6 year onwards | 27.89         | 42.39         |

## Majestic Auto Limited

## Notes to the consolidated financial statements for the year ended 31 March 2021

| ix) Sensitivity analysis for gratuity liability    |               | (₹ in lakhs)  |  |
|--|---------------|---------------|--|
| Particulars  | 31 March 2021 | 31 March 2020 |  |
| <b>a) Impact of the change in discount rate</b>    |               |               |  |
| Present value of obligation at the end of the year | 42.58         | 57.91         |  |
| Impact due to increase of 0.50 %                   | (2.08)        | (3.74)        |  |
| Impact due to decrease of 0.50 %                   | 2.28          | 4.14          |  |
| <b>b) Impact of the change in salary increase</b>  |               |               |  |
| Present value of obligation at the end of the year | 42.58         | 57.91         |  |
| Impact due to increase of 0.50 %                   | 1.35          | 4.08          |  |
| Impact due to decrease of 0.50 %                   | (1.25)        | (3.73)        |  |

Sensitivities due to mortality and withdrawals are not material. Hence impact of change due to these is not calculated.

Sensitivities as rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable.

## Note - 38

## Assets pledged as security

The carrying amounts of assets pledged as security are:

|   |                  | (₹ in lakhs)     |  |
|---|------------------|------------------|--|
| Particulars   | 31 March 2021    | 31 March 2020    |  |
| <b>Non-current</b>                                  |                  |                  |  |
| <b>Second charge</b>                                |                  |                  |  |
| Investment in equity instruments valued through OCI | 26,848.53        | 14,703.30        |  |
| <b>Total non-current assets pledged as security</b> | <b>26,848.53</b> | <b>14,703.30</b> |  |
| <b>Current</b>                                      |                  |                  |  |
| <b>First charge</b>                                 |                  |                  |  |
| Margin money  | 63.54            | 60.29            |  |
| <b>Total current assets pledged as security</b>     | <b>63.54</b>     | <b>60.29</b>     |  |
| <b>Total assets pledged as security</b>             | <b>26,912.07</b> | <b>14,763.59</b> |  |

## Note - 39

## Disclosures as per Indian Accounting Standard (Ind AS) 108 "Operating Segments"

Based on guiding principles given in Ind AS-108 on "Operating segments", the Company's business activity fall within a single operating segment namely real estate and management services. Accordingly, the disclosure requirements of Ind AS-108 are not applicable.

## Information about major customer

During the year ended 31 March 2021 revenue of approximately 78.35% (previous year 31 March 2020: 77.49%) are derived from two external customer under 'Real Estate & Management Service'.

## Note - 40

## Interest in other entities

## Subsidiaries

The Group's subsidiaries at 31 March 2021 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group.

| Name of entities                      | Country of incorporation | Functional currency | Ownership interest held by the Group |               | Principal activities |
|---------------------------------------|--------------------------|---------------------|--------------------------------------|---------------|----------------------|
|                                       |                          |                     | 31 March 2021                        | 31 March 2020 |                      |
| Majestic IT Services Limited          | India                    | INR                 | 100%                                 | 100%          | Facility management  |
| Emirates Technologies Private Limited | India                    | INR                 | 80%                                  | 80%           | Rental services      |



## Majestic Auto Limited

### Notes to the consolidated financial statements for the year ended 31 March 2021

#### Subsidiary with material non-controlling interests (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts disclosed for each subsidiary are before inter-company eliminations.

| Name of entity                        | Proportion of ownership interests and voting rights held by NCI |               | Total comprehensive income allocated to NCI |               |
|---------------------------------------|---|---------------|---|---------------|
|                                       | 31 March 2021   | 31 March 2020 | 31 March 2021                               | 31 March 2020 |
| Emirates Technologies Private Limited | 20%   | 20%           | 188.14                                      | (487.63)      |

