

REGENT ENTERPRISES LIMITED

Regd. Office:-E-205 (LGF), Greater Kailash II, New Delhi-110048
Telephone no. 011-24338696 +91 9910303928, CIN-L15500DL1994PLC153183
Email: legal@regententerprises.in, Website: www.regententerprises.in

June 27, 2022

To,
Corporate Relationship Deptt.,
Bombay Stock Exchange Limited
1ST Floor New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, **Mumbai-400 001.**
Ph. - 022-22728995

Sub: Annual Report for the Financial Year 2021-22.

Scrip Code: 512624/ REGENTRP.

Dear Sir

This has in reference to regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report for the financial year 2021-22.

The Annual Report 2021-22 along with the Notice of the 28th Annual General Meeting is being sent today to all those Members of the Company whose email address is registered with the Company and Registrar and Share Transfer Agent of the company in compliance with the relevant circulars/regulations,


The said Annual Report 2021-22 is also available on the website of the Company i.e. www.regententerprises.in.

This is for your kind information and record please.

Thanking You.

Yours faithfully,

For **Regent Enterprises Limited**


Mamta Sharma

Company Secretary & Compliance Officer





REGENT
ENTERPRISES LTD.

ANNUAL REPORT
2021-22

**PROVIDING THE
HIGH QUALITY OF
EDIBLE OILS**



Index

Particulars	Page Nos.
Company' Directory	1
Directors' Report	2
Annexures to the Director's Report	
-Management Discussion and Analysis Report	9
-Secretarial Audit Report	11
-Compliance Report on Corporate Governance Part-I	15
-Compliance Report on Corporate Governance Part-II	33
-Details of Remunerations under section 197 of Companies Act, 2013	34
-Details of Conservation of Energy, Technology Absorption and Foreign Exchange Earning & Outgo	35
Auditor's Report	36
Balance Sheet	45
Statement of Profit & Loss Account	46
Cash Flow Statement	47
Changes in Equity	48
Notes Forming part of Financial Statements	49

Company's Directory

- 1. Board of Directors**

Mr. Vikas Kumar (Whole Time Director)
Mrs. Veenu Jain (Independent Woman Director)
Mr. Neeraj Singh (Independent Director)
Mr. Sachin Jain (Non- Executive Director)
- 2. Chief Financial Officer**

Mr. Ameet M Ganatra
- 3. Company Secretary & Compliance Officer**

Mrs. Mamta Sharma since 17.12.2021
- 4. Statutory Auditors**

M/s. Pipara & Co. LLP,
Chartered Accountants
Pipara Corporate House
Nr. Gruh Finance, Netaji Marg,
Law Garden, Ahmedabad -380006
- 5. Secretarial Auditors**

M/s. Sharma Vijay & Associates,
Company Secretaries
E-205 (LGF), Greater Kailash-II, New Delhi-110048
- 6. Registrar & Share Transfer Agent**

M/s. Satellite Corporate Services Pvt. Ltd.
A 106 & 107, Dattani Plaza, East West Compound, Andheri
Kurla Road, Safed Pool Sakinaka, Mumbai - 400072.
- 7. Registered Office**

E-205 (LGF), Greater Kailash-II
New Delhi-110048.
Email: legal@regententerprises.in
Website: www.regententerprises.in
- 8. Corporate Office**

R-1/93, RDC Raj Nagar, 2nd floor Adjacent to Telephone
Exchange Ghaziabad 201002
- 9. CIN**

L15500DL1994PLC153183
- 10. FSSAI Lic. No.**

10018051002346
- 11. ISIN**

INE769D01016

Director's Report

To,
The Members,
Regent Enterprises Limited

Your Directors feels pleasure to present the 28thAnnual Report of the company along with the Audited Financial Statements for the Financial Year ended March 31st, 2022 in terms of the Companies Act, 2013 and rules & regulations made there under & Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The Financial Statements have been prepared according to the relevant accounting standards as applicable to the company.

1. FINANCIAL PERFORMANCE

The financial highlights of the financial Year ended on March 31, 2022 are as follows:

(Amount in Rs.)

Sr. No	Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
I	Revenue from operations	6,400,182,917	5,566,165,986
II	Other Income	46,692,825	9,25,703
III	Total Revenue (I +II)	6,446,875,742	5,567,091,689
IV	Expenses:		
	Purchase of Stock-in-Trade	6,276,498,078	5,36,31,74,295
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(63,297,456)	(5,65,92,869)
	Employee Benefit Expense	20,353,404	1,88,94,090
	Financial Costs	145,580	11,16,470
	Other Expenses	215,306,793	22,00,20,551
	Total Expenses	6,44,90,06,399	5,54,66,12,537
V	Earnings before Interest , Tax depreciation and Amortization(EBITDA) (III - IV)	(2,130,657)	2,04,79,152
VI	Depreciation and Amortization expenses	9,814,736	1,64,47,356
	Profit before tax and Extra ordinary items (V - VI)	(11,945,393)	40,31,796
	Extraordinary items	23,102,271	(21,65,636)
VII	Profit/(loss before Tax) (EBT)	11,156,878	18,66,160
VIII	Tax Expenses:		
	(1) Current tax	-	87,71,220
	(2) Deferred tax	(1,958,555)	(20,62,332)
	(3) MAT Credit	-	-
	(4) Earlier Year Adjustment	410,437	-
IX	Profit(Loss) after Tax (VII-VIII)(PAT)	12,704,996	(48,42,728)
X	Other Comprehensive Income (i) Item that will not be reclassified to profit or loss (ii) Item that will be reclassified to profit or loss	-	-
XI	Total Comprehensive Income for the Period (IX+X)	12,704,996	(48,42,728)

2. DIVIDEND

The Company has earned a profit of Rs. 12,704,996/- during the financial year 2021-22, therefore with a view to conserve resources; your Directors have decided not to recommend any dividend for the financial year 2021-22 under review.

3. COMPANY'S PERFORMANCE

During the year, revenue from operations for the Financial Year 2021-22 is Rs. 6,400,182,917/- which is more as compared to the previous year which was Rs. 5,566,165,986/-.

Earning before Tax (EBT) for the financial year 2021-22 is amounted to Rs. 11,156,878/- as compared to Rs. 1,866,160 in the year 2020-21.

Profit after Tax (PAT) for the year 2021-22 is Rs. 12,704,996/- whereas it was a loss of Rs. (4,842,728)/- for the year 2020-21.

There was no any changes in the nature of business of the company during the year under review.

4. DEPOSIT

During the year under review, the Company has not accepted any money by way of deposit from the open public and members as per the provisions of Section 73 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time.

5. TRANSFER TO RESERVE

During the Financial Year ended 31st March 2022, no amount was transferred to General Reserves of the Company. However the amount of retained earnings is increased by Rs. 12,704,996/- as the profit of the year is transferred to the same.

6. MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statements relates and on the date of the report.

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

There were no significant and material orders passed by the Regulators/Courts/Tribunals that would impact the going concern status of the Company and its future operations.

8. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATES COMPANIES

The company has no subsidiary/Joint Ventures/Associates Companies as at the end of financial year under review.

9. THE STATE OF THE COMPANY'S AFFAIRS

i) Further Issue of Capital:-

There is no change in the authorized, issued and paid-up capital of the Company during the financial year 2021-22.

ii) Change in accounting year:-

There is no change in the accounting year.

iii) Manpower training and executive development programs:-

There were no such activities taken place during the year 2021-22.

10. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year 2021-22, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate Section forms part of the Annual Report as - **Annexure I** to the Director's report.

11. AUDITORS AND AUDITOR'S REPORT**Statutory Auditors**

M/s Pipara & Co. LLP, Chartered Accountants (FRN: 107929W/W100219), was appointed as Statutory Auditors of the Company in the 27th Annual General Meeting of the Company held last year for a period of five years.

However M/s Pipara & Co. LLP, Chartered Accountants (FRN: 107929W/W100219), have also confirmed that they are not disqualified from continuing as Auditors of the Company for the financial year 2022-23.

The notes on accounts referred to in the Auditor's Report are self-explanatory and there are no qualifications, reservations or adverse remarks in the Report and therefore do not need any further comment.

Secretarial Auditor and Secretarial Audit Report.

The Board has appointed M/s. Sharma Vijay & Associates, Practicing Company Secretaries (C.O.P :19035) to carry out Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013, for the financial year 2021-22.

The report of Secretarial Auditor is annexed to this report as **Annexure II**.

Further the board in their meeting held on 26.05.2022 has re-appointed M/s. Sharma Vijay & Associates, Practicing Company Secretaries (C.O.P No. :19035) having Peer Review No. 2166/2022 as Secretarial Auditor of the company to conduct the secretarial audit of the company for the financial year 2022-23.

Explanation or comments on Secretarial Audit Report

The board on the points arisen by Secretarial Auditor, have provided their explanations as the mentioned non compliances into the Secretarial Audit Report was occurred due to bilateral issues with the RTA of the company i.e RCMC Share Registry Pvt Ltd, New Delhi.

However the company was regular in fully compliance within due time.

12. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- we have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year March 2022, and of the profit of the Company for that period;
- we have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- we have prepared the annual accounts on a going concern basis;
- we have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews

performed by management and the relevant Board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2021-22.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, there was no change in the board of the company and Mr. Vikas Kumar, Whole Time Director and Mr. Ameet M Ganatra continue as Key Managerial Personnel. However Mr. Kapil Arora has resigned from the position of Company Secretary cum Compliance Officer of the company on 18.09.2021 and Mrs. Mamta Sharma has appointed on the same position w.e.f. 17.12.2021.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company Mr. Sachin Jain is liable to retire by rotation and being eligible, offers himself for the re-appointment at the ensuing Annual General Meeting.

14. NUMBER OF BOARD MEETINGS

13 meetings of the Board were held during the Financial Year 2021-22. The maximum gap between any two meetings was less than one hundred and twenty days, as stipulated under section 173 of Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards For details of the meetings of the Board, please refer to the Corporate Governance Report as **Annexure-III**, which forms part of this report.

15. BOARD OF EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors pursuant to the provisions of the Act and the Corporate Governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

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

In a separate meeting of independent Directors, performance of non-independent Directors, performance of the Board as a whole was evaluated, taking into account the views of executive Directors and non-executive Directors. The same was discussed in the Board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual Directors was also discussed.

16. INDEPENDENT DIRECTOR'S MEETING

During the year under review, the Performance evaluation of every Director was done by Independent Directors in their Meeting held on February 9, 2022.

17. INTERNAL FINANCIAL CONTROL SYSTEM AND ITS ADEQUACY

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis Report which forms part of this report. The Company regularly gets its accounts audited by the internal auditor.

18. CORPORATE GOVERNANCE REPORT

The company has been complied the mandatory and the non mandatory requirements of Corporate Governance as stipulated under Regulation 27 and schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance along with Secretarial Auditors' Certificate on compliance with the Corporate Governance norms has been annexed to this report as **Annexure-III**.

19. WEBLINK OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, as amended, the Annual Return of the Company for the financial year 2021-22 is placed on the website of the Company and may be accessed on the Company's website at www.regententerprises.in.

20. COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied all the applicable Secretarial Standards issued by "The Institute of Company Secretaries of India" on Meetings of Board of Directors and General Meetings and any other as applicable.

21. PARTICULARS OF EMPLOYEES

In terms of the provisions of section 197 of Companies Act, 2013, read the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, none of the employee is drawing remuneration more than the limits prescribed/specified under the said rules during the financial year 2021-22. In terms of Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, the details as required therein is enclosed as **Annexure IV**.

22. INTER CORPORATE LOANS, GUARANTEES AND INVESTMENTS

During the year under review, company has not given any Inter Corporate Loans, Guarantees and Investments covered under section 186 of the Companies Act, 2013.

23. RELATED PARTY TRANSCATIONS

During the year under review, None of the transactions which are material in nature and not on the market prevailing prices and not on arm's length basis and are not in its ordinary course of business has been taken place. However the details of transactions with related parties have been disclosed in the notes of Financial Statements in term of relevant Indian Accounting Standard which are self explanatory. Hence no further information's are required to be given in the Form AOC -2.

Further in terms of the Section 188 Companies Act 2013 and Companies (Meetings of Board and its Powers) Rules, 2014 and further in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board has been placed on the website of the Company at <http://www.regententerprises.in>.

24. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

In terms of the provisions of Section 177(9) & (10) of the Companies Act, 2013 and regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism for Directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at <http://www.regententerprises.in>

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

The details of conservation of energy, technology absorption etc. as required to be given under Section 134(3) (m) of the Companies Act, 2013, and the foreign exchange earnings on account of the operation of the Company during the financial year 2021-22 are disclosed in **Annexure-V** to this report.

26. CORPORATE SOCIAL RESPONSIBILITY POLICY

The company has been formulated the Corporate Social Responsibility Policy and placed on the website of the company. However for the financial year 2021-22, the company does not fulfill the criteria to be fallen under section 135 of the Companies Act, 2013. Hence the company was not require to spent on CSR during the year. The details of constitution of CSR committee has been mentioned in the annexures of the directors report.

27. DECLARATION OF INDEPENDENT DIRECTORS

All the Independent directors viz. Mrs. Veenu Jain, and Mr. Neeraj Singh have submitted their disclosure to the Board that they fulfil all the requirements as to qualify for their continuity of appointment as an Independent Director under

the provisions of section 149 the Companies Act, 2013 as well as Regulations 16 & 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further in terms of Schedule V of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 01.04.2019, a certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority of all directors as on March 31, 2022 is being Annexed.

Further in terms of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 and notification no. G.S.R. 804(E) dated 22nd October, 2019, all the Independent Directors of the company have renewed their registration with Indian Institute of Corporate Affairs (Institute) for a further period of one year validity period during the year.

Further as no Independent director has been appointed during the year, the statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the independent directors, appointed during the year, is not applicable.

However the company has reappointed Mr. Neeraj Singh as Independent Director of the company for the second and final term of five years subject to the approval by the shareholders at the ensuing Annual General Meeting by way of passing the special resolution. Mr. Neeraj has been given his consent for the reappointment alongwith declaration fulfilling the criteria of Independence.

28. FAMILIARISATION PROGRAMME AND TRAINING TO INDEPENDENT DIRECTORS

During the year under review, the company has conducted the familiarization programmes for the Independent Directors in terms of the provisions of regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on various contents including their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and other related matters. The details of the same has been placed on the website of the company i.e. www.regententerprises.in.

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

The Company's policy relating to appointment of Directors, payment of Managerial Remuneration, Directors qualification, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 and Remuneration Policy for Directors and Key Managerial Personnel are placed on the website of the company i.e. www.regententerprises.in.

30. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made there under, your Company has constituted Internal Complaints Committee (ICC) which is responsible for Redressal of complaints related to sexual harassment.

Your Directors declared and confirm that, during the year under review, there is no case filed under Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

31. GENERAL DISCLOSURES

No disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission

from any of its subsidiaries.

5. In terms of section 143 (12) of the Companies Act, 2013 it is hereby confirmed that there are no frauds reported by auditors other than those which are reportable to the Central Government.

6. In terms of sub-section (1) of section 148 of the Companies Act, 2013, the maintenance of cost records as specified by the Central Government is not required by the Company as the company has no any manufacturing activities and accordingly such accounts and records are not made and maintained by the company.

7. There is no any application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review

8. There is no such case of one time settlement and the valuation while taking loan from the Banks or Financial Institutions.

ACKNOWLEDGEMENT

The Directors would like to express their sincere thanks and appreciation for the assistance and co-operation received from the Banks, Government Authorities, Dealers, Distributors, Customers and Shareholders during the year.

The Directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

**By order of the Board
For Regent Enterprises Limited**

Date: 26th May, 2022

Place: Ghaziabad

**Sd/-
Sachin Jain
Director
DIN: 07865427**

**Sd/-
Vikas Kumar
Whole Time Director
DIN: 05308192**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**Industrial outlook**

India's Economic status for the year has been stable. With Consumer price index and current account deficit under control, markets have rebounded. The Export market did not rise up to the expectations. Volatility of Indian Rupee was under control. The Economy has shown remarkable resilience to both external and domestic shocks. The country had good and timely rains which contributed to Country's growth.

Your company's performance for the year 2021-22 may be viewed in the context of the above mentioned economic/ market environment.

Opportunity and Threat

India is one of the most attractive consumer markets with a one billion plus opportunity. Young demographics, rising income levels and increased health awareness among both urban and rural consumers are helping drive consumption.

The edible oil market is expected to be dominated by various national and multinational players due to the increasing import dependence of the country in the near future. Rice bran and multisource edible oil market are expected to be the fastest growing categories in the entire edible oil segment with Oils such as Mustard, Sunflower, Groundnut and Cottonseed tend to remain region specific in the near future with a moderate fluctuation in their prices.

Segment-Wise Wise Performance

In terms of the Ind AS, there is only one reportable segment i.e., edible oil segment. Hence the segment wise reporting is not applicable.

Outlook

We remain optimistic of commencement of recovery in the sector in the coming year. Over the years we have focused on building robust sales processes like Selling to Helping, Training and Certification of sales staff, which will help us reap rewards in future

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

Risk and Concerns

Key risks for the edible oils sector include risks from change in import-export regulations; change in the minimum support price (MSP) on oilseeds offered by the government; high dependence on monsoons and finally, the risk arising out of exchange rate fluctuations. Procurement of oilseeds at the right price and quantity, optimum utilization of processing units, their strategic location, a strong brand name and diversification of product offerings are likely to be the key success determinants for players.

The policies announced by the Government have been progressive and are expected to remain likewise in future, and have generally taken an equitable view towards various stake holders, including domestic farmers, industry, consumers etc.

Adverse changes in disposable income may impact consumption pattern. Your Company has multiprocessing capabilities to cater to the variances and changing consumer preferences. Also keeping in view the overall growth of the economy, emerging health consciousness and growing retail in India, it is expected that the packaged edible oil consumption will continue to outgrow the overall edible oil growth.

Internal Controls Systems and their adequacy:

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are

acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

Financial Performance

The financial results of operations of your Company for the year under review are detailed under the caption performance forming part of the Directors' Report. During the year, revenue from operations for the Financial Year 2021-22 is Rs. 6,400,182,917 which is more as compared to the last year that was Rs. 5,566,165,986.

Earning before Tax for the year 2021-22 is amounted to Rs. 11,156,878 as compared to Rs 1,866,160 in the year 2020-21. Profit after Tax (PAT) for the year 2021-22 is Rs. 12,704,996 whereas it was loss of Rs. (4,842,728) for the year 2020-21.

Human Resources:

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

Details of Significant Changes

As required, the details of changes of 25% or more as compared to the immediately previous financial year in key financial ratios along with detailed reasons therefore are as under:

S.No.	Particulars	Current Year 31.03.2022	Previous Year 31.03.2021	Reasons of change
1.	Debtors Turnover	0.20	0.15	Not Applicable
2.	Inventory Turnover	0.37	0.49	Not Applicable
3.	Interest Coverage Ratio	0.005	0.060	Not Applicable
4.	Current Ratio	0.79	0.56	Not Applicable
5.	Debt Equity Ratio	2.05	3.73	Not Applicable
6.	Operating Profit Margin (%)	-0.18%	0.07%	Due to highly volatile commodity rates.
7.	Net Profit Margin (%)	0.20%	-0.09%	Due to control in expenses.
8.	Change in Return on Net Worth	3.24%	-1.27%	Improvement due to increase in profit.

Cautionary Statement:

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For The Financial Year Ended 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 and Regulation 24A of the SEBI(LODR) 2015]

To,
The Members
Regent Enterprises Limited

I have conducted Secretarial Audit pursuant to Section 204 of the Companies Act, 2013, for the compliance of the applicable Statutory Provisions and the adherence to good corporate practices by **Regent Enterprises Limited** (hereinafter called as “the Company”). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information provided by the management and according to the examinations carried out by me and explanations furnished and representations made to me by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my 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.

1. I have examined the Books, papers, Minute books, forms and returns filed and other records maintained by **Regent Enterprises Limited** (hereinafter called as “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 Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - iv. Foreign exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings.
 - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015
 - vi. Other law specifically applicable to company, namely:

- a. Food Safety and Standards Act, 2006.

As per explanations given to me in the representations made by the management and relied upon by me, during the audit period, there were no action/event under the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the Company:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- b. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; N.A
- c. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; N.A
- d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; N.A
- e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. N.A
- f. The Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE).

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

Based on information received & records maintained, I further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I 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.

I further report that during the audit period, no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except below mentioned points and the action taken by BSE:

Details of violation	Details of action taken E.g. fines/Notices	Observations/remarks
Non Submission of Shareholding pattern for the quarter ended on September 30, 2021.	Fines levied by BSE on Listed Entity.	The company has made all the said compliances and made the applications to the BSE for waiver of fine levied.
Non Submission of Report on Investor Grievances for the quarter ended on September 30, 2021.	Fines levied by BSE on Listed Entity.	
Non Submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021.	Notice issued to Listed Entity. i.e. "Notice for shifting of scrip of company to 'Z' / 'ZP' / 'ZY'/MT group for non submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021."	The compliance was made within the time prescribed into the said notice and the scrip was not shifted to the 'Z' category.
Not having Company secretary of the company for the quarter ended on June 30, 2021 and September 30, 2021.	Fines levied by BSE on Listed Entity.	The company was having the Company Secretary and Registrar and Share Transfer during said periods and the company has also received the waiver of fine levied by BSE for the quarter ended on June 30, 2021.
Not having Registrar and Share Transfer Agent of the company for the quarter ended on June 30, 2021 and September 30, 2021.	Fines levied by BSE on Listed Entity.	The applications for the waiver for September Quarter are under process in Stock exchange on the closure of financial year. However as on 26.05.2022, signing date of this report, the company has also received the waiver of fine for the Quarter September 2021.

**For Sharma Vijay & Associates
Practicing Company Secretary**

**Sd/-
Vijay Sharma
M. No.: ACS45793
COP: 19035**

**Date: 26/05/2022
Place: New Delhi
UDIN: A045793D000396880
Peer Review Number: 2166/2022**

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

**To,
The Members,
Regent Enterprises Limited**

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. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Sharma Vijay & Associates
Practicing Company Secretary**

**Sd/-
Vijay Sharma
M. No.: ACS45793
COP: 19035**

**Date: 26/05/2022
Place: New Delhi
UDIN: A045793D000396880
Peer Review Number: 2166/2022**

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE -PART-I
IN TERMS OF REGULATION 27, 34 & SCHEDULE V OF THE
SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015
(MANDATORY REQUIREMENTS)**

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company firmly believes in effective Corporate Governance practices and follows all the applicable laws in true and letter spirit. Corporate Governance is an ethically driven process that constitutes the strong foundation on which successful commercial enterprises are built and enhance the organization wealth generating capacity. The Company also believes in fair, transparent and ethical governance practices. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

2. BOARD OF DIRECTORS

The Board of the company is well formed with optimum combination of executive, non-executive, independent Directors alongwith Woman Director in compliance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. The Board of the company is consisting of four Directors. The Whole Time Director manages the day to day affairs of the Company. Non-executive and independent Directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict the Company.

The Board consists sufficient participation of independent directors. The Board's actions and decisions are aligned with the Company's best interest.

The Company Secretary in consultation with the Board of Directors, finalize the agenda of the Board and Committee meetings, which is distributed to the Board/Committee members as well in advance in terms of Companies Act, 2013 and relevant Secretarial Standard as issued by "ICSI". In terms of the Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There is no inter-se relationship among other directors as on date.

(a) Composition & Category of Directors

S.No.	Nature of Directorship	Nos.
1.	Promoter Director	None
2.	Executive Director	1
3.	Non Executive Director	1
4.	Independent Non Executive Director	2
5.	Nominee Director	None
	Total	4

(b) Attendance at the Board meetings and Annual General Meetings of each Director during the years:

Name of the Director	Designation/ Category	Relationship with other director	Number of shares held in the Company as on 31 st March, 2022.	No. of Board Meetings		Last AGM held on 30.12.2021 attended
				Held	Attended	
Mr. Vikas Kumar	Whole Time Director	None	87201	13	13	Yes
Ms. Veenu Jain	Non Executive & Independent	None	-	13	13	No
Mr. Neeraj Singh	Non Executive & Independent	None	-	13	13	No
Mr. Sachin Jain	Non Executive & Non Independent	None	8,82,507	13	13	Yes

Note : The Company has not issued any convertible instruments during the financial year 2021-22.

(c) Number of Board meetings held, dates on which held

13 Board Meetings were held during the year 2021-22 and the maximum gap between two meetings was not exceed one hundred twenty days.

Dates: 15.05.2021, 09.06.2021, 10.06.2021, 13.08.2021, 31.08.2021, 18.09.2021, 10.11.2021, 12.11.2021, 07.12.2021, 17.12.2021, 07.01.2022, 09.02.2022 & 31.03.2022.

(d) Inter-se Relationship between Directors:- There is no any relationship between Directors interse.

(e) Other provisions as to Board or Board Committees in which they are a member or Chairperson of :

Name of the Director*	No. of Outside Directorship Held				Outside Committees \$	
	Listed Company and category of Directorship	Unlisted Public Company	Private Company	Others	Member	Chairman/Chairperson
Mr. Vikas Kumar	None	None	None	None	None	None
Ms. Veenu Jain	None	None	None	None	None	None
Mr. Neeraj Singh	None	None	None	None	None	None
Mr. Sachin Jain	None	None	None	None	None	None

\$ In accordance with Regulation 27, 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 membership/chairmanship of only the Nomination and Remuneration Committee, Audit committee and Stakeholders Relationship Committee in all public limited companies (excluding Regent Enterprises limited) as on date have been considered.

(f) Weblinks for the details of familiarization programmers imparted to Independent director’s disclosures:

The details of familiarization programmers imparted to Independent directors is disclosed on the website of the company. The weblink of the same is www.regententerprises.in.

(g) Chart setting out the skills/expertise/competence of the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board in terms of the regulation 34(3) read with part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S.No.	Name of Directors	Designation	Skills/Expertise/Competence
1)	Mr. Sachin Jain	Non Executive Director & Chairman	Mr. Sachin Jain aged about 42 years is the Commerce Graduate and having more than 10 years experience and the sound knowledge in handling of matter related with sales and Marketing, and promoting the Brands of the company. However he is also having the immense knowledge in accounting area. He is contributing to the company since 2017. Under his chairmanship the company is exploring much.

2)	Mr. Vikas Kumar	Whole Time Director	Mr. Vikas Kumar aged about 48 years is the Science Graduate and having the vast knowledge and experience more than 20 years in the field of Management, Administration And Commercial Activities. He is associated with the edible oil Industry since long time and under his leadership the company is growing more and made a place in the market of its brand and name in the most part of India.
3)	Mr. Neeraj Singh	Independent Director	Mr. Neeraj Singh aged about 35 years is the Arts Graduate and having the sound knowledge of Business Development, Team Management and Marketing Management. He has around 10 years of experience in the same field. Mr. Neeraj earlier has provided the various valuable advises in the growth of the company.
4)	Mrs. Veenu Jain	Independent Woman Director	Mrs. Veenu Jain aged about 47 years is the Post Graduate in Commerce. She is having the wide knowledge of Strategic Management, Finance And Accounting and other areas.

(h) Chart setting out the skills/expertise/competence as identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board in terms of the regulation 34(3) read with part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S.No.	Role	Skills/Expertise/ Competence
1)	Human Resource Development	Strategic Human Resource Management, Manpower Planning & Recruitment, Statutory compliances.
2)	Commercial & Procurement	Procurement of Material, Vendor Management, Storage and Warehousing.
3)	Quality Assurance	Quality Review, Control and Development.
4)	Sales & Marketing	Sales and Operation Management including Marketing and Supply Chain Management.
5)	Accounts & Finance	Financial Analysis, Bank/F.I. Liaison including Taxation matters.
6)	Legal & Secretarial	Compliances as applicable to the company.

(i) Confirmation regarding Independent Directors:

It is confirmed by the board that the independent Directors fulfil the conditions specified in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of Management. Further details are available in the Directors Report.

(j) Detailed reasons for resignation of Independent Directors:

No Independent Director has resigned from the company during the year under review. Hence the said disclosure is not required to be given.

3. AUDIT COMMITTEE

As required under regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of Companies Act, 2013, the company has constituted the Audit Committee.

(a) Brief description of terms of reference

As specified under Regulation 27, 34 & Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act, 2013 which are as follows:

- (1) oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

(a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

(b) changes, if any, in accounting policies and practices and reasons for the same;

(c) major accounting entries involving estimates based on the exercise of judgment by management;

(d) significant adjustments made in the financial statements arising out of audit findings;

(e) compliance with listing and other legal requirements relating to financial statements;

(f) disclosure of any related party transactions;

(g) modified opinion(s) in the draft audit report;

- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) approval or any subsequent modification of transactions of the listed entity with related parties;
- (9) scrutiny of inter-corporate loans and investments;
- (10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) evaluation of internal financial controls and risk management systems;
- (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) discussion with internal auditors of any significant findings and follow up there on;
- (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) to review the functioning of the whistle blower mechanism;
- (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

(21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

(22) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.]

(b) Composition:

S.No.	Name of Director	Designation	Category
1.	Mrs. Veenu Jain	Independent Woman Director	Chairperson of committee
2.	Mr. Neeraj Singh	Independent Director	Member of committee
3.	Mr. Vikas Kumar	Whole Time Director	Member of committee

(c) Meetings and Attendance at During the year : 4 Meeting Held on 10.06.2021, 13.08.2021, 12.11.2021 & 09.02.2022 respectively.

S.No.	Name of Director	Category	No. of meeting attended
1.	Mrs. Veenu Jain	Chairperson of committee	4
2.	Mr. Neeraj Singh	Member of committee	4
3.	Mr. Vikas Kumar	Member of committee	4

4. NOMINATION AND REMUNERATION COMMITTEE

As required under Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013, the company has constituted the Nomination & Remuneration Committee.

(a) Brief description of terms of reference

As specified under Regulation 27, 34 and Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013 which are as follows:

(1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(1A). For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

(2) formulation of criteria for evaluation of performance of independent directors and the board of directors;

(3) devising a policy on diversity of board of directors;

(4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

(5) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(6) recommend to the board, all remuneration, in whatever form, payable to senior management.

(b) Composition:

S.No.	Name of Director	Designation	Category
1.	Mrs. Veenu Jain	Independent Woman Director	Chairperson of committee
2.	Mr. Neeraj Singh	Independent Director	Member of committee
3.	Mr. Sachin Jain	Non Executive Non Independent Director	Member of committee

(c) Meetings and Attendance at During the year : 2 Meeting Held on 10.06.2021 & 31.03.2022.

S.No.	Name of Director	Category	No. of meeting attended
1.	Mrs. Veenu Jain	Chairperson of committee	2
2.	Mr. Neeraj Singh	Member of committee	2
3.	Mr.Sachin Jain	Member of committee	2

(d) Performance Evaluation Criteria for Independent Directors:

The details for the performance evaluation has been described herein above into the Directors Report.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

To consider and resolve the grievances of security holders of the company as specified under Section 178 and Regulation 20 and Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Stakeholder Relationship Committee has been formed to consider the following matters.

(1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

(a) Composition:

S.No.	Name of Director	Designation	Category
1.	Mrs. Veenu Jain	Independent Woman Director	Chairperson of committee
2.	Mr. Neeraj Singh	Independent Director	Member of committee
3.	Mr.Sachin Jain	Non Executive Non Independent Director	Member of committee
4.	Mr. Vikas Kumar	Whole Time Director	Member of committee

(c) Meetings and Attendance at During the year : One Meeting Held on 09.02.2022

S.No.	Name of Director	Category	No. of meeting attended
1.	Mrs. Veenu Jain	Chairperson of committee	1
2.	Mr. Neeraj Singh	Member of committee	1
3.	Mr.Sachin Jain	Member of committee	1
4.	Mr. Vikas Kumar	Member of committee	1

(d) Name and Designation of the Compliance Officer: Mrs. Mamta Sharma
Company Secretary & Compliance Officer
Email: legal@regententerprises.in &
grievancesredressal@regententerprises.in.

(e) number of shareholders' complaints received during the financial year: Nil

(f) number of complaints not solved to the satisfaction of shareholders: Nil

(g) number of pending complaints at the end of financial year : Nil

5A. Risk Management Committee:

The company does not fulfil the criteria to fall under the provisions to form the Risk Management committee. Hence this is not applicable to the company.

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

(a) Brief outline on CSR Policy of the Company:.

Our CSR activities are essentially guided by project based approach in line with the guidelines issued by the Ministry of Corporate Affairs of the Government of India from time to time as applicable.

(b) Composition of CSR Committee:

Sl. No.	Name of Director	Designation	Category
1.	Ms. Veenu Jain	Independent Woman Director	Chairperson of committee
2.	Mr. Sachin Jain	Non-Executive - Non Independent Director	Member of committee
3.	Mr Vikas Kumar	Executive Director	Member of committee
4.	Mr Neeraj Singh	Independent Director	Member of committee

(c) Meetings and Attendance at During the year : there was no any meeting held during the year under review.

(d) Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. <http://regententerprises.in>.

7. DETAILS OF REMUNERATION AND PECUNIARY BENEFITS TO ALL THE DIRECTORS, DURING THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 ARE AS PER DETAILS GIVEN BELOW :-

(Amount in Rs.)

Name of the Director	Salary	Perquisites	Sitting fees	Others	Total
Mr. Sachin Jain	0	0	23,500	3,50,000*	3,73,500
Mr. Vikas Kumar	6,60,000	0	NA	0	6,60,000
Mr. Neeraj Singh	0	0	28,500	0	28,500
Mrs. Veenu Jain	0	0	28,500	0	28,500
TOTAL	6,60,000	0	80,500	3,50,000	10,90,500

NOTES:

In terms of Regulation 27, 34 & Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 related to Corporate Governance, it is confirmed that

(a) there are no pecuniary relationships or transactions of the non executive directors vis-à-vis company, except as mentioned above.

(b) the criteria of making payment to non-executive directors is performance based as detailed in the “criteria of performance evaluation” specified under the Nomination & Remuneration Policy which is available on Company’s website i.e. www.regententerprises.in.

(c) in addition to disclosures required under the Companies Act, 2013, the following disclosures shall be made:

(i) all elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc: As mentioned above.

(ii) details of fixed component and performance linked incentives, along with the performance criteria: None

(iii) service contracts, notice period, severance fees: As Applicable

(iv) stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable: None

* the company has paid the said amount for the professional services rendered by Mr. Sachin Jain to the company.

8. GENERAL BODY MEETINGS

(a) Location and time for last 3 years Annual General Meetings as given below:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2020-21	The AGM of the Company was held through VC/OAVM i.e. webex mode due to Covid-19 situation in the country.	30.12.2021	10:00 A.M	None
2019-20	The AGM of the Company was held through VC/OAVM i.e. webex mode due to Covid-19 situation in the country.	28.09.2020	10:00 A.M	None
2018-19	Arya Samaj, M-Block, Road No.1, Greater Kailash-II, New Delhi-110048	30.09.2019	10:00 A.M	Re-appointment of Ms. Veenu Jain as Independent Woman Director.

(b) None of the special resolution was passed through Postal ballot during last year.

(c) None of the special resolution is proposed to be passed through Postal ballot.

(d) Procedure for postal ballot

As per Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2015 will be followed, if applicable.

(e) Person who conducted Postal Ballot: Not Applicable

9. MEANS OF COMMUNICATION

(a) Quarterly Results:

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges immediately after its approval by the Board.

(b) Newspaper wherein results normally published:

Haribhumi in Hindi Newspaper
Millenniumpost in English Newspaper

(c) Website:

The website of Company www.regententerprises.in is operational and investors can have easy access to the relevant information as required by them.

(d) Whether it also display official news release: Yes

(e) The presentations made to institutional investors or to the analysts: Not Applicable

10. GENERAL SHAREHOLDERS INFORMATION:

a. Financial Year	:	1st April 2021 to 31st March 2022
b. Date and time of Annual General Meeting(Tentative)	:	28 th July 2022 at 12:00 Noon
c. Venue of Annual General Meeting(Tentative)	:	Online
d. Dividend payment date	:	Not declared
e. Dates of Book Closure	:	Thursday, 23 rd June, 2022 to Friday, 24 th June, 2022 (both days inclusive).
f. Listing on Stock Exchange	:	BSE Limited
g. Name and address of Stock Exchanges where the company securities listed and confirmation of payment of listing fee.	:	BSE Limited, P. J. Towers, Dalal Street, Fort Mumbai-400001Mumbai and It is confirmed that the company has made the payment of annual listing fee within due time as specified by stock exchange.
h. Stock Code and Scrip ID	:	REGENTRP/512624
i. Demat ISIN No.	:	INE769D01016
Financial for Reporting 2022-2023 (tentative schedule)		
Quarterly Financial Results	:	Date of Board Meeting
June quarter ended results (Q1)	:	Within 45 days from the end of the quarter
September quarter ended results (Q2)	:	Within 45 days from the end of the quarter
December quarter ended results (Q3)	:	Within 45 days from the end of the quarter
March quarter ended/ Financial year ended results (Q4 and yearly)	:	Within 60 days from the end of the quarter/Financial Year

(j) Market Price Data

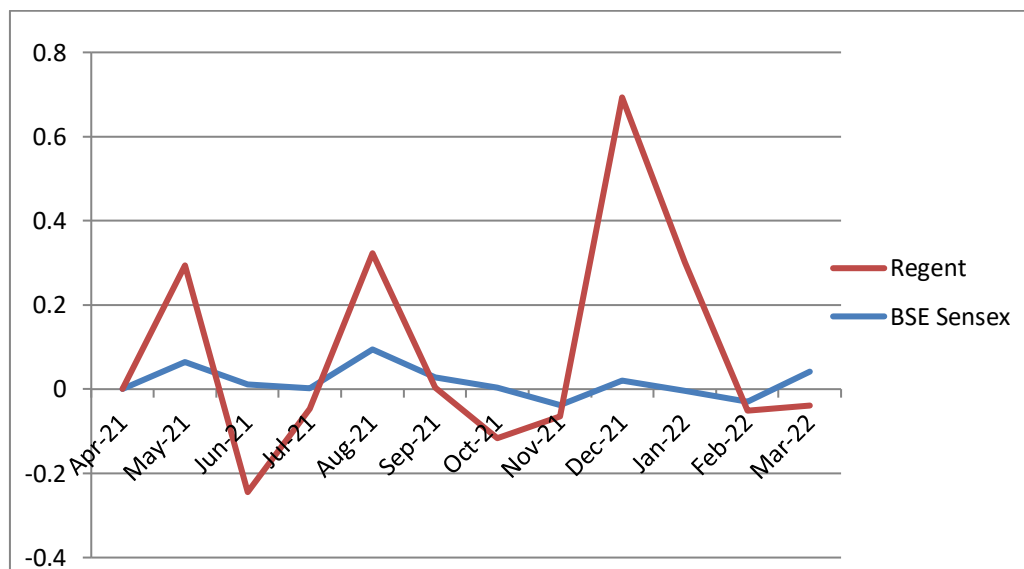
The monthly movement of Equity Share prices on BSE including High Low price data during the year is summarized below:

S.No.	Month	Month's High Price		Month's Low Price	
		Price	Date	Price	Date
1.	Apr-21	2.69	05.04.2021	2.01	30.04.2021
2.	May-21	2.71	31.05.2021	1.91	03.05.2021
3.	Jun-21	2.71	02.06.2021	1.71	14.06.2021
4.	Jul-21	2.07	07.07.2021	1.74	30.07.2021
5.	Aug-21	2.45	09.08.2021	1.65	25.08.2021
6.	Sep-21	2.36	02.09.2021	1.81	14.09.2021
7.	Oct-21	2.30	07.10. 2021	1.65	22.10.2021
8.	Nov-21	2.20	15.11.2021	1.79	01.11.2021
9.	Dec-21	3.14	30.12.2021	1.74	01.12.2021
10.	Jan-22	4.72	18.01.2022	3.16	03.01.2022
11.	Feb-22	4.54	10.02.2022	3.43	03.04.2022
12.	Mar-22	3.98	07.03.2022	3.42	11.03.2022

(k) Performance in comparison to broad-based indices such as BSE Sensex: CHART FOR THE YEAR 2021-22.

REGENT ENTERPRISES LTD. PRICE Vs. BSE SENSEX.

S.No.	Month	BSE Sensex	Movement in Sensex	Regent' Close Price	Movement in Price
1.	Apr-21	48782.36	0	2.01	0
2.	May-21	51937.44	6%	2.47	23%
3.	Jun-21	52482.71	1%	1.84	-26%
4.	Jul-21	52586.84	0%	1.75	-5%
5.	Aug-21	57552.39	9%	2.15	23%
6.	Sep-21	59126.36	3%	2.1	-2%
7.	Oct-21	59306.93	0%	1.85	-12%
8.	Nov-21	57064.87	-4%	1.8	-3%
9.	Dec-21	58253.82	2%	3.01	67%
10.	Jan-22	58014.17	0%	3.93	31%
11.	Feb-22	56247.28	-3%	3.85	-2%
12.	Mar-22	58,568.51	4%	3.54	-8%



(l) Suspension From Trading :

During the year under review there was no such instance occurred.

(m) Registrar And Share Transfer Agent

M/s. Satellite Corporate Services Pvt. Ltd. having its registered office at A 106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safed Pool Sakinaka, Mumbai – 400072 is the Registrar And Share Transfer Agent since 17.02.2022.

(n) Share Transfer System

In terms of the Regulation 7 & schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for appointment of common agency as R&T Agent for Demat and Physical Shares, company has appointed the above R&T Agent. The share transfer and Investor Grievances system is in compliance with the requirement of the Stock Exchanges and as specified under the Depository Act, 1996 and SEBI (Depositories and Participants) Regulations, 2018 and in compliance with circulars issued by SEBI from time to time. The company has Stakeholders Relationship Committee to review the status of various matters related with the shareholders. The company has also provided the updated information for processing of details for allotment of User ID and Password for login into SEBI Compliant of Redress System (SCORES) in terms of the SEBI Circular Ref No. CIR/OIAE/1/2014 December 18, 2014.

(o) Distribution Of Shareholding as on 31.03.2022

Nominal Values (Rs.)	No. of Shareholders	%age	Total Shares	Amount (Rs.)	%age
UPTO - 5000	5016	75.78	715246	7152460	2.14
5001 - 10000	623	9.41	490446	4904460	1.47
10001 - 20000	357	5.39	554437	5544370	1.66
20001 - 30000	111	1.68	286596	2865960	0.86
30001 - 40000	79	1.19	275795	2757950	0.82
40001 - 50000	94	1.42	453985	4539850	1.36
50001 -100000	166	2.51	1273445	12734450	3.81
100001 & Above	173	2.61	29406398	294063980	87.9
Total :	6619	100	33456348	334563480	100

(p) Dematerialization of Shares and Liquidity

94.01% of total Issued Capital is in Dematerialized form as on 31st March 2022. The equity shares are listed at Bombay Stock Exchange(BSE). All the investors are free to convert their physical shares into demat mode and investors can sale/purchase of the shares through the online platform of BSE.

(q) Outstanding GDRs/ADRs /warrants or any convertible instrument, conversion date and likely impact on equity

No GDRs/ADRs/Warrants has been issued by the company till date. Hence there are no outstanding convertible security or GDRs/ADRs/Warrants as on March 31,2022.

(r) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

Not Applicable

(s) Plant Locations:

Leased unit at Plot No.99, Kribhco Infrastructure Compound, Near Railway Station, Mohiuddinpur, Distt-Meerut(U.P.)

(t) Address for correspondence

E-205 (LGF), Greater Kailash-II, New Delhi-110048 &

R-1/93, RDC Raj Nagar, 2nd floor Adjacent to Telephone Exchange Ghaziabad 201002

Investors Correspondence/ Complaints may be addressed to the following:

1. Mr. Vikas Kumar (Whole Time Director)
E-mail: grievanceredressal@regententerprises.in

2. Mrs. Mamta Sharma (Company Secretary & Compliance Officer).
E-mail: legal@regententerprises.in

(u) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

The company is not required to do the rating of its securities as the company has no debt instruments hence there is no ratings available for company.

(v) CATEGORIES OF SHARE HOLDERS AS ON 31.03.2022

Category	No. of Shares Held	Voting Strength (%)
Promoters		
Individuals / Hindu Undivided Family	-	-
Bodies Corporate	3,75,865	1.12
Total shareholding of Promoter and Promoter Group (A)	3,75,865	1.12
Bodies Corporate	1,93,44,705	57.82
Resident Individuals:		
Individuals holding capital up to Rs. 2 Lakh	45,45,505	13.59
Individuals holding capital more than Rs. 2 Lakh	86,48,541	25.85
Any Others (Specify)		
NRIs/ OCBs	39,095	0.12
Others (Clearing Members & Others)	29,532	0.09
HUF	4,73,105	1.41
Total	3,34,56,348	100.00

(w) The disclosures on related parties in terms of the provisions of Regulation 34 and Schedule V are as follows:

- A. The company has made the disclosure in compliance of Indian Accounting Standard 24 into the Financial statements herein which are self explanatory itself and no further explanations are required therein.
- B. Disclosure:

Sl. No.	Particulars	Amount (Rs. in Lacs)	Maximum Amount Outstanding during the year
i.	Loans and advances in the nature of loans to subsidiaries (by name and amount) -	NIL	NIL
ii.	Loans and advances in the nature of loans to associates by name and amount	NIL	NIL
iii.	Loans and advances in the nature of loans where there is a) no repayment schedule or repayment beyond seven years or b) no interest or interest below section 186 of the Companies Act 2013 by name and amount	NIL	NIL
iv.	Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount.	NIL	NIL
v.	Investments by the loanee in the shares of parent company and subsidiary Company, when the Company has made a loan or advance in the nature of loan.	NIL	NIL

vi.	Transactions of the company with any person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the listed entity.	NIL	NIL
-----	---	-----	-----

11. OTHER DISCLOSURES:

S. No.	Particulars	Remarks
a)	Disclosures on materially significant related party transactions that may have potential conflict with the interest of company at large.	<p>In compliance of Regulation 23 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Indian Accounting Standard (IAS) 24 the Disclosure of “Related Party Transactions” has been made in the Notes to Accounts of Financial Statements.</p> <p>During the year under review, the company has entered into related party transactions which are at the market prevailing prices and on arm’s length basis and are in its ordinary course of business. Hence there are no conflicts of interest in any manner whatsoever and in compliance of company policy related to Related party transactions.</p> <p>The policy on the related party transactions are available on the website of the company www.regententerprises.in.</p> <p>In terms of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended on May 9, 2018, the disclosures of related party transactions on a consolidated basis has been submitted to the BSE on half yearly basis and also on the website of the company i.e. www.regententerprises.in.</p>
b)	Disclosure of Accounting Treatment under Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015	The company has not made any accounting Treatment different from that prescribed in an Indian Accounting Standard in the Financial Statements for the period ended on March 31, 2022. Hence the requirement to disclose in the financial statements is not applicable for the period under review.
c)	Details of establishment of Vigil Mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee.	In term of section 177 of the Companies Act, 2013 and Regulation 4, 18, 34 & 46 and Schedule II and V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established the Vigil Mechanism/whistle blower policy and it is confirmed that no personnel has been denied access to the audit committee and its chairperson. The details of establishment of such mechanism are also disclosed by the company on its website i.e. www.regententerprises.in .
d)	Compliance of Mandatory requirements and adoption the Non- Mandatory requirements under the Corporate Governance.	The company has complied Mandatory requirements and adopted the Non- Mandatory requirements in terms of the compliance of Corporate Governance.

e)	Policy for determining “Material Subsidiaries”	The company is not required to prepare the said policy as the company does not have any subsidiary as on date. As and when the company will have the subsidiary, the said policy will be prepared accordingly and will be published on the website of the company.
f)	Policy on dealing with “Related Party Transaction”.	The company has adopted the policy on dealing with “Related Party Transaction” which is available on the website of the company i.e. www.regententerprises.in .
g)	Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) & Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	During the year the company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) & Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence the details for the same is not applicable to the company.
h)	Disclosure of commodity price risks and commodity hedging activities.	Not applicable.
i)	A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.	The certificate from a company secretary in practice has been obtained and annexed in the Annual Report below.
j)	Any non compliance of any requirement of corporate governance and extent to which the discretionary requirements under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with.	The company has complied with all the compliance (mandatory or non mandatory) of the corporate governance and with all the discretionary requirements under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
k)	Compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 shall be made in the section on corporate governance of the annual report	The company has complied with all the requirements of with respect to corporate governance. The Annual Corporate Governance Report submitted to the stock exchange for the financial year ended on 31.03.2022 has been disclosed on the website of the company.
l)	Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013	Number of complaints filed during the financial year - NIL Number of complaints disposed of during the financial year - NIL Number of complaints pending as on end of the financial year - NIL
m)	Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.	Total fees of Rs. 1,50,000/- for the financial year 2021-22 was paid for all services received by Statutory Auditors.

n)	Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount.	None																		
o)	Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:	There was no any such recommendation of any committee which the board mandatorily required to be accepted during the year under review.																		
p)	CEO and CFO Certification	As required under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Certificate duly signed by the CEO and CFO was placed before the meeting of Board of Directors held on May 26, 2022 and the same is annexed herein below.																		
q)	<p>details of non-compliance by the listed entity, enalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;</p> <p>During the year under review, the company has received various mails from the BSE Ltd for the non compliances under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. These non compliances were occurred due to not providing the data by the RTA having the bilateral issues. However the company was always regular in compliance to stock exchange.</p> <p>The details of which are as follows::</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S.No.</th> <th style="width: 45%;">Particulars</th> <th style="width: 45%;">Remarks</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Non Submission of Shareholding pattern for the quarter ended on September 30, 2021.</td> <td>Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.</td> </tr> <tr> <td>2.</td> <td>Non Submission of Report on Investor Grievances for the quarter ended on September 30, 2021.</td> <td>Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.</td> </tr> <tr> <td>3.</td> <td>Non Submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021.</td> <td>Notice issued to Listed Entity. i.e. "Notice for shifting of scrip of company to 'Z' / 'ZP'/ 'ZY'/MT" group for non submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021." The compliance was made within the time prescribed into the said notice and the scrip was not shifted to the 'Z' category. Presently there is no non compliance on the same.</td> </tr> <tr> <td>4.</td> <td>Not having Company secretary of the company for the quarter ended on June 30, 2021 and September 30, 2021.</td> <td>The company was having the Company Secretary during said periods and the company has also received the waiver of fine by BSE for the quarter ended on June 30, 2021 & September 30, 2021. Presently there is no non compliance on the same.</td> </tr> <tr> <td>5.</td> <td>Not having Registrar and Share Transfer</td> <td>The company was having the Registrar and Share</td> </tr> </tbody> </table>	S.No.	Particulars	Remarks	1.	Non Submission of Shareholding pattern for the quarter ended on September 30, 2021.	Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.	2.	Non Submission of Report on Investor Grievances for the quarter ended on September 30, 2021.	Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.	3.	Non Submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021.	Notice issued to Listed Entity. i.e. "Notice for shifting of scrip of company to 'Z' / 'ZP'/ 'ZY'/MT" group for non submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021." The compliance was made within the time prescribed into the said notice and the scrip was not shifted to the 'Z' category. Presently there is no non compliance on the same.	4.	Not having Company secretary of the company for the quarter ended on June 30, 2021 and September 30, 2021.	The company was having the Company Secretary during said periods and the company has also received the waiver of fine by BSE for the quarter ended on June 30, 2021 & September 30, 2021. Presently there is no non compliance on the same.	5.	Not having Registrar and Share Transfer	The company was having the Registrar and Share	
S.No.	Particulars	Remarks																		
1.	Non Submission of Shareholding pattern for the quarter ended on September 30, 2021.	Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.																		
2.	Non Submission of Report on Investor Grievances for the quarter ended on September 30, 2021.	Compliance made & waiver of fine imposed by BSE has been requested to the stock exchange. Presently there is no non compliance on the same.																		
3.	Non Submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021.	Notice issued to Listed Entity. i.e. "Notice for shifting of scrip of company to 'Z' / 'ZP'/ 'ZY'/MT" group for non submission of Reconciliation of share capital audit report for the quarter ended on June 30, 2021 and September 30, 2021." The compliance was made within the time prescribed into the said notice and the scrip was not shifted to the 'Z' category. Presently there is no non compliance on the same.																		
4.	Not having Company secretary of the company for the quarter ended on June 30, 2021 and September 30, 2021.	The company was having the Company Secretary during said periods and the company has also received the waiver of fine by BSE for the quarter ended on June 30, 2021 & September 30, 2021. Presently there is no non compliance on the same.																		
5.	Not having Registrar and Share Transfer	The company was having the Registrar and Share																		

	Agent of the company for the quarter ended on June 30, 2021 and September 30, 2021.	Transfer Agent during said periods and the company has also received the waiver of fine by BSE for the quarter ended on June 30, 2021 & September 30, 2021. Presently there is no non compliance on the same.
The company is positive in receiving of waiver of fine whether partially or wholly positively.		

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

To
The Members of
Regent Enterprises Limited

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior Management of the Company.

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2022 as envisaged in Regulation 26(3) of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**.

**By order of the Board
For Regent Enterprises Limited**

**Date: 26th May, 2022
Place: Ghaziabad**

**Sd/-
Vikas Kumar
Whole Time Director
DIN: 05308192**

CERTIFICATION ON CORPORATE GOVERNANCE

To
**The Members of
Regent Enterprises Limited**

We have examined the compliance of conditions of Corporate Governance by **Regent Enterprises Limited** for the year ended 31st March, 2022 as stipulated in **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. The compliance of condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

**For Sharma Vijay & Associates
Practicing Company Secretaries**

Vijay Sharma**M. No.: ACS45793****COP: 19035****Peer Review Number: 2166/2022****DIN: A045793D000396847**

Date: 26/05/2022

Place: New Delhi

CERTIFICATE

**To,
Board of Directors,
Regent Enterprises Limited,
E-205(LGF), Greater Kailash-II, Delhi-110048**

Dear Sir(s),

In terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby confirm that :

A. we have reviewed financial statements and the cash flow statement for the year ended on March 31, 2022 and that to the best of their knowledge and belief:

- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the company affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

- (1) significant changes in internal control over financial reporting during the period;
- (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company internal control system over financial reporting.

For Regent Enterprises Limited

Sd/-

**(Vikas Kumar)
(Whole Time Director)****For Regent Enterprises Limited**

Sd/-

**(Ameet M Ganatra)
(Chief Financial Officer)**

Place: Ghaziabad.

Date: 26.05.2022

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Regent Enterprises Limited
Registered Office:
E-205 (LGF), Greater Kailash-II
New Delhi - 110048

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Regent Enterprises Limited having CIN L15500DL1994PLC153183 and having registered office at E-205 (LGF), Greater Kailash-II, New Delhi - 110048 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Following are the Directors on the Board of the Company as on the date of this certificate:

Sr. No.	Name of Director	DIN
1	VIKAS KUMAR	05308192
2	VEENU JAIN	06936574
3	NEERAJ SINGH	07863006
4	SACHIN JAIN	07865427

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

For **KJ & Associates**
Company Secretaries

Sd/-

(Rajesh K. Jha)
Partner

Place : New Delhi
Dated : 23/05/2022
UDIN : F006390D000367102

CP No. 5737
Peer Review No.1819/2022

NON-MANDATORY REQUIREMENTS

(Discretionary Requirements in terms of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1.	The Board (i) Non-Executive Chairman's office (ii) Tenure of Independent Directors.	:	None. In terms of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, All the independent directors have been reappointed for the second & final term of 5 years. It is confirmed that all the independent directors have resumed the office accordingly.
2.	Shareholders rights Half Yearly Financial Results and summary of significant events during the last six months may be sent to each household of shareholders.	:	The Financial Results and summary of significant events during the last six months were sent to the members as and when demanded by them members during the financial year.
3.	Modified opinion(s) in the Audit Report	:	There is no any modified opinion in the Audit Report by the statutory auditors. Hence the said clause is not applicable to the company. However the CFO of the company has made the declaration on the same in terms of the provisions of regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4.	Reporting of Internal Audit Report	:	The Internal Auditor of the company are free to report to the Audit Committee.

DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013, READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

(i) The percentage increase in remuneration of each Director, CFO, Company Secretary during the financial year 2021-22 and ratio of the remuneration of each Director to the median remuneration of employees of the Company for the financial year 2021-22 of the Company are as under:

(Amount in Rs.)

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for financial year 2021-2022	Remuneration of Director/KMP for Financial Year 2020-2021	% increase in Remuneration in the Financial Year	Ratio of remuneration/ to median remuneration of employees in the Financial Year
1.	Vikas Kumar (Whole Time Director)	6,60,000	6,00,000	10%	2.3:1
2.	Mr. Sachin Jain (Non Executive Director)	23,500	51,500	None	0.08:1
3.	Mrs. Veenu Jain (Independent Woman Director)	28,500	62,000	None	0.1:1
4.	Mr. Neeraj Singh (Independent Director)	28,500	62,000	None	0.1:1
5.	Kapil Arora (Company Secretary) (Till 18.09.2021)	143,000 (Part of the year)	3,00,000	None	1.01:1 (proportionately)
6.	Mamta Sharma (Company Secretary since 17.12.2021)	144,517 (Part of the year)	Nil	None	1.54:1 (proportionately)
7.	Ameet M Ganatra (CFO) ***	120,000	90000 (Part of the year)	None	0.43:1

Notes-

(ii) The median remuneration of employees of the Company was Rs. 2,82,000/- in the financial year 2021-22 which was Rs. 2,25,892/- during the previous financial year 2020-21 and the percentage increase in the median remuneration of employees in the financial year 2021-22 is 24.84%

(iii) There were 46 permanent employees on the rolls of the Company as on March 31, 2022.

(iv) average percentile increase already made in the salaries of employees is about 10%.

(v) There was no any employee in the company during the year 2021-22 whose remuneration exceeds the limits as specified under Rule 5(2)(i), 5(2)(ii) & 5(2)(iii). However the details of Top 10 employees of the company will be provided upon request made by any member to the company on legal@regententerprises.in.

(a) **Variations in the market capitalization of the Company:** The market capitalization as on March 31, 2022 was Rs. 11.84 Crore which was Rs. 9.16 Crore on March 31, 2021 in previous year)

(b) **Price Earnings ratio** of the Company is 9.32 as on March 31, 2022 and the same was Rs. (19.57) on March 31, 2021.

(vi) The key parameters for the variable component of remuneration availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

(vii) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

PARTICULARS UNDER SECTION 134(3) (m) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 FOR THE YEAR ENDED ON MARCH 31, 2022.

A) CONSERVATION OF ENERGY:

- ❖ Company ensures that the Packaging/Manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.
- ❖ Additional investments and proposals, if any, being implemented for reduction in consumption of energy:
- ❖ Packaging/Manufacturing process improvements to reduce overall cycle.
- ❖ Impact of measures a) and b) above for reduction of energy consumption and consequent impact on the cost of production of goods: As per Table A
- ❖ Total energy consumption and energy consumption per unit of production: As mentioned in Form-A.

B) TECHNOLOGY ABSORPTION:

Company's products are Packaged by using in-house know how and no outside technology is being used for manufacturing activities. Therefore no technology absorption is required.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

(Rupees in Lakhs)

Particulars	Year ended 2021-2022	Year ended 2020-2021
Total Foreign Exchange used	30.99	12.44
Total Foreign Exchange earned	-Nil-	-Nil-

FORM-A for disclosure of particulars with respect of Conservation of Energy:

(Rupees in Lakhs)

POWER & FUEL CONSUMPTION	2021-2022	2020-2021
Electricity Expenses	51.16	42.24
Boiler & Diesel Generator Set Fuel	22.97	28.23

INDEPENDENT AUDITORS' REPORT

To,
The Members
Regent Enterprises Limited

CIN: L15500DL1994PLC153183

Report on the Audit of the Standalone Financial Statements:**Opinion**

We have audited the accompanying standalone financial statements of **REGENT ENTERPRISES LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1	Sundry Balance Written off amounting to Rs 2.31 Crores as mentioned in Note no. 24 of the Financial Statements	The company has recognised the revenue for the balances written off as per the decision of the board of directors, as major part of balances are not required to be paid by the company which has been recognised as revenue during the year.
2	Bad Debts Written Off amounting to Rs 5.84 Crores as mentioned in Note No. 23 point 51 of the Financial Statements	The company foresees remote chances of recovery from sundry debtors, accordingly based on the conservative approach, the board of directors of the company has taken the decision to write off the bad debts.

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

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

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

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

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

Management's Responsibility for the Standalone Financial Statements:

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

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

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

Auditor's Responsibility for the audit of financial statements:

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c) Evaluate the appropriateness of accounting policies used and reasonableness of accounting estimates and related disclosures made by the Management.

d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

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

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.

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

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

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

Report on Other Legal and Regulatory Requirements:

1 As required by Section 143(3) of the Act, based on our audit we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 litigation affecting its financial position in its financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2022.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

FOR, PIPARA & CO LLP

Chartered Accountants FRN No. 107929W/W100219

Place : Ghaziabad

Date : 26-05-2022

Sd/-

NAMAN PIPARA

Partner M. No. 140234

UDIN: 22140234AJQGMM9008

Annexure 'A' to the Independent Auditor's Report of even date on the Financial Statements of REGENT ENTERPRISES LIMITED

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

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

We have Audited the Internal Financial Controls over Financial reporting of Regent Enterprises Limited (the "Company") as of March 31, 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls:

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

Auditor's Responsibility:

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial controls over financial reporting is process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements of external purposes in accordance with generally accepted accounting principles. A Company's Internal Financial Controls over Financial Reporting includes those policies and procedures that (1) pertain to maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets 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 expenditure of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial reporting

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

Opinion

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 Internal Control over financial reporting criteria established by the company considering the essential components of internal controls stated in the Guidance note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Annexure 'B' to the Independent Auditor's Report of even date on the Financial Statements of REGENT ENTERPRISES LIMITED**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Regent Enterprises Limited of even date)**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i) In respect of the Company's Property, Plant and Equipment and Intangible Assets: (a)
 - (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on our examination, we report that, no immovable properties are held in the name of the Company (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) as at the balance sheet date, hence reporting under clause 3(i)(c) of the Order is not applicable.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii)(a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 Crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- iii) The Company has made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:
- (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
- iii) (b) In our opinion, security deposits given and the terms and conditions of the same, during the year are, prima facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has not been stipulated and no repayments of principal amounts and receipts of interest has been received.
- (d) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has not been stipulated and hence the amount overdue for more than ninety days cannot be determined.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) In respect of loans granted by the Company which are in the nature of loans either repayable on demand or without specifying any terms or period of repayment amounting Rs 4.23 Crores which is 100% of the total loans granted.
- iv) Basis the legal opinion obtained from practicing company secretary and management representation for the parties covered under section 186, and according to the explanation and information furnished to us, the company had complied with -the provisions of section 185 and 186 of the Act. During the current year, the company has not provided any additional corporate guarantees and securities.
- v) In our opinion and according to the information and explanations given to us, the Company has accepted deposit from an entity within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder. Hence the directive issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regard to the deposits accepted from the public and provision of Para 3 (v) of the Order are applicable, which was subsequently reversed.
- vi) According to information and explanation given to us, the maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii) In respect of statutory dues:
- (a) According to 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, GST, indirect taxes and other material statutory dues have been generally deposited during the year by the company with the appropriate authorities. Amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Tax deducted at source, Goods and service tax, professional tax and tax collection at source have been deposited with the appropriate authorities and no dues were arrears for a period of more than six months from the date they became payable.
 - (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Nature of the Statute	Nature of dues	Forum where dispute is pending	Period to which the Amount Relates	Amount (in Rs)
Goods & Service Tax Act, 2017	Good and Service Tax	Deputy Commissioner Circle 7, CGST Audit Commissionerate, Meerut	2017-18 & 2018-19	48,99,444
Goods & Service Tax Act, 2017	Good and Service Tax	Asstt. Commissioner Sector-14 Ghaziabad	2019-20	2,43,983
Goods & Service Tax Act, 2017	Good and Service Tax	Asstt. Commissioner Sector-14 Ghaziabad	2019-20	3,73,294
Goods & Service Tax Act, 2017	Good and Service Tax	Appeallate Authority, State Tax Department, Dehradun	2021-22	1,23,450

viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- ix) (a) In respect of the Loan taken by the Company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) As informed to us by the management, the company has not been declared as wilful defaulter by any bank or financial institutions or other lenders.
- (c) In respect of the Loan taken by the Company, the term loans (Vehicle Loan) were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The company has not taken any additional funds during the year from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The company has not raised fresh loans during the year on the pledge of securities held in subsidiaries, associates or joint ventures.
- x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi) (a) Based upon the information and explanations given by the management, we have not noted any instance of fraud by the Company or on the Company by its officers or employees during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle-blower complaints was received till the date of this report, and hence reporting under clause 3 (xi) (c) is not applicable.
- xii) The Company is not a Nidhi Company as per the Nidhi Rules, 2014. Accordingly, the provision of the paragraph 3 clause (xii) of the order are not applicable.

- xiii) According to information and explanations given to us and on the basis of our examination of the books of accounts, and records, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Standalone Financial Statements as required by the applicable Ind AS.
- xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi) (a) The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the CARO 2020 is not applicable to the Company.
(b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India
(d) The Company is not in a Group so there is no other CIC as part of the Group.
- xvii) The Company has not incurred any cash losses in the financial year and the immediately preceding financial year.
- xviii) During the year, previous statutory auditors have continued. No such resignation has been given by auditor.
- xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities fall in 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) a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on any remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act
- xxi) The company does not have any Subsidiary \ Associate or Joint Venture Company. Accordingly, the provision of the clause 3 (xxi) of the order is not applicable.

FOR, PIPARA & CO LLP

Chartered Accountants FRN No. 107929W/W100219

Place : Ghaziabad**Date : 26-05-2022**

Sd/-

NAMAN PIPARA

Partner M. No. 140234

UDIN: 22140234AJQGMM9008

Balance Sheet as on 31st March, 2022

(Amount in Rs.)				
S.No	Particular's	Note No	As at March 31, 2022	As at March 31, 2021
	Assets			
1	Non-current assets			
(a)	Property, plant and equipment	1	23,79,945	18,25,007
(b)	Right-of-use Assets	2	63,84,840	105,44,994
(c)	Financial Assets			
	Loans	3.1	423,11,000	443,11,000
	Other Financial Assets	3.2	67,18,678	249,20,775
(d)	Deferred tax assets (net)	4	43,85,729	24,27,174
(e)	Other Non-Current Assets	10	56,40,171	50,05,944
2	Current assets			
(a)	Inventories	5	2015,69,630	1382,72,174
(b)	Financial assets			
	Trade Receivable	6	2765,95,260	3459,98,732
	Cash and Cash equivalent	7	53,99,776	64,50,408
	Bank Balances other than above	8	1,23,602	1,17,446
(c)	Current tax assets (net)	9	62,22,565	-
(d)	Other current assets	10	919,67,489	514,99,304
	TOTAL ASSETS		6496,98,679	6313,72,958
	Equity and Liabilities			
1	Equity			
(a)	Equity share capital	11	3345,63,480	3345,63,480
(b)	Other Equity	12	568,52,219	441,47,222
	Total Equity		3914,15,699	3787,10,702
2	Liabilities			
	Non-current liabilities			
(a)	Financial liabilities:			
(i)	Borrowings	13.1	3,88,658	12,90,468
(ii)	Lease Liabilities	13.2	30,44,440	55,81,684
(b)	Other Non-Current Liabilities	15	17,57,177	14,56,200
	Current liabilities			
(a)	Financial liabilities			
(i)	Borrowings	14.1	3,95,934	7,45,563
(ii)	Lease Liabilities	14.2	41,78,131	65,10,796
(iii)	Trade Payable	14.3		
	a) Total Outstanding dues of MSME		115,93,578	14,89,631
	b) Total Outstanding dues of Others than MSME		2227,44,238	1793,28,482
(b)	Other current liabilities	15	131,91,093	503,94,711
(c)	Provisions	16	9,89,731	58,64,721
	Total Liabilities		2582,82,980	2526,62,256
			-	
	TOTAL EQUITY AND LIABILITES		6496,98,679	6313,72,958

The accompanying notes are an integral part of the financial statements
As per our Report of even date attached

For Pipara & Co LLP
Chartered Accountants
FRN. 107929W/W100219

For and on behalf of Board of Directors
For Regent Enterprises Limited

Sd/-
Naman Pipara
Partner
M.No. 140234
UDIN:22140234AJQGMM9008

Sd/-
Vikas Kumar
Director
DIN: 05308192
Place: Ghaziabad

Sd/-
Sachin Jain
Director
DIN: 07865427
Place: Ghaziabad

Sd/-
Ameet M Ganatra
CFO
PAN: AHJPG7435P
Place: Ghaziabad

Place: Ghaziabad
Date: 26-05-2022

Sd/-
Mamta Sharma
Company Secretary
PAN-GURPS1484P
Place: Ghaziabad

Statement of Profit and Loss for the year ended 31st March, 2022

(Amount in Rs.)			
Particulars	Note No	As at March 31, 2022	As at March 31, 2021
Revenue from operations	17	64001,82,917	55661,65,986
Other income	18	466,92,825	9,25,703
Total Income		64468,75,742	55670,91,689
Expenses			
Cost of Material Purchased		62764,98,078	53631,74,295
Changes in inventories of Finished Goods	19	(632,97,456)	(565,92,869)
Employee benefits expense	20	203,53,404	188,94,090
Finance Cost	21	1,45,580	11,16,470
Depreciation and amortization expense	22	98,14,736	164,47,356
Other expenses	23	2153,06,793	2200,20,551
Total Expenses		64588,21,135	55630,59,893
Profit before Exceptional items and Tax		(119,45,393)	40,31,796
Exceptional items	24	231,02,271	(21,65,636)
Profit/(loss) before tax		111,56,878	18,66,160
Tax expense			
Current tax		-	87,71,220
Current tax expense relating to prior years		4,10,437	-
Deferred tax		(19,58,555)	(20,62,332)
Profit/(loss) for the year		127,04,996	(48,42,728)
Other comprehensive income			
(i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
(iii) Items that will be reclassified to profit or loss		-	-
(iv) Income tax relating to items that will be reclassified to profit or loss		-	-
Total comprehensive income for the period		127,04,996	(48,42,728)
Earnings per share			
(i) Basic	25	0.38	(0.14)
(ii) Diluted	25	0.38	(0.14)

*The accompanying notes are an integral part of the financial statements
As per our Report of even date attached*

For Pipara & Co LLP
Chartered Accountants
FRN. 107929W/W100219

For and on behalf of Board of Directors
For Regent Enterprises Limited

Sd/-
Naman Pipara
Partner
M.No. 140234
UDIN:22140234AJQGMM9008

Sd/-
Vikas Kumar
Director
DIN: 05308192
Place: Ghaziabad

Sd/-
Sachin Jain
Director
DIN: 07865427
Place: Ghaziabad

Sd/-
Ameet M Ganatra
CFO
PAN: AHJPG7435P
Place: Ghaziabad

Place: Ghaziabad

Date: 26-05-2022

Sd/-
Mamta Sharma
Company Secretary
PAN-GURPS1484P
Place: Ghaziabad

Statement of Cash Flows For the Year Ended 31st March, 2022

Particulars	As at March 31, 2022	As at March 31, 2021
Cash Flows from Operating Activities		
Net Profit Before tax	111,56,878	18,66,160
Adjustment For:		
Provision for Gratuity	2,03,211	2,14,096
Depreciation	98,14,736	164,47,356
(Profit)/ Loss on Sale of Fixed Assets	-	33,20,286
Interest Paid	1,57,149	2,14,981
Provision for Expenses and Interest Accured	(48,74,990)	1,13,994
Provision for Leave Encashment	97,766	95,219
Operating Profit before Working capital Changes	165,54,751	222,72,092
Adjustment for Changes in current Liabilities		
Trade Payable	535,19,703	(1519,15,345)
Other Current Liabilities	(398,85,912)	(55,30,828)
Adjustment for Changes in Current Assets		
Trade Receivable	694,03,472	381,12,172
Inventories	(632,97,456)	(565,92,869)
Other Current Assets	(466,90,750)	1156,00,701
Cash generated from operations	(103,96,192)	(380,54,077)
Income tax paid	4,10,437	33,02,439
Net cash from operating activities	(108,06,625)	(413,56,516)
Cash Flows from Investing Activities		
Purchase of Fixed Assets	(15,21,109)	(18,96,118)
Right to Use Assets	(47,04,039)	
Proceeds/ (Repayment) from Loan and other Current Assets	195,67,870	(47,35,944)
Proceed from sale of Fixed Assets	15,630	484,25,283
Profit on sale of Fixed Assets	-	(33,20,286)
Net cash from Investing activities	133,58,351	384,72,935
Cash Flