

MACRO International Ltd.

Regd. Off. : 24/147, Plaza Kalpana, Birhana Road, Kanpur - 208001
H.O. : D-1, Moti Lal Atal Road, Behind Hotel Neelam, Jaipur- 302001
Tel. : 0141-2373164, 2373364 Email : miel1@rediffmail.com
CIN : L74120UP1993PLC015605

08/09/2022

To,
The Manager (Department of Corporate Affairs)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400001

Ref: SCRIP CODE: 512600 SECURITY ID: MACINTR

Subject: 29th Annual Report of the company for F.Y. 2021-22

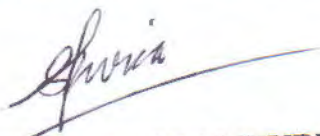
Dear Sir/Madam,

Pursuant to the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the 29th Annual Report of the Company for F.Y. 2021-2022. The Annual Report is also being uploaded on the website of the Company i.e. www.mil.co.in

Please take the same on record.

Thanking You,
Yours Faithfully,

For MACRO INTERNATIONAL LIMITED


SUDHIR KUMAR PARASRAMPURIA
(Managing Director)
DIN: 00358982



ANNUAL REPORT FOR 2022

MACRO INTERNATIONAL LIMITED



**REGD ADDRESS: 'PLAZA KALPANA', GROUND
FLOOR, 24/147, BIRHANA ROAD, KANPUR UP
208001 IN**

BOARD OF DIRECTORS

Mr. Sudhir Kumar Parasrampuria
Mrs. Parwati Parasrampuria
Mr. Gautam Lhila
Mr. Manoj Kumar Poddar

Chairman & Managing Director
Executive Director
Non-Executive Independent Director
Non-Executive Independent Director

AUDITORS

M/s. Om P. Agarwal & Associates,
Chartered Accountants

CHIEF FINANCIAL OFFICER

Mr. Sanjay Sharma

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Rakesh Panwar

BANKER

HDFC Bank Ltd,
Villa Station, Jaipur-302001

REGISTRAR & SHARE TRANSFER AGENT

M/S BEETAL FINANCIAL & COMPUTER SERVICES PVT. LTD
Beetal House, 3rd Floor, 99, Madangir Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir, New Delhi, Delhi, 110062
E-mail: beetal@beetalfinancial.com
Tel.: 011 - 29961281, **Fax:** 011- 29961284

REGISTERED OFFICE ADDRESS

'PLAZA KALPANA', GROUND FLOOR, 24/147, BIRHANA ROAD, KANPUR UP 208001 IN
Website: www.mil.co.in
E-Mail Id: miel1@rediffmail.com
Tel: 0141-2373164, **Fax:** 0141-2379344

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DIRECTOR REPORT

2022



DIRECTOR'S REPORT

To
The Members,
MACRO INTERNATIONAL LIMITED

Your Directors have pleasure in presenting the 29th Annual Report of your Company along with the Audited Statement of Accounts for the year ended March 31, 2022.

1. SUMMARY OF FINANCIAL RESULTS:

Particulars	<u>(Rupees in hundred)</u>	
	For the financial year ended 31 st March, 2022 (Rs.)	For the financial year ended 31 st March, 2021 (Rs.)
Revenue from Operation including other income	21,078	20,308
Expenses excluding Depreciation	21,328	17,951
Depreciation and Amortization	1,456	1,546
Profit (Loss) Before Tax	(1,706)	811
Extraordinary items	0.00	0.00
Current Tax	400	384
Deferred Tax Adjustment	395	175
Profit (loss) After Tax	(1,711)	602
Net fixed assets	1,353	5,311
Share capital	398,961	398,961
Reserve & Surplus Profit/(Loss)	117,073	118,658

2. DIVIDEND:

The board of directors has not recommended any dividend for the financial year.

3. OPERATIONS

During the year under review Total Income of the Company has increased from Rs. 2030800 to Rs. 2107800. The Net loss for the current year stood at Rs 171100 as against Net Profit of Rs 60200 in the previous year due to higher incidence of administrative expenses.

4. TRANSFER TO RESERVES:

The Company proposes to transfer no amount to the general reserve.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There has been no change in the objects of the Company. Business is being conducted as per the objectives described in the Memorandum of Association of the Company. There has been no material change in the line or nature of business that the Company is operating in.

6. INFORMATION ABOUT SUBSIDIARY/ASSOCIATE COMPANY:

During the year under review, the Company does not have any Subsidiaries, Joint Venture or Associate Companies.

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

The provisions of Section 125(2) of the Companies Act, 2013 is not applicable, as there was no Dividend declared and paid last year.

8. DEPOSITS:

Company has not accepted any deposits from the public, during the year under review.

9. MATERIAL CHANGES AND COMMITMENTS:

As on the date of this report, no material changes and commitments affecting the financial position of the Company have occurred, between the end of the financial year to which these financial statements relate.

10. ANNUAL RETURN

Annual Return as required under Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, is available on website of the company.

11. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement it is confirmed that-

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

12. SHARE CAPITAL:

The Company has 3974070 Equity Shares of Rs. 10 each amounting to Rs. 39740700. During the year under review, the Company has not issued any shares or any convertible instruments.

The Company has only one class of Equity Share having a par value of Rs. 10/-each holder of share is entitled to one vote per share with same rights.

During the Year 2021-22, the company has not made any issue of equity shares with differential voting rights, Sweat Equity Shares and employee stock option.

13. LISTING OF SHARES:

Shares of company have been listed on Bombay Stock Exchange.

14. AUDITORS:

a. Statutory Auditors:

In accordance with Sec 139 of the Companies Act, 2013, M/s SATHULURI & CO, Chartered Accountants (FRN:006383S) shall be appoint as Statutory Auditors of the Company at the ensuing Annual General Meeting of the Company to be held on 30th September, 2022 for a period of Five years to hold office from the conclusion of 29th Annual General Meeting till the conclusion of the 34th Annual General Meeting in accordance with the provisions of the Companies Act, 2013

REPORTING OF FRAUDS BY THE AUDITOR

No Material Frauds by the Company or on the Company by its officers or employees has been noticed or reported during the course of our Audit as per Section 143(12) of the Companies Act, 2013.

b. Statutory Auditors' Report:

The observations made by the Auditors in their Report read with relevant notes as given in the Notes on Accounts annexed to the Accounts, are self-explanatory and therefore do not call for any further comments under Section 134 (3)(f) of the Companies Act, 2013.

The Auditors of the Company have not raised any queries or made any Qualifications on the Accounts adopted by the Board which were then audited by them.

c. Secretarial Auditor:

The provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, the Board has appointed **M/s. MKGP & Associates.**, a firm of Company Secretaries in Practice, as the Secretarial Auditor of the Company for the financial year 2021-22.

d. Secretarial Audit Report

The Secretarial Audit Report is annexed to this Board report as Annexure-I.

15. DIRECTORS /KEY MANAGERIAL PERSONNEL:

a. Independent Directors and their Declaration of Independence

The Board of the Company as on March 31, 2022 consisted of 4 directors out of which 2 are 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 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b. Composition of Board of Director as on 31st March 2022 and changes during the year

The Board of the Company as on March 31, 2022 consist of 4 directors out of which 2 are independent directors, one is Managing Director and one is non-Executive director.

Tenure of Mr. Sudhir Kumar Parasrampurua (DIN: 00358982) Managing Director of the company is expired. He is eligible to be re-appoint in the ensuing Annual General Meeting of the company to be held on September 30, 2022.

c. Changes in the composition of Key Managerial Personnel (other than Board of Directors):

There are no changes in the composition of Key Managerial Personnel during the financial year 2021-22.

16. COMMITTEE DETAILS

Audit Committee

The Audit Committee comprises of Independent Directors namely Shri Gautam Lhila (Independent Director and Chairman), Shri Manoj Kumar Poddar (Independent Director) and Shri Sudhir Kumar Parasrampurua (Executive Director) as other Members. All the recommendations made by the Audit Committee were accepted by the Board.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of Shri Gautam Lhila (Chairman), Shri Manoj Kumar Poddar (Independent Director) and Smt. Parwati Parasrampurua (Director) as other Member. All the recommendations made by the Nominat'ion and Remuneration Committee were accepted by the Board.

Stakeholders' Relationship Committee

The Stakeholders Relationship Committee comprises of Independent Directors namely Shri Gautam Lhila (Independent Director and Chairman), Shri Manoj Kumar Poddar (Independent Director) and Shri Sudhir Kumar Parasrampurua (Executive Director) as other Members.

Vigil Mechanism

The Vigil Mechanism of the Company, which also incorporates a Whistle Blower Policy in terms of the Listing Regulations with the Stock Exchange. It aims to provide an avenue for employees through this policy to raise their concerns on any violation of legal or regulatory requirements, suspicious fraud, misfeasance, misrepresentation of any Financial Statements and Reports.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. Conservation of energy:

The operations of the Company involve low energy consumption. The Company has ensured that adequate measures are being taken to conserve energy.

B. Technology Absorption:

The particulars regarding Technology absorption are: NIL

C. Foreign exchange earnings and Outgo:

Particulars	As on 31.03.2022	As on 31.03.2021
a) Earnings in foreign exchange	Nil	Nil
b) Expenditure / outgo in foreign exchange (Travelling)	Nil	Nil

18. MEETINGS

During the financial year 2021-22, following meetings were convened:

❖ **Board Meetings**

S. No.	Date of Board Meeting	Board's Strength	No. of Directors Present
1.	30/06/2021	4	4
2.	12/08/2021	4	4
3.	01/09/2021	4	4
4.	10/11/2021	4	4
5.	08/02/2022	4	4

❖ **Audit Committee Meetings**

S. No.	Date of Meeting	Strength of Members	No. of Members Present
1.	30/06/2021	3	3
2.	12/08/2021	3	3
3.	10/11/2021	3	3
4.	08/02/2022	3	3

❖ **Nomination & Remuneration Committee Meetings**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	25/08/2021	3	3

❖ **Independent Director's Meeting**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	23/02/2022	2	2

❖ **Stakeholder Relationship's Committee Meeting**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	25/08/2021	3	3

❖ **Members Meeting**

S. No.	Type of Meeting	Date of Meeting	Total No. of Members Entitle to Attend	Number of Members Attended
1.	Annual General Meeting	27-09-2021	1161	15

19. PERFORMANCE EVALUATION OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS

The Company has formulated a Board Evaluation template for performance evaluation of the Independent Directors, the Board, its Committees and other individual Directors which includes criteria for performance evaluation of the Non-Executive Directors and Executive Directors.

The formal Board evaluation as mandated under the Companies Act and Listing Regulations has been carried out during the year.

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

The Company has in place an appropriate Policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to prevent sexual harassment of its employees.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The company has established a vigil mechanism for grievances redressal of director and employees of the company which will help in reporting genuine concerns or grievances of directors and employees.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

As the Company does not fall under the class of companies as prescribed under Section 135 of Companies Act, 2013 and Rules made there under, therefore the provisions related to Corporate Social Responsibility is not applicable to the Company.

Therefore, Company is not liable to contribute towards Corporate Social Responsibility.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Particulars of Loan given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in standalone financial statement.

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or 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 the proviso thereto have been disclosed in Form No. AOC -2, as Annexure -II.

25. MANAGERIAL REMUNERATION:

There is no remuneration paid to directors.

26. RISK MANAGEMENT POLICY:

The Company has its Risk Management Policy to identify and deal with the risks and threats that could impact the organization. Risk Management Policy is available for inspection at the Registered Office of the Company during business hours on any working day.

27. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has proper place and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and all assets and resources are acquired economically, used efficiently and adequately protected.

28. GREEN INTIATIVES:

Electronic copies of the Annual Report 2021-22 and the notice of 29th AGM are sent to all members whose e-mail address is registered with the company/depository participants. For members who have not registered their email address, physical copies are sent in the permitted mode.

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

There were no orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

30. OTHER DISCLOSURES AND STATUTORY INFORMATION:

a. Compliance with Secretarial Standards

The Company complies with applicable secretarial standards.

b. Policies and code adopted by the Company

The Board of Directors has from time to time framed and approved policies as required by the SEBI LODR Regulations as well as under the Companies Act, 2013. These policies will be reviewed by the Board at periodic intervals. Some of the key policies that have been adopted are as follows:

- ✓ Code for Disclosure of Unpublished Price Sensitive Information
- ✓ Code of Conduct for Insider Trading
- ✓ Policy on Related Party Transactions
- ✓ Code of Conduct for Directors and Senior Management Personnel
- ✓ Whistle Blower Policy

31. HUMAN RESOURCES MANAGEMENT

We firmly believe that employee motivation, development and engagement are key aspect of good human resource management. We provide several forums and communication channels for our employees to not only share their point of view and feedback related to our business, but also share feedback self-development and career advancement. These forums have helped us to identify and implement a number of structural changes during the year under review.

32. Impact of COVID-19

The Company has activated as per Business Continuity Policy and Crisis Management Framework to manage the impact of ongoing COVID-19 flu pandemic. Different measures are in place to safeguard health and safety of employees, maintain operation of assets and other business activities, avoid financial distress/default and secure best possible financial outcome in the given circumstance.

Further, the prolonged country-wide lockdown, global economic downturn and associated disruption of demand and supply chains, had a major impact on the Company. In light of the rapid evolving and dynamic situation causing unprecedented challenges for almost all enterprises, the Board of directors of the company needs to respond and assess whether the actions they are taking. Complying with the government's directives on social distancing and striving to run business as usual, company is making the best of this unprecedented situation and taking care of the proper health and hygiene of the members and all other employees working in this situation.

33. ACKNOWLEDGEMENTS:

An acknowledgement with thanks is hereby conveyed to all with whose help, cooperation and hard work the Company was able to achieve the results.

**By order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605**

**Date: 08.09.2022
Place: Kanpur**

**Sd/-
SUDHIR KUMAR PARASRAMPURIA
Managing Director
DIN: 00358982**

**Sd/-
PARWATI PARASRAMPURIA
Director
DIN: 00359065**

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 transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.: NIL
2. Details of contracts or arrangements or transactions at Arm's length basis.

S.No.	Name	Nature of relationship	Nature of transaction	Amount as at 31 st March, 2022
1.	SUDHIR KUMAR PARASRAMPURIA H.U.F	ENTERPRISE OVER WHICH KMP HAS SIGNIFICANT INFLUENCE	Rent paid	54000
2.	AMBER MERCANTILES LTD.	ENTERPRISE OVER WHICH KMP HAS SIGNIFICANT INFLUENCE	Rent paid	12000

**By order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605**

**Date: 08.09.2022
Place: Kanpur**

**Sd/-
SUDHIR KUMAR PARASRAMPURIA
Managing Director
DIN: 00358982**

**Sd/-
PARWATI PARASRAMPURIA
Director
DIN: 00359065**

**CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To

The Board of Directors

MACRO INTERNATIONAL LIMITED

'PLAZA KALPANA', GROUND FLOOR, 24/147, BIRHANA ROAD, KANPUR UP 208001 IN

We, Sudhir Kumar Parasrampuria, Managing Director and Sanjay Sharma, Chief Financial Officer certify to the Board that in respect to the Financial Year ended on March 31, 2022:

- 1) We have reviewed the financial statements and the Cash Flow Statement for the year ended March 31, 2022 and that to the best of our knowledge and belief:
 - i. These statements do not contain any material untrue statements 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.
- 2) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- 3) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control system 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.
- 4) We have indicated to the Auditors and the Audit Committee that:
 - i. there has not been any significant change in internal control over financial reporting during the year under reference;
 - ii. there has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and

iii. There has not been any instance during the year of significant fraud of which we had 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 MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605

Date: 30.05.2022

Place: Kanpur

Sd/-
SUDHIR KUMAR PARASRAMPURIA
Managing Director
DIN: 00358982

Sd/-
SANJAY SHARMA
CFO
PAN: BPAPS9865K

DECLARATION TO COMPLIANCE OF CODE OF CONDUCT

This is to certify that the company has laid down its code of conduct for Board of Directors and Senior Management Personnel of the company and copy of the same has been uploaded on the website of the Company <http://www.miel.co.in>.

I hereby declare that all the Directors and Senior Managerial personnel have affirmed the compliance with the Code of Conduct and have given a confirmation thereto in this regard, in respect of financial year ended 31st March 2022.

For the purposes of this declaration, Senior Management Personnel means the Personnel who are members of the core management team, including persons in the cadre of functional heads and above but excluding Board of Directors as on March 31, 2022.

Place: Kanpur
Dated: 08.09.2022

For and on behalf of the Board of Directors

Sd/-
SUDHIR KUMAR PARASRAMPURIA
Managing Director
DIN: 00358982

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2022

[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,

Macro International Limited

'Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur, Uttar Pradesh (208001)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **Macro International Limited (L74120UP1993PLC015605)**. Secretarial audit was conducted in the manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliance and expressing our opinion thereon.

Based on our verification of the Company's books, papers, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion; the Company has, during the audit period covering the financial year ended on 31st March, 2022 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, minutes' books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contract (Regulation) Act, 1956 and Rules made there under;
- III. The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act,1999and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;**(Not Applicable to the Company during Audit Process)**;
- V. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act') viz.;
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit]**
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit]**
- g. 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;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit]** and
- i. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit]**

VI. As identified by the management, following laws are specifically applicable to the Company:

- a. The Information Technology Act, 2000
- b. The Trade Mark Act, 1999
- c. The Indian Copyright Act, 2005
- d. The Patents Act, 1970
- e. The Trade Unions Act, 1926
- f. The Employees' Provident Fund & Miscellaneous Provisions Act, 1952
- g. The Employees' State Insurance Act, 1948
- h. Equal Remuneration Act, 1976
- i. The Export And Import policy of India
- j. Any other applicable laws

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

- a) **Secretarial Standards issued by The Institute of Company Secretaries of India.**
- b) **SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

During the period under review the, Company has-complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned.

We further report that

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes

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. Company has introduced compliance alert system for applicability of all applicable laws, rules,

regulations and guidelines.

We further report that during the audit period the Company has passed no special resolutions which are having major bearing on the Company's affairs in pursuant of the above referred laws, rules, regulations, guidelines, standards.

Place: Jaipur

Date : 05.09.2022

**For M/s MKGP & Associates
Company Secretaries**

sd/-

**Mahendra Prakash Khandelwal
(Partner)**

Membership No.6266

C.P. No-4459

UDIN: F006266D000912006

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

Annexure-A

To,

The Members,

Macro International Limited

'Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur, Uttar Pradesh (208001)

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance f laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. The maximum liability of our firm under the secretarial audit in respect of the aggregate of all claims shall not exceed the fee charged by me.

**For M/s MKGP & Associates
Company Secretaries**

Place: Jaipur

Date : 05.09.2022

sd/-

**Mahendra Prakash Khandelwal
(Partner)**

Membership no.6266

C.P. No-4459

UDIN: F006266D000912006

Financials & Audit Report

For the year ended March 31, 2022

**OM PRAKASH AGARWAL
(STATUTORY AUDITOR)**

OM P. AGARWAL & ASSOCIATES



INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS

MACRO INTERNATIONAL LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of MACRO INTERNATIONAL LTD ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the statement of Profit and Loss, (including other comprehensive income), Statement of Changes in Equity and Cash Flow Statement for the year ended on that date, and the notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statement give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2022 , its profit as per statement, changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Emphasis of Matter

4. We draw attention to Note No. 4 to the standalone financial statements which states that, as per the assessment of the management, there is no significant impact of the COVID-19 pandemic on the operations and financial positions of the Company.
Our opinion is not modified in respect of this matter.

Key audit matters

5. Key audit matters are those 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.

Key audit matters	How our audit addressed the key audit matters
Compliance and disclosure requirements under the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.	We have assessed the systems and processes laid down by the company to appropriately ensure compliance and disclosures as per the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework. We have designed and performed audit procedures to assess the completeness and correctness of the details disclosed having regard to the assumptions made by the management in relation to the applicability and extent of disclosure requirements; and have relied on internal records of the company and external confirmations wherever necessary.

Information Other than the Standalone financial statements and Auditor’s Report Thereon

6. The Company’s Board of Directors is responsible for the preparation of other information. The other information comprises the information included in Board’s Report including Annexures to Board’s Report in the Annual Report of the Company for the financial year 2021-22, but does not include the standalone financial statements and our auditor’s report thereon. The reports containing the other information as above are expected to be made available to us after the date of this auditor’s report. Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. When we read the reports containing the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Results

7. 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 including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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.

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

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

Auditor's responsibilities for the audit of the Standalone financial statements

9. 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.
10. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism 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 control relevant to the audit, including internal audit system in vogue, 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 with reference to financial statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
11. 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

standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

12. 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.
13. 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.
14. 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

15. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub section (11) of Section 143 of the Act, we give in the "Annexure B", a statement on the matters specified in the paragraphs 3 and 4 of the order, to the extent applicable.
 16. A. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(iii) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
 - B. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
17. As required by section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". 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, to the best of our information and according to the explanations given to us, no remuneration has been paid by the Company to its directors during the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Om P. Agarwal & Associates
Chartered Accountants
FRN 006948C

Sd/-
Om Prakash Agarwal
Proprietor
Membership No. 017821

Place: Kanpur
Dated: 30.05.2022
UDIN: 22017821AJWENJ8853

ANNEXURE 'A' TO THE AUDITORS' REPORT

Annexure A to the Independent Auditors' Report on the Standalone Financial Statements

Referred to in paragraph 15 of the Independent Auditors' Report of even date to the members of the Company on the standalone financial statements for the year ended March 31, 2022, we report that;

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

(B) The Company do not have intangible assets therefore reporting under Clause 3 (i) (a) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the management at reasonable intervals during the year; No material discrepancies were noticed on such verification;

(c) According to the information and explanation given to us and on the basis of the examination of the records of the company, no material discrepancies were noticed on such verification and The title deeds of all the immovable properties are held in the name of the company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Accordingly, the reporting under clause 3(i)(d) of the order is not applicable to the Company.

(e) Based on information and explanation furnished to us, no proceeding have been initiated on or are pending against the Company for holding Benami property under the prohibition of Benami Property Transactions Act, 1888 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statements does nor arise.

- (ii) (a) The Company does not have inventory as there was no commercial activity being carried by the Company during the year. Therefore, paragraph 3(i)(a) of the order is not applicable.

- (b) According to the information & explanation given to us, the Company has not taken any loans from banks during the year therefore the reporting under Clause 3(ii)(b) of the Order is not applicable to the Company.

- (iii) (a) The company has, during the year, granted unsecured loan to only one trust. The aggregate amount during the year and the balance outstanding at the Balance Sheet date with respect to such loan is as under:

<u>Particulars</u>	<u>Loan (in hundred)</u>
Aggregate amount granted during the year	Rs. 670000100/-
Others	-
Balance outstanding (gross) as at Balance Sheet date in respect of the above	Rs. 36870470/-
Others	-

The above amount is disclosed in note no. 22 of the standalone financial statements.

- (b) In respect of the loan so granted is not prejudicial to the company's interest, based on the information and explanation provided by the Company.
- (c) In respect of aforesaid loan to trust no schedule of repayment of the principle and payment of interest has been stipulated. It is classified as payment on demand as and when required by the Company.
- (d) In respect of aforesaid loan there is no overdue amount as it is agreed by the Company as payable on demand as & when required although the party has paid Rs. 1,69,97,305/- during the year.
- (e) Fresh loan granted to same party but is not due during the year as per information and explanation provided to us.

- (f) The loan granted during the year, including to related party was repayable on demand. No loan were granted during the year to promoters.
- (iv) In our opinion and according to information and explanation given to us, in respect of loans and investments, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.
- (v) The Company has not accepted any deposits or amount which are deemed to be deposits within the meaning of Section 73,74,75 and 76 of the Act and Rules framed thereunder to the extent notified. Therefore, the provisions of Clause (V) of paragraph 3 of the order are not applicable to the company.
- (vi) The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly reporting under Clause 3 (vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.
 (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- (viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transaction in the books of account that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (ix) (a) According to the records of the Company examined by us and the information and explanations given to us the Company has not taken any loans from any financial institutions, bank, government, etc., therefore reporting under clause 3(ix) (a), (b), (c) and (d) of the Order is not applicable to the Company.
 (e) According to the information and explanations given to us and on overall examination of the standalone financial statements of the Company were report that the Company has not taken any funds from any entity or person on account of or to meet the obligation of its Associated Companies.
 (f) According to the records of the Company examined by us and the information & explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its associated companies.
- (x) The Company has not raised any money by way of initial public offer or further public offer or preferential allotment or private placement of shares (including debt instruments) during the year. Accordingly, reporting under Clause 3 (x) (a) & (b) are not applicable to the Company.
- (xi) (a) During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance or material fraud by the company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
 (b) During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, and according to the information & explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rule 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

- (c) During the course of our examination of the books and records of the Company carried out in accordance with generally auditing practices in India, accepted in India, and according to the information & explanations given to us, the Company has not received whistle-blower complaints during the year, therefore reporting under Clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it and accordingly, reporting under Clause 3 (xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the Standalone financial statements as required by the applicable Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- (xiv) (a) In our opinion, and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
(b) The reports of the Internal Auditor for the period under audit have been considered by us.
- (xv) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him as specified under section 192 of the Act. Therefore, reporting Clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) According to the information and explanation given to us and the on the basis of our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3 (xvi)(a) of the order is not applicable to the company.
(b) The Company has not conducted non-banking financial/housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
(d) Based on the information and explanation provided by the Management of the Company it has no CIC therefore the reporting under Clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has incurred normal cash losses of (Rs. 25080/-) in the financial year and no cash loss was there in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year accordingly the reporting under Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanation given to us and the on the basis of financial ratios (also refer Note 21 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on date of audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when date of fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any

guarantee not any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) The company has not earned sufficient profits to the extent to spent money for Corporate Social Responsibility as required under Section 135 of the Act. Accordingly reporting under Clause 3(xx)(a) & (b) of the Order is not applicable to the Company.
- (xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Om P. Agarwal & Associates
Chartered Accountants
FRN 006948C

Sd/-
Om Prakash Agarwal
Proprietor
Membership No. 017821

Place: Kanpur
Dated: 30.05.2022
UDIN: 22017821AJWENJ8853

ANNEXURE 'B'

Annexure B to the Independent Auditors' Report on the Standalone financial statements

Referred to in the Independent Auditors' Report of even date to the members of MACRO INTERNATIONAL LTD ("the Company") on the Standalone financial statements for the year ended March 31, 2022.

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

We have audited the internal financial controls over financial reporting of MACRO INTERNATIONAL LTD ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone 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, 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, 2022, 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 our audit opinion on the Company's internal financial controls system over financial reporting.

For Om P. Agarwal & Associates
Chartered Accountants
FRN 006948C

Sd/-
Om Prakash Agarwal
Proprietor
Membership No. 017821

Place: Kanpur
Dated: 30.05.2022
UDIN: 22017821AJWENJ8853

Standalone Balance Sheet as at March 31, 2022

(Rupees in hundred)

Particulars		Notes	As at	As at
			March 31, 2022	March 31, 2021
ASSETS				
(1) Financial Assets				
(a)	Cash & cash equivalents	"1"	1,828	3,129
(b)	Loans	"2"	511,159	513,723
(c)	Income Tax Assets (net)	"3"	1,705	1,130
(d)	Other Financial assets	"4"	-	115
(2) Non-financial Assets				
(c)	Deferred tax assets (Net)	"5"	709	314
(d)	Security Deposit	"6"	-	394
(e)	Property, Plant & Equipment	"7"	1,353	5,311
(f)	Other non-financial assets	"8"	6,165	6,665
Total Assets			522,919	530,781
LIABILITIES AND EQUITY				
LIABILITIES				
(1) Financial Liabilities				
	Financial Liabilities	"9"	6,783	13,039
(2) Non-Financial Liabilities				
	Provisions	"10"	102	123
(3) EQUITY				
(a)	Equity Share Capital	"11"	398,961	398,961
(b)	Other Equity	"12"	117,073	118,658

	Total Liabilities and Equity		522,919	530,781

Significant Accounting Policies

The accompanying notes (1-46) forms intergral part of the Standalone Ind AS financial statements

As per our report of even date attached
For Om P. Agarwal & Associates
(CHARTERED ACCOUNTANTS)
FRN No. 006948C

For & on behalf of the Board of Directors

Sd/-
Om Prakash Agarwal
(Proprietor)
M. No. 017821
UDIN: 22017821AJWENJ8853

Sd/-
S.K. Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

PLACE: Kanpur
DATE: 30.05.2022

Sd/-
Rakesh Panwar
Company Secretary

Sd/-
Sanjay Sharma
CFO

Standalone Profit and Loss Statement

For the year ended March 31, 2022

(Rupees in hundred)

Particulars	Notes	As at	As at
		March 31, 2022	March 31, 2021
Revenue from Operations			
(i) Interest including other income	"13"	21,078	20,308
I. Total Revenue from operations		21,078	20,308
Expenses :			
(i) Employee benefits expenses	"14"	8,521	6,194
(ii) Depreciation, amortization and impairment	"15"	1,456	1,546
(iii) Other expenses	"16"	12,807	11,757
II. Total expenses		22,784	19,497
III. Profit before tax (I-II)		(1,706)	811
IV. Tax Expense:			
(1) Current tax		400	384
(2) Deferred tax		395	175
(3) Taxes relating to prior year		-	-
V. Profit for the year (III- IV)		(1,711)	602
VI. Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit plans			
- Fair value changes on equity instruments through other comprehensive income			
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Subtotal (A)		-	-
(B) (i) Items that will be reclassified to profit or loss - -			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Subtotal (B)		-	-
Other Comprehensive Income (A + B) (VIII)		-	-
VII. Total Comprehensive Income for the year (V+VI)		(1,711)	602
VIII. Earnings per equity share			
(Face value of ₹ 10/- each)			
Basic (Rs.)		(0.04)	0.02
Diluted (Rs.)		(0.04)	0.02
Significant Accounting Policies	19		
The accompanying notes (1-46) forms intergral part of the Standalone Ind AS financial statements			

As per our report of even date attached
For Om P. Agarwal & Associates
(CHARTERED ACCOUNTANTS)
FRN No. 006948C

For & on behalf of the Board of Directors

Sd/-
Om Prakash Agarwal
(Proprietor)
M. No. 017821
UDIN: 22017821AJWENJ8853

Sd/-
S.K. Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

PLACE: Kanpur
DATE: 30.05.2022

Sd/-
Rakesh Panwar
Company Secretary

Sd/-
Sanjay Sharma
CFO

Cash Flow Statement

For the year ended March 31, 2022

(Rupees in hundred)

Particulars	As at March 31, 2022		As at March 31, 2021	
	AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)
<u>CASH FLOW FROM OPERATING ACTIVITIES :-</u>				
Net Profit before tax as per statement of Profit & Loss		(1,706)		811
Adjustment for :				
Depreciation	1,456		1,546	
Interest Income	(21,078)	(19,622)	(20,308)	(18,762)
Operating Profit before working capital changes.		(21,328)		(17,951)
Adjustment for :-				
Trade & other receivables	2,603		(3,548)	
Trade & other payables	(6,151)	(3,548)	3,080	(468)
Cash generated form operations		(24,876)		(18,419)
Taxes paid (Net)		(5)		(209)
Net cash (used in) Operating Activities		(24,881)		(18,628)
<u>CASH FLOW FROM INVESTING ACTIVITIES :-</u>				
Sale of Fixed Assets		2,502		-
Interest Income		21,078		20,308
Less:				
Purchases of Fixed Assets		-		-
GST paid on sale of fixed assets		-		-
Net cash from Investing Activities		23,580		20,308
<u>CASH FLOW FROM FINANCING ACTIVITIES :-</u>				
Proceeds from Long Term Borrowing		-		-
Repayment from Long Term Borrowing		-		-
Short Term Borrowing		-		-

NOTE NO. "1" : Cash & cash equivalents		(Rupees in hundred)	
Particulars	As at		As at
	March 2022	31,	31-Mar-21
(I) Cash on hand (As certified by the management)	534		671
(II) HDFC Bank Ltd. Current Account	1,294		2,458
Total Rupees :-	1,828		3,129

NOTE NO. "2" : LOANS						
As at March 31, 2022						
	Amortised Cost	At Fair Value		Sub-total	At Cost	Total
		Through OCI	Through Profit or Loss			
(I) Loans receivable on Demand						
Related Parties:						
Bhooramal Durgi Devi Parasrampuria Public Charitatable Trust	368,705	-	-	-	-	368,705
Total (a) - Gross	368,705	-	-	-	-	368,705
Others:						-
Amber Kasiwal	10,000	-	-	-	-	10,000
Krishan Gopal Reddy	13,000	-	-	-	-	13,000
Nakul Ashok Jain	7,000	-	-	-	-	7,000
Purushottam Lal Kejriwal	100,942	-	-	-	-	100,942
Tulsiram Kayal	11,512	-	-	-	-	11,512
Total (b) - Gross	142,454	-	-	-	-	142,454
Total (A) - Gross	511,159	-	-	-	-	511,159
Less: Impairment loss allowance	-	-	-	-	-	-
Total (A) - Net	511,159	-	-	-	-	511,159
(I) Unsecured						-
Bhooramal Durgi Devi Parasrampuria						

Public Charitable Trust	368,705	-	-	-	-	368,705
Total (a) - Gross	368,705					368,705
Others:						
Amber Kasiwal	10,000	-	-	-	-	10,000
Krishan Gopal Reddy	13,000	-	-	-	-	13,000
Nakul Ashok Jain	7,000	-	-	-	-	7,000
Purushottam Lal Kejriwal	100,942	-	-	-	-	100,942
Tulsiram Kayal	11,512	-	-	-	-	11,512
Total (b) - Gross	142,454	-	-	-	-	142,454
Total (B) - Gross	511,159					511,159
Less: Impairment loss allowance	-	-	-	-	-	-
Total (B) - Net	511,159	-	-	-	-	511,159
(I) Loans in India						-
i) Public Sector	-	-	-	-	-	-
ii) Others	511,159	-	-	-	-	511,159
(II) Loans outside India						-
Total (C) - Gross	511,159	-	-	-	-	511,159
Less: Impairment loss allowance	-	-	-	-	-	-
Total (C) - Net	511,159	-	-	-	-	511,159

NOTE NO. "3" : Income Tax Assets (net)		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
(a) Advance Income Tax (2021-22)	-	1,130
(b) Advance Income Tax (2022-23)	1,705	-
Total Rupees :-	1,705	1,130

NOTE NO. "4" : Other Financial Assets		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
(a) Prepaid Expenses	-	115
Total Rupees :-	-	115
NOTE NO. "5" : Deferred tax assets		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Deferred Tax Asset/(Liabilities) in relation to		
Balance at the beginning of the year	314	139
Provision for employee benefits	325	144
Property, Plant & Equipment	70	31
Total Rupees :-	709	314
NOTE NO. "6" : Security Deposit		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Security Deposit (Electric)	-	369
Security Reliance Broad Band	-	25
Total Rupees :-	-	394

NOTE NO. "7" : Property, plant and equipment									
Particulars	Air Conditioner	Air Cooler	Cellphone	Computer	Vehicle	Inventor	PBX	Refrigerator	Total
Gross block- at cost									
As at March 31, 2021	1,012	1,085	2,893	2,582	9,033	153	175	142	17,075
Additions	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	9,033	-	-	-	9,033
As at March 31, 2022	1,012	1,085	2,893	2,582	-	153	175	142	8,042
Accumulated depreciation									
As at March 31, 2021	850	649	1,818	2,562	5,547	101	134	102	11,76

									3
Charge for the year	56	73	311	-	983	10	13	10	1,456
Disposals	-		-	-	6,530	-	-	-	6,530
Impairment	-		-	-	-	-	-	-	-
As at March 31, 2022	906	722	2,129	2,562	-	111	147	112	6,689
Net Block									
As at March 31, 2021	162	435	1,075	20	3,486	52	41	40	5,311
As at March 31, 2022	106	363	764	20	-	42	28	30	1,353

NOTE NO. "8" : Other non-financial assets		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Claim Receivable (S.K.P.)	6,165	6,165
CEO Nagar Nigam, Jaipur	-	500
Total Rupees :-	6,165	6,665
NOTE NO. "9" : Financial Liabilities		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Gratuity Payable	6,360	6,091
Divya Saxena	-	360
Sudhir Kumar Paraaasrampuria	-	6,165
Om P Agarwal & Associates	423	423
Total Rupees :-	6,783	13,039
NOTE NO. "10" : Non-Financial Liabilities		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Expenses Payable	102	103
TDS Payable	-	20
Total Rupees :-	102	123

NOTE NO. "11": Equity share capital	(Rupees in hundred)
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11.1 The reconciliation of equity shares outstanding at the beginning and at the end of the period			
	Particulars	As at	As at
		March 31, 2022	March 31, 2021
	Authorised Share Capital (5000000 Equity Shares of Rs.10/- each)	500000	500000
	Issued Subscribed and paidup Shares Capital (3974070 Equity Shares of Rs.10/- each fully paid)	397407	397407
	Add : Amount paidup on forfeited shares/less call in arrear	1554	1554
	TOTAL	398961	398961

11.2 Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of ` 10/- per share. All these shares have the same rights and preferences with respect to the payment of dividend, repayment of capital and voting.

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

11.3

a. Equity Share Capital

Equity shares of ` 10/- each issued, subscribed and fully paid		Number	Amount
As at March 31, 2021		3,974,070	397,407
Changes in equity share capital during the year		-	
As at March 31, 2022		3,974,070	397,407

b. Other Equity

Particulars	Reserves and Surplus				Other Comprehensive Income	TOTAL
	Statutory Reserve	Capital Reserve	General Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	
Balance as at March 31, 2021	-	19,246	-	99,412	-	118,658
Adjustment on account of impairment of investments in associates				-		-
Adjustment on account of taxes				126.00	-	126
Transfer to/from retained earnings	-	-	-	-	-	-
Profit for the year after income tax					-	

	-	-	-	(1,711)		(1,711)
Other Comprehensive Income (OCI) for the year before income tax	-	-	-	-	-	-
Income Tax on OCI	-	-	-	-	-	-
Balance as at March 31, 2022	-	19,246	-	97,827	-	117,073

11.4 Details of Equity shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Sudhir Kumar Parasrampur	221,323	5.57%	221,323	5.57%
Amber Mercantiles Ltd.	454,822	11.44%	454,822	11.44%
Magnanimous Trade & Finance Limited	1,348,500	33.93%	1,348,500	33.93%
Shashank Parasrampur	420,385	10.58%	420,385	10.58%

11.5 Details of shareholding of Promoters at the end of the year

Particulars	As at March 31, 2022		As at March 31, 2021		% change during the year
	No. of shares held	% holding in the class	No. of shares held	% holding in the class	
Sudhir Kumar Parasrampur	221,323	5.57%	221,323	5.57%	-
Shashank Parasrampur	420,385	10.58%	420,385	10.58%	-
Parwati Parasrampur	133,161	3.35%	138,161	3.48%	-0.13%
Amber Mercantiles Ltd.	454,822	11.44%	454,822	11.44%	-
Beopar Sahayak Pvt. Ltd.	76900	1.94%	76900	1.94%	-
Magnanimous Trade & Finance Limited	1,348,500	33.93%	1,348,500	33.93%	-

NOTE NO. "12": Other Equity		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Capital Reserve		

	Balance at the beginning of the year	19,246	19,246
	Additions during the year	-	-
	Balance at the end of the year	19,246	19,246
	Retained Earnings		
	Balance at the beginning of the year	99,412	98,810
	Adjustment on account of taxes	126	-
	Add: Profit /(Loss) for the period	(1,711)	602
	Balance at the end of the year	97,827	99,412
	Other Comprehensive Income		
	Balance at the beginning of the year	-	-
	Add: Addition during the year	-	-
	Balance at the end of the year	-	-
	Total	117,073	118,658
12.1	Nature and purpose of reserve		
	Retained earnings		
	This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.		

NOTE NO. "13" : Interest including other Income								
Particulars	Period ended March 31, 2022				Year ended March 31, 2021			
	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total
Interest on loans	-	20,738	-	20,738	-	20,187	-	20,187
Interest on Income Tax Refund	-	83	-	83	-	121	-	121
Excess Provision written back	-	257	-	257	-	-	-	-
Total Rupees :-	-	21,078	-	21,078	-	20,308	-	20,308

NOTE NO. "14" : Employee benefits expenses		
Particulars	Year ended	Year ended

NOTE NO. "17" : Income Tax		
The components of income tax expense for the year ended March 31, 2022 and March 31, 2021 are:		
Particulars	Year ended	Year ended
	March 31, 2022	March 31, 2021
Current tax (Provision)	(400)	(384)
Deferred tax relating to origination and reversal of temporary differences	395	175
Income tax expense reported in statement of profit and loss	(5)	(209)
Income tax recognised in other comprehensive income (OCI)		
Deferred tax related to items recognised in OCI during the period:		
~Fair value changes on equity instruments through other comprehensive income	-	-
Income tax charged to OCI	-	-
Reconciliation of the total tax charge:		
The tax charge shown in the Statement of Profit and Loss differ from the tax charge that would apply if all the profits had been charged at India corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2021 and March 31, 2020 are as follows:		
Particulars	Year ended	Year ended
	March 31, 2022	March 31, 2021
Accounting profit before tax	(1,706)	811.00
Add: Expenses disallowed in Income tax act	3,926	1,667.00
Less: Allowable Depreciation	205	988.00
Less: Unabsorbed Depreciation for A.Y. 2020-21	535	628.00
Less: Unabsorbed Business Loss for A.Y. 2020-21	-	862.00
Taxable Profit/(Loss)	1,480	-
India's statutory income tax rate	26.00%	26.00%
Income tax/ MAT	385	127
Income tax expense reported in the Statement of Profit and Loss	400	384
NOTE NO. "18" : Earnings per share		
Particulars	As at	As at
	March 31, 2022	March 31, 2021
Net profit attributable to ordinary equity holders	(1,706)	811
Weighted average number of equity shares for basic earnings per share	3,974,070	3,974,070
Effect of dilution:	-	-
Weighted average number of equity shares for diluted earnings per share	3,974,070	3,974,070
Earnings per share:		
~Basic earnings per share (Rs.)	(0.04)	0.02

~Diluted earnings per share (Rs.)	(0.04)	0.02
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Notes on accounts forming part of the Ind AS financial statements as at and for the year ended 31.03.2022

MACRO INTERNATIONAL LTD.

Annexure-1

SIGNIFICANT ACCOUNTING POLICIES (NOTES NO. 19)

(Annexed to and forming part of the financial Statements for the year ended 31st March,2022)

- **Corporate Information**

Macro International Limited (“the Company”) was incorporated as a public company limited by shares on August 3rd, 1993. The Registered Office of the Company is at Kalpana Plaza, 24/147 B, Birhana Road, Kanpur, Uttar Pradesh - 208001, India.

The equity shares of the Company are listed on BSE Limited from 24th November, 1994, delisted on 7th January, 2002 and again relisted on 14th May, 2012.

- **Basis of preparation of financial statements**

2.1. Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 (the ‘Act’) [Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time)]. These financial statements may require further adjustments, if any, necessitated by the guidelines / clarifications / directions issued in future by RBI, Ministry of Corporate Affairs, or other regulators, which will be implemented as and when the same are issued and made applicable.

2.2. Basis of measurement

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

- i. fair value through other comprehensive income (FVOCI) instruments,
- ii. financial assets and liabilities designated at fair value through profit or loss (FVTPL)

- The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis.

- **Functional and presentation currency**

The financial statements are presented in Indian Rupees (INR) which is also its functional currency and all values are rounded to the nearest hundreds, except when otherwise indicated.

3. Significant accounting policies

- **Recognition of interest income**

The Company recognises interest income by applying the effective interest rate (EIR) to the gross carrying amount of a financial asset and as per year to year financial contracts as agreed by the management.

3.3. Financial instruments

A. Financial Assets

3.3.1. Initial recognition and measurement

All financial assets are recognised initially at fair value when the parties become party to the contractual provisions of the financial asset. In case of financial assets which are not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial assets, are adjusted to the fair value on initial recognition.

3.3.2. Subsequent measurement

The Company classifies its financial assets into various measurement categories. The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets.

a. Financial assets measured at amortised cost

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

b. Financial assets measured at fair value through other comprehensive income (FVOCI)

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

c. Financial assets measured at fair value through profit or loss (FVTPL)

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

B. Financial liabilities

3.3.3. Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

3.3.4. Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

3.4. Derecognition of financial assets and liabilities

3.4.1. Financial Asset

The Company derecognizes a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows from the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

3.4.2. Financial Liability

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where 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 de-recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

3.5. Offsetting

Financial assets and financial liabilities are generally reported gross in the balance sheet. Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the Company has a legal right to offset the amounts and intends to settle on a net basis or to realise the asset and settle the liability simultaneously in all the following circumstances:

- a. The normal course of business
- b. The event of default
- c. The event of insolvency or bankruptcy of the Company and/or its counterparties

3.6. Impairment of financial assets

In accordance with Ind-AS 109, the Company uses 'Expected Credit Loss' model (ECL), for evaluating impairment of financial assets other than those measured at Fair value through profit and loss.

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour.

3.6.1. Write-off policy

The company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

3.7. Cash and cash equivalents

Cash and cash equivalents comprise of cash at banks deposits within value.

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

3.8. Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

3.8.1. Depreciation

Depreciation on Property, Plant and Equipment is calculated using straight line method to write down the cost of property and equipment to their residual values over their estimated useful lives which are in line with the estimated useful life as specified in Schedule II of the Companies Act, 2013.

The estimated useful lives are as follows:

Particulars	Useful life
Furniture and fixture	10 years

Office equipment	15 years
Computer	3 years
Vehicles	15 years
Plant & Machinery	15 years

The company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till date of sale. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal are determined by comparing proceeds with carrying amount and are recognised in the statement of profit and loss.

3.9. Impairment of non-financial assets: Property, Plant and Equipment

The Company assesses, at each reporting date, whether there is any indication that any property, Plant and Equipment or group of assets called Cash Generating Units (CGU) maybe impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount to determine the extent of impairment, if any.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, inappropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.10. Investment Property

An investment property is accounted for in accordance with cost model. Depreciation on Property, Plant and Equipment is provided in accordance with the provisions of Schedule II of the Companies Act, 2013.

3.11. Borrowing Costs

Borrowing Costs, which are directly attributable to the acquisition / construction of fixed assets, till the time such assets are ready for intended use, are capitalised as part of the cost of the assets. Other borrowing costs are recognised as an expense in the year in which they are incurred. Brokerage costs directly attributable to a borrowing are expensed over the tenure of the borrowing.

3.12. Provisions, contingent liabilities and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognised but are disclosed in the notes to the Standalone Ind-AS financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognised nor disclosed in the Standalone Ind-AS financial statements.

3.13. Employee Benefits Expenses

3.13.1. Short Term Employee Benefits

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

3.13.2. Post-Employment Benefits

A. Defined Benefit schemes

Leave Encashment

The company has not provided leave encashment as the employees are not entitled for that due to avilment of leaves & there are no pending dues in this account.

Provident Fund

The company has not provided the provident Fund & ESI as the company is not covered under E.P.F. & ESI Act.

Gratuity

The Company provides for gratuity covering eligible employees under which a lump sum payment is paid to vested employees at retirement, death, incapacitation or termination of employment, of an amount reckoned on the respective employee's salary and his tenor of employment with the Company.

The provision of gratuity is being made on the basis of 15 days salary of completed years of service of employees. The management does not see any need of actuarial valuation of the same as the numbers of employees are very few.

3.14. Taxes

Income tax expense represents the sum of current tax and deferred tax.

3.14.1 Current Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognised when there is convincing evidence that the same can be realised in future.

3.14.2 Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely that not that sufficient and suitable taxable profit will be available in the future against which the temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits. Recognition therefore involves judgement regarding the future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised.

3.15. Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind-AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the diluted earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

3.16. Cash-flow statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

4. Significant accounting judgements, estimates and assumptions

The preparation of standalone financial statements in conformity with the Ind-AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an on-going basis.

Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

4.1. Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

4.2. Effective Interest Rate (EIR) method

The Company's EIR methodology, recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, probable fluctuations in collateral value as well as expected changes to India's base rate and other fee income/expense that are integral parts of the instrument

4.3. Impairment of financial assets using expected credit loss method

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

4.4. Fair value measurement:

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

4.5. Other estimates:

These include contingent liabilities, useful lives of tangible and intangible assets etc.

(Note No. 20)

Fair Value Measurement

a) Fair Value Hierarchy

The Company determines fair value of its financial instruments according to following hierarchy:

Level 1: Category includes financial assets and liabilities that are measured in whole or significant part by reference to published quotes in an active market

Level 2: Category includes financial assets and liabilities that are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions. Company's investment in units of AIF funds fall under this category.

Level 3: Category includes financials assets and liabilities that are measured using valuation techniques based on non- market observable inputs. This means that fair value is determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

An explanation of each level follows underneath the table:

As at March 31, 2022 (Rupees in hundreds)

Financial assets & liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Cost	Total
Financial assets						
Financial assets at FVTPL	-	-	-	-	-	-
Financial assets at FVOCI	-	-	-	-	-	-
Financial assets at Amortised Cost						
Cash & cash equivalents	-	-	-	1,828	-	1,828
Loans	-	-	-	5,11,159	-	5,11,159
Other Financial Assets	-	-	-	1,705	-	-
Investments	-	-	-	-	-	-
Total financial assets	-	-	-	5,14,692	-	5,14,692
Financial liabilities						
Financial liabilities at FVTPL	-	-	-	-	-	-
Financial liabilities at Amortised Cost	-	-	-	-	-	-
Other Financial Liabilities	-	-	-	6,782	-	6,782
Total financial liabilities	-	-	-	6,782	-	6,782

As at March 31, 2021 (Rupees in hundreds)

Financial assets & liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Cost	Total
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Financial assets						
Financial assets at FVTPL	-	-	-	-	-	-
Financial assets at FVOCI	-	-	-	-	-	-
Financial assets at Amortised Cost	-	-	-	-	-	-
Cash & cash equivalents	-	-	-	3,129	-	3,129
Loans	-	-	-	5,13,723	-	5,13,723
Other Financial Assets	-	-	-	1,245	-	1,245
Investments	-	-	-	-	-	-
Total financial assets	-	-	-	5,18,097	-	5,18,097
Financial liabilities						
Financial liabilities at FVTPL	-	-	-	-	-	-
Financial liabilities at Amortised Cost	-	-	-	-	-	-
Other Financial Liabilities	-	-	-	13,039	-	13,039
Total financial liabilities	-	-	-	13,039	-	13,039

Note No. 21. RATIOS					
The ratios for the year ended March 31,2022 and March 31, 2021 are as follows:					
Particular	Numerator	Denominator	As at March 31,		Variance
			2022	2021	(in%)
Current ratio	Current asset	Current Liability	1.41	0.84	68%
Debt equity ratio	Total debt	Shareholder's equity	0.0125	0.0120	4.4954%
Debt service coverage ratio	Earnings available for debt service	Debt service	-	-	-

Return on equity	Net profits after taxes	Average Shareholder's equity	0.0023%	0.0012%	91.667%
Inventory turnover ratio	Cost of goods sold	Average inventory	-	-	-
Trade receivable turnover ratio	Revenue	Average trade receivable	-	-	-
Trade payable turnover ratio	Purchase of services and other expenses	Average trade payable	-	-	-
Net capital turnover ratio	Revenue	Working Capital	7.490	-9.560	-178.35%
Net profit ratio	Netprofit	Revenue	-8.118%	2.97%	-373.34%
Return on capital employed	Earning before interest and taxes	Capital employed	-0.050%	0.460%	- 110.870%
Return on investment					
Unquoted	Income generated from investments	Time weighted average Investment	-	-	-
Quoted	Income generated from investments	Time weighted average Investment	-	-	-

Notes No.22. (RELATED PARTY TRANSACTION): - In accordance with accounting standard 18, the disclosures required are given below. Names of related party, description of relationship and amount: -

		CURRENT YEAR	PREVIOUS YEAR
a)	Rent to Sudhir Kumar Parasrampurua H.U.F.	Rs. 540	Rs. 540
b)	Rent to Amber Mercantiles Ltd.	Rs. 120	Rs. 142

(In which Mr. Sudhir Kumar Parasrampurua, M.D. & Smt. Parwati Parasrampurua, Director are Directors) Advance of Rs. 51372 given to Bhuramal Durgi Devi Parasrampurua Public Charitable Trust (Associateconcern) in earlier years and received back Rs. 169973 and further advance given Rs. 7150 during the year & Interest of Rs. 19783 earned on the same on which TDS was Rs. 1978 deducted, closing balance of loan is Rs.368705.

(Mr. Sudhir Kumar Parasrampurua (M.D) & his wife Mrs. Parwati Parasrampurua, (Director) are Trustees of the Trust)

Notes No.23. (EMPLOYEE BENEFIT (ACCOUNTING STANDARD 15))

- a. The company has not provided leave encashment as the employees are not entitled for that due to ailment of leaves & there is no dues in this account.
- b. The provision of gratuity is being made as 15 days' salary of completed years of service of employees. The gratuity provided during the year is Rs. 268. The total provision of gratuity amounts to Rs. 6359. The management does not see any need of actuarial valuation of the same as the number of employees are very few.
- c. The company has not provided the provident Fund & ESI as the company is not covered under E.P.F. & ESI Act.

Notes No.24. (IMPAIRMENT OF ASSETS):The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/ external factors. An asset is impaired when the carrying amount of the assets exceeds the recoverable amount. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

Note No. 25. Payment against supplies from small scale and ancillary undertaking are made in accordance with agreed credit terms and to the extent as ascertained from available information, there was no amount overdue as at March 31, 2022.

Note No. 26. There has been no significant impact on the operations and financial position of the Company and recoverability of its assets comprising property, plant and equipment, investments and trade receivables on account of outbreak of the COVID-19 pandemic and the consequential lockdown restriction imposed by the Government. Although, the situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic which may be different from that estimated as at the date of approval of the financial results.

Note No. 27. There are no earnings or expenditure or imports or remittance in foreign currency during the year ending March 31, 2022 and March 31, 2021.

Note No. 28.In respect of amounts as mentioned under Section 125 of the Companies Act, 2013, there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2022 and March 31, 2021.

Note No. 29.The Company has not entered into any derivative instrument during the year. The Company does not have any foreign currency exposures towards receivables, payables or any other derivative instrument that have not been hedged.

Note No. 30.There are no title deeds of immovable property not held in the name of company.

Note No. 31.Capital Work in Progress (CWIP)

There is no capital work in progress in the company during the year ending March 31, 2022 and March 31, 2021.

Note No. 32. Intangible assets under development

There are no intangible assets under development in the company during the year ending March 31, 2022 and March 31, 2021.

Note No. 33. In the opinion of the Board of Directors, all current assets and long-term loans & advances, appearing in the balance sheet as at March 31, 2022 and March 31, 2021, have a value on realization, in the ordinary course of the Company's business, at least equal to the amount at which they are stated in the financial statements and hence no provision is required to be made against the recoverability of these balances.

Note No. 34. The Company does not have any borrowings from banks or financial institutions during the year ending March 31, 2022 and March 31, 2021.

Note No. 35. Relationship with Struck off Companies

The company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ending March 31, 2022 and March 31, 2021 and there are no balances outstanding with these companies at the end of both years.

Note No. 36. Registration of charges or satisfaction with Registrar of Companies

There is no any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period at March 31, 2022 and March 31, 2021.

Note No. 37. Compliance with number of layers of companies

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 during the year ending on March 31, 2022 and March 31, 2021.

Note No. 38. Compliance with approved Scheme(s) of Arrangements

No scheme of arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

Note No. 39. Utilization of Borrowed funds and share premium

- a. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- b. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note No. 40. There is not any transaction which had not been recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

Note No. 41. The company has not covered under section 135 related to Corporate Social Responsibility of the Companies Act, 2013.

Note No. 42. The company does not have any dues of micro, small and medium enterprises as at March 31, 2022 as per provision of the Section 16 of the Micro, Small and Medium Enterprises Act, 2006.

Note No. 43. Previous year figures have been regrouped and /or rearranged wherever found necessary.

Note No. 44. DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The company has not traded or invested in Crypto currency or Virtual currency during the financial years ended March 31, 2022 and March 31, 2021.

Note No. 45. DETAILS OF BENAMI PROPERTY HELD

No proceedings have been initiated or pending against the Company for holding and Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder in the financial years ended March 31, 2022 and March 31, 2021.

Note No. 46. WILFUL DEFAULTER

The Company has not been declared as a willful defaulter by any bank or financial institution or other lender in the financial years ended March 31, 2022 and March 31, 2021.

**As per our report of even date attached
For Om P. Agarwal & Associates
(CHARTERED ACCOUNTANTS)
FRN No. 006948C**

For & on behalf of the Board of Directors

**Sd/-
Om Prakash Agarwal
(Proprietor)
M. No. 017821
UDIN: 22017821AJWENJ8853**

**Sd/-
S.K. Parasrampur
(Managing Director)
DIN: 00358982**

**Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065**

**PLACE: Kanpur
DATE: 30.05.2022**

**Sd/-
Rakesh Panwar
Company Secretary**

**Sd/-
Sanjay Sharma
CFO**

MACRO INTERNATIONAL
LIMITED

NOTICE
OF 29th

ANNUAL
GENERAL
MEETING



MACRO INTERNATIONAL LIMITED

Registered Office: 'Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur-208001 (U.P.)

[CIN- L74120UP1993PLC015605]

Tel: (0141) 2373164; Fax: (0141) 2379344 Email: miel1@rediffmail.com; website: www.mil.co.in

NOTICE

NOTICE is hereby given that the Twenty-Ninth Annual General Meeting of the Members of **MACRO INTERNATIONAL LIMITED** will be held on Friday, the 30th September, 2022 at 11.00 A.M. at the Registered Office of the Company at 'Plaza Kalpana' Ground Floor, 24/147, Birhana Road, Kanpur-208001 (U.P.) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2022, including the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Parwati Parasrampuria (DIN: 00359065) who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint M/s Sathuluri & Co, Chartered Accountants (FRN:006383S) as Statutory Auditor of the company for a term of 5 years.

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

"RESOLVED THAT pursuant to Section 139 of Companies Act, 2013 and other applicable provisions of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules (including any statutory modification(s) or re-enactment thereof for the time being in force) consent of the members of the company be and are hereby accorded for Appointment of M/s Sathuluri & Co, Chartered Accountants (FRN:006383S) as Statutory Auditors of the Company to hold office from the conclusion of this 29th Annual General Meeting till the conclusion of 34th Annual General Meeting of the company to be held for the financial year ended on 31st March 2027 at a remuneration to be fixed by the Board of Directors of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution."

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SPECIAL BUSINESS:

4. To re-appoint Mr. Sudhir Kumar Parasrampuria (DIN: 00358982) as Managing Director of the company for a period of 2 year.

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 196, 197 and 203 read with schedule V and other applicable provisions, if any of the Companies act 2013, The companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being enforce) consent of the members of the company be and are hereby accorded for Re-appointment of Mr. Sudhir Kumar Parasrampuria (DIN: 00358982) as Managing Director of the Company for a term of two years on such terms and conditions as decided by the board.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution."

5. To appoint Mr. Sudheer Karna Kankanala (DIN: 07591466) as Whole time Director of the company for a period of 5 years.

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 196, 197 and 203 read with schedule V and other applicable provisions, if any of the Companies act 2013, The companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being enforce) consent of the members of the company be and are hereby accorded for Appointment of Mr. Sudheer Karna Kankanala (DIN: 07591466) as Whole time Director of the Company for a term of five years with effect from 30.09.2022 on such terms and conditions as decided by the board.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution."

6. To Confirm Ms. Hemachakrapani Bangaraiahgari (DIN: 09718099) as Independent Director of the company.

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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, 152 and other applicable provisions, if any of the Companies act 2013, The companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being enforce) consent of the members of the company be and are hereby accorded for Confirmation of Ms. Hemachakrapani Bangaraiahgari (DIN: 09718099) as Independent Director of the Company for a term of five years on such terms and conditions as decided by the board.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

7. To Confirm Mr. Birendrakumar Sahoo (DIN: 06737993) as 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, 152 and other applicable provisions, if any of the Companies act 2013, The companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being enforce) consent of the members of the company be and are hereby accorded for Confirmation of Mr. Birendrakumar Sahoo (DIN: 06737993) as Independent Director of the Company for a term of five years on such terms and conditions as decided by the board.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

8. To Confirm Ms. Ravikanti Shailaja (DIN: 07629653) as Non Executive 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 Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Ms. Ravikanti Shailaja (DIN: 07629653), who was appointed as an Additional Director of the Company with effective from 08/09/2022 by the Board of Directors under Section 161 (1) of the

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Companies Act, 2013 and who holds office only up to the date of this Annual General Meeting be and is hereby appointed as Non Executive Director of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

9. To shift the registered office of the company outside the state.

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 section 13 read with section 12(4) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and subject to the confirmation of the National Company Law Tribunal/Central Government, the consent of the members of the Company be and is hereby accorded to shift the registered office of the Company from the state of Uttar Pradesh to the state of Telangana.”

“RESOLVED FURTHER THAT the Clause No. II of the Memorandum of Association of the Company be and is hereby substituted by the following:

II. The Registered Office of the Company will be situated in the State of Telangana.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised severally to sign the petition, application, affidavits and such other documents as may be necessary in relation and to file a petition before the National Company Law Tribunal/Central Government for and on behalf of the Company.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby severally authorised to submit Memorandum of Appearance and to appear and represent the Company before the National Company Law Tribunal/Central Government in the matter of the petition u/s 13(4) of the Companies Act, 2013 to be filed with the Bench for their confirmation to the proposed alteration of the situation Clause of the Memorandum of Association and be and are hereby authorised to make such statements, furnish such information and do such things as may be necessary in relation to the said petition.”

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“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Directors of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable for and on behalf of the Company”.

By Order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605

Date: 08-09-2022
Place: Kanpur

Sd/-
Sudhir Kumar Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.

A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to remote e-voting are given in this Notice under Note No. 16.
3. Corporate Members intending to depute their Authorised Representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days during the business hours upto the date of the Meeting.
7. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive).
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or its Registrar and Transfer Agents, Beetal Financial & Computer Services Private Limited (hereinafter referred to as "RTA")
9. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, the Company is required to obtain the copy of PAN Card and Bank details from all the Shareholders holding shares in physical form. Members are requested to get their details updated by sending the below-mentioned documents along-with a duly signed request letter to RTA:
 - a) Self-attested copy of PAN Card of all the holders;

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- b) Original cancelled cheque leaf with name of member printed on it (if name is not printed, a copy of Bank Passbook/ Statement bearing name, duly attested by the Bank) and;
 - c) Self-attested copy of address proof (viz. aadhaar, voter-id, passport, driving license, any utility bill not older than 3 months).
10. SEBI vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 has come out with SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 (effective date of implementation is 5th December, 2018), wherein it has mandated that the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository except in the cases of transmission or transposition of securities. In view of above amended Regulations, Members are requested to get their shares dematerialised at the earliest to avoid any inconvenience.
11. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
12. Members holding shares in single name and physical form are advised to make nomination in respect of their Shareholding in the Company. The nomination form can be obtained from the Company / RTA.
13. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to RTA for consolidation into a single folio.
14. The Shareholders who wish to make nomination may send their application in prescribed Form No. SH-13 [under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014 which can be obtained from the Company / RTA.
15. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
16. Information and other instructions relating to remote e-voting are as under:
- (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
 - (ii) The poll shall be conducted at the Meeting and Members attending the Meeting who have not cast their vote by remote e-voting shall be eligible to vote at the Meeting.
 - (iii) The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

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(iv) The Company has engaged the Services of Central Depository Services Ltd ("CDSL") as the Agency to provide e-voting facility.

(v) The Board of Directors of the Company has appointed Shri Mahendra Prakash Khandelwal, Practicing Company Secretary Membership No. 6266 as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

(vi) Voting rights shall be reckoned on the Paid-up value of Shares registered in the name of the Member / Beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23rd September, 2022.

(vii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, i.e. 23rd September, 2022 only shall be entitled to avail the facility of remote e-voting.

(viii) Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding Shares as on the cut-off date i.e. 23rd September, 2022 may obtain the User ID and Password for remote e-voting by sending a request at helpdesk.evoting@cdslindia.com or at miel1@rediffmail.com.

(ix) The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Tuesday, 27 th September, 2022, 10.00 A.M. IST
End of remote e-voting	Thursday, 29 th September, 2022, 05.00 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 i.e. 23rd September, 2022, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL after voting period ends.

(x) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than forty eight hours of conclusion of the Meeting, make a scrutinizer's report and submit the same to the Chairman. The results declared along with the scrutinizer's report shall be placed on the website of CDSL: <https://www.cdslindia.com>. The results shall simultaneously be communicated to the Stock Exchange.

(xi) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 30th September, 2022.

(xii) Instructions and other information relating to remote e-voting:

(a) The shareholders should log on to the e-voting website www.evotingindia.com.

(b) Click on the "shareholders" tab.

(c) Now Enter your User ID

- For CDSL: 16 digits beneficiary ID;

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- For NSDL: 8 Character DP ID followed by 8 Digits Client ID;

- Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (d) Next enter the Image Verification as displayed and Click on Login.
- (e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (f) If you are a first time user follow the steps given below:

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

- (g) After entering these details appropriately, click on "SUBMIT" tab.
- (h) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (i) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (j) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

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- (k) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (m) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (o) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (p) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (q) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (r) **Note for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; co@mtfl.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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- (s) In case you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- (t) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.
- (u) Since the Company is required to provide Members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2022 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- (xiii) The voting rights of Shareholders shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company as on 23rd September, 2022.
- (ivx) The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers' Report shall be placed on the website of CDSL and communicated to the BSE Ltd. within the prescribed period.
17. Route map to the Annual General Meeting venue is annexed with the Annual Report.
18. As required under Listing Regulations and Secretarial Standards on General Meetings (SS-2), the relevant details in respect of Director seeking re-appointment under Item No. 2, 4, 5, 6, 7 & 8 of this Notice is given below.

By Order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605

Date: 08-09-2022

Place: Kanpur

Sd/-
Sudhir Kumar Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013:

Item No. 03

The Board, has proposed the appointment of M/s Sathuluri & Co, Chartered Accountants (FRN:006383S) as Statutory Auditors of the company for a further period of five years.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to M/s Sathuluri & Co, Chartered Accountants (FRN:006383S) as Statutory Auditors, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 04

Mr. Sudhir Kumar Parasrampururia (DIN: 00358982) was appointed as the Managing Director of the company for a period of three years., The present term of Mr. Sudhir Kumar Parasrampururia is ended.

The Board, in its meeting held on 08/09/2022, has approved the re - appointment of Mr. Sudhir Kumar Parasrampururia as the Managing Director of the company for a further period of two years. The Board has taken the decision of said re - appointment based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mr. Sudhir Kumar Parasrampururia is not disqualified from being re - appointed as Managing Director in terms of Section 196 of the Companies Act, 2013. He has communicated his willingness to be re - appointed and has given his consent to act as Managing Director of the company. He satisfies all the conditions as set out in Section 196 (3) of the said Act and Part - I of Schedule V thereof and hence, is eligible for re - appointment.

A brief profile of Mr. Sudhir Kumar Parasrampururia is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the re - appointment of and remuneration payable to Mr. Sudhir Kumar Parasrampururia as a Managing Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 05

The Board, in its meeting held on 08/09/2022, has approved the appointment of Mr. Sudheer Karna Kankanala (DIN: 07591466) as Whole Time Director of the company for a period of five years. The Board has taken the decision of said appointment based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Sudheer Karna Kankanala is not disqualified from being appointed as Whole Time Director in terms of Section 196 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as Whole Time Director of the company. He satisfies all the conditions as set out in Section 196 (3) of the said Act and Part - I of Schedule V thereof and hence, is eligible for appointment.

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A brief profile of Mr. Sudheer Karna Kankanala is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. Sudheer Karna Kankanala as Whole Time Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 06

Ms. Hemachakrapani Bangaraiahgari (DIN: 09718099) was appointed as additional director of the company in the board meeting held on 08/09/2022, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Ms. Hemachakrapani Bangaraiahgari (DIN: 09718099) as Independent Director of the company for a period of five years. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Ms. Hemachakrapani Bangaraiahgari is not disqualified from being appointed as Independent Director in terms of Section 164 of the Companies Act, 2013. She has communicated her willingness to be appointed and has given her consent to act as Independent Director of the company. She satisfies all the conditions as set out in Section 149 of the said Act.

A brief profile of Ms. Hemachakrapani Bangaraiahgari is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Ms. Hemachakrapani Bangaraiahgari as Independent Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 07

Mr. Birendrakumar Sahoo (DIN: 06737993) was appointed as additional director of the company in the board meeting held on 08/09/2022, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Mr. Birendrakumar Sahoo as Independent Director of the company for a period of five years. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mr. Birendrakumar Sahoo is not disqualified from being appointed as Independent Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as Independent Director of the company. He satisfies all the conditions as set out in Section 149 of the said Act.

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A brief profile of Mr. Birendrakumar Sahoo is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. Birendrakumar Sahoo as Independent Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 08

Ms. Ravikanti Shailaja (DIN: 07629653) was appointed as additional director of the company in the board meeting held on 08/09/2022, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Ms. Ravikanti Shailaja as Non Executive Director of the company. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Ms. Ravikanti Shailaja is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. She has communicated her willingness to be appointed and has given her consent to act as Director of the company.

A brief profile of Ms. Ravikanti Shailaja is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Ms. Ravikanti Shailaja as Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

Item No. 09

The Registered Office of the company is currently situated at Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur UP 208001, wherein the day to day operations of the company is carried on: In order to exercise better. administrative and to streamline its operations as well as the management of affairs, the Board of Directors of the company in its meeting held on 08/09/2022 has recommended shifting of the Registered office from Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur UP to 602, 6th Floor, Babukhan Estate, Basheer Bagh, Hyderabad Telangana.

Since, most of the business of the company is now happening in the State of Telangana and large number of operations is being carried from there, the Board of Directors are suggesting such shifting. The Board believes that this change would be in the best interest of the company and will not be detrimental to any of its stakeholders.

The shifting of the Registered Office from one State to another and alteration of Clause II of the Memorandum of Association (" the MOA ") of the company requires the approval of the members of the

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company by means of a Special Resolution, in terms of the provisions of Sections 12, 13 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder.

None of the directors of the company is concerned or interested in the proposed resolution.

By Order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605

Date: 08-09-2022
Place: Kanpur

Sd/-
Sudhir Kumar Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

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Additional Information on Directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Mrs. Parwati Parasrampuria
DIN	00359065
Date of Birth	20 th September, 1954
Date of Appointment on Board	03/08/1993
Qualifications	M.A.
Experience and Expertise in specific functional area	45 years in Business Management
Chairman/ Director of other Companies (excluding foreign Companies)	Amber Mercantiles Limited; Magnanimous Trade & Finance Ltd; Beopar Sahayak Private Limited Radha Roller Floor Mills Private Limited
Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	Wife of Mr. Sudhir Kumar Parasrampuria Director of the Company
No. of Board Meetings attended during the Financial year 2020-21	5(Five)

Particulars	Mr. Sudhir Kumar Parasrampuria
DIN	00358982
Date of Birth	11 th September, 1953
Date of Appointment on Board	03/08/1993
Qualifications	B.Com
Experience and Expertise in specific functional area	44 years in Business Management
Chairman/ Director of other Companies (excluding foreign Companies)	Amber Mercantiles Limited; Magnanimous Trade & Finance Ltd ; Beopar Sahayak Private Limited Radha Roller Floor Mills Private Limited

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Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	Husband of Smt. Parwati Parasrampurua, Managing Director of the Company
No. of Board Meetings attended during the Financial year 2020-21	5(Five)

Particulars	Mr. Sudheer Karna Kankanala
DIN	07591466
Date of Birth	20/11/1981
Date of Appointment on Board	08/09/2022
Qualifications	M.Sc. in Applied Polymer Science
Experience and Expertise in specific functional area	Client Management and Product research Consulting skills and proficiency in enhancing protocols
Chairman/ Director of other Companies (excluding foreign Companies)	ALSYS RESEARCH LLP PHARMTECH SOLUTIONS PRIVATE LIMITED ZEUGEN TECHNOLOGIES PRIVATE LIMITED SCHON LABS PRIVATE LIMITED
Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	No

Particulars	Ms. Hemachakrapani Bangaraiahgari
DIN	09718099
Date of Birth	12/06/1980
Date of Appointment on Board	08/09/2022
Qualifications	MBBS, DDVL, PGDC

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Experience and Expertise in specific functional area	Consultant Dermatologist and Cosmetologist
Chairman/ Director of other Companies (excluding foreign Companies)	Nil
Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	No

Particulars	Mr. Birendrakumar Sahoo
DIN	06737993
Date of Birth	20/12/1963
Date of Appointment on Board	08/09/2022
Qualifications	P.G. in Medicine
Experience and Expertise in specific functional area	Translational medical research
Chairman/ Director of other Companies (excluding foreign Companies)	ANAND LIFE SCIENCES LLP UNIPLY INDUSTRIES LIMITED UNIPLY DECOR LIMITED MANOHARAMMA HOTEL INVESTMENTS PRIVATE LIMITED HILTEREN MINERALS PRIVATE LIMITED BRAINBANK PROJECTS PRIVATE LIMITED ANANDRAM DEVELOPERS PRIVATE LIMITED SKILLEXCEL EDUCATION PRIVATE LIMITED
Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	No

Particulars	Ms. Ravikanti Shailaja
DIN	07629653
Date of Birth	21/12/1966

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Date of Appointment on Board	08/09/2022
Qualifications	MBA
Experience and Expertise in specific functional area	9 years in Hospital Administration
Chairman/ Director of other Companies (excluding foreign Companies)	VEDINDRA HOME FOR YOU PROJECTS PRIVATE LIMITED
Shareholding in Macro International Limited	Nil
Relationship with other Directors / KMPs	No

By Order of the Board
For MACRO INTERNATIONAL LIMITED
CIN: L74120UP1993PLC015605

Date: 08-09-2022
Place: Kanpur

Sd/-
Sudhir Kumar Parasrampur
(Managing Director)
DIN: 00358982

Sd/-
Parwati Parasrampur
(Director)
DIN: 00359065

MACRO INTERNATIONAL LIMITED

Registered Office: 'Plaza Kalpana', Ground Floor, 24/147, Birhana Road, Kanpur-208001 (U.P.)
[CIN- L74120UP1993PLC015605]

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ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the venue of the Meeting

<i>Folio No.</i>	
<i>No. of Shares</i>	

NAME AND ADDRESS OF THE SHAREHOLDER: _____

I hereby record my presence at the 29th Annual General Meeting of 'MACRO INTERNATIONAL LIMITED' held on Friday, the 30th September, 2022 at 11.00 A.M. at the Registered Office of the Company at Plaza Kalpana' Ground Floor, 24/147, Birhana Road, Kanpur-208001 (U.P.)

Signature of the Shareholder(s) / Proxy

...

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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

<i>Name of the Shareholder(s)</i>		E-mail id	
<i>Registered Address</i>		Folio No.	

I/We, being the Shareholder(s) of _____ Shares of 'MACRO INTERNATIONAL LIMITED, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Friday, the 30th September, 2022 at 11.00 A.M. at the Registered Office of the Company at Plaza Kalpana' Ground Floor, 24/147, Birhana Road, Kanpur-208001 (U.P.) and at any adjournment thereof in respect of resolutions as indicated below:

Sr. No.	ORDINARY BUSINESS	For*	Against*
1.	Ordinary Resolution for adoption of Audited Financial Statements of the Company for the year ended 31st March, 2022, including the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.		
2.	Ordinary Resolution for Re-appointment of Parwati Parasrampurua (DIN: 00359065) as Director who retires by rotation.		
3.	Ordinary Resolution for appointment of M/s Sathuluri & Co, Chartered Accountants (FRN:006383S) as Statutory Auditor of the company for a term of 5 years.		
4.	Ordinary Resolution for re-appointment of Mr. Sudhir Kumar Parasrampurua (DIN: 00358982) as Managing Director of the company for a period of 2 year.		
5.	Ordinary Resolution for appointment of Mr. Sudheer Karna Kankanala (DIN: 07591466) as Whole time Director of the company for a period of 5 years.		

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6.	Ordinary Resolution for Confirmation of Ms. Hemachakrapani Bangaraiahgari (DIN: 09718099) as Independent Director of the company.		
7.	Ordinary Resolution for Confirmation of Mr. Birendrakumar Sahoo (DIN: 06737993) as Independent Director of the company.		
8.	Ordinary Resolution for Confirmation of Ms. Ravikanti Shailaja (DIN: 07629653) as Non Executive Director of the company.		
9.	Special Resolution for shift the registered office of the company outside the state.		

Signed this.....day of.....2022

Affix Re.1
Revenue
Stamp

Signature of First Shareholder Signature of Second Shareholder Signature of Third Shareholder

Signature of First Proxy Holder Signature of Second Proxy Holder Signature of Third Proxy Holder

Note :

1. *Please put a 'X' in the Box in the appropriate column, If you leave 'For' or 'Against' column blank in respect of any or all of the resolutions, your proxy will be entitled to vote in the matter as he/she thinks appropriate.
2. This Form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. A Proxy need not be a Shareholder of the Company.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he/ she so wishes.
5. A person can act as a proxy on behalf of shareholders not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A shareholder holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
6. In the case of joint holders, the signatures of anyone holder will be sufficient, but names of all the joint holders should be stated.

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ROUTE MAP