Summarised financial information for Emirates Technologies Private Limited is set out below:

| Particulars   | (₹ in lakhs)     |                  |
|---|------------------|------------------|
|   | 31 March 2021    | 31 March 2020    |
| Non-current assets                                      | 23,626.59        | 24,273.99        |
| Current assets  | 1,161.95         | 257.89           |
| <b>Total assets</b>                                     | <b>24,788.54</b> | <b>24,531.88</b> |
| Non-current liabilities                                 | 18,510.22        | 19,242.09        |
| Current liabilities                                     | 1,899.56         | 1,851.71         |
| <b>Total liabilities</b>                                | <b>20,409.78</b> | <b>21,093.80</b> |
| Equity attributable to the owners of the parent Company | 4,378.76         | 3,438.08         |
| Non-controlling interests                               | 875.75           | 687.61           |

| Particulars   | (₹ in lakhs)  |                   |
|---|---------------|-------------------|
|   | 31 March 2021 | 31 March 2020     |
| <b>Revenue</b>  | <b>940.68</b> | <b>(2,438.15)</b> |
| Profit for the year attributable to the owners of the Parent        | 752.54        | (1,950.52)        |
| Profit for the year attributable to non-controlling interest        | 188.14        | (487.63)          |
| <b>Profit for the year</b>  | <b>940.68</b> | <b>(2,438.15)</b> |
| <b>Other comprehensive income</b>                                   | <b>-</b>      | <b>-</b>          |
| Total comprehensive income attributable to the owners of the Parent | 752.54        | (1,950.52)        |
| Total comprehensive income attributable to non-controlling interest | 188.14        | (487.63)          |
| <b>Total comprehensive income</b>                                   | <b>940.68</b> | <b>(2,438.15)</b> |

**Majestic Auto Limited****Notes to the consolidated financial statements for the year ended 31 March 2021****Note - 41**

Additional information in pursuant to Schedule III of the Companies Act, 2013

| Name of the entity in the group               | Net assets (total assets minus total liabilities) |                  | Share in profit or (loss)           |                 | Share in other comprehensive income             |                  | Share in total comprehensive income             |                  |
|---|---|------------------|-------------------------------------|-----------------|---|------------------|---|------------------|
|   | As % of consolidated net assets                   | Amount in lakhs  | As % of consolidated profit or loss | Amount in lakhs | As % of consolidated other comprehensive income | Amount in lakhs  | As % of consolidated total comprehensive income | Amount in lakhs  |
| <b>Parent</b>                                 |   |                  |                                     |                 |   |                  |   |                  |
| Majestic Auto Limited                         | 82.03%  | 35,244.07        | 59.65%                              | 1,300.79        | 99.97%  | 10,127.56        | 92.79%  | 11,428.35        |
| <b>Indian subsidiaries</b>                    |   |                  |                                     |                 |   |                  |   |                  |
| Majestic IT Services Limited                  | 4.19%   | 1,802.04         | -10.00%                             | (218.11)        | 0.03%   | 8.10             | -1.71%  | (210.01)         |
| Emirates Technologies Private Limited         | 11.73%  | 5,040.70         | 41.73%                              | 910.04          | 0.00%   | -                | 7.39%   | 910.04           |
| <b>Non-controlling interest in subsidiary</b> |   |                  |                                     |                 |   |                  |   |                  |
|   | 2.04%   | 875.75           | 8.63%                               | 188.14          | 0.00%   | -                | 1.53%   | 188.14           |
| <b>Total</b>                                  | <b>100.00%</b>                                    | <b>42,962.56</b> | <b>100.00%</b>                      | <b>2,180.86</b> | <b>100.00%</b>                                  | <b>10,135.66</b> | <b>100.00%</b>                                  | <b>12,316.52</b> |

**For SAR & Associates**Chartered Accountants  
Firm Registration No. 122400WFor and on behalf of **Majestic Auto Limited**

Sd/-

**CA Anubhav Goyal**

Partner

Membership No. 123328

Sd/-

**(Rajpal Singh Negi)**

Chief Financial Officer

Sd/-

**(Mahesh Munjal)**

Managing Director

DIN 00002990

Place: Ludhiana

Date: 30 June, 2021

Sd/-  
**(Juhi Garg)**  
Company Secretary  
M.No. 35389



**MAJESTIC**

## **MAJESTIC AUTO LIMITED**

**CORPORATE OFFICE:**

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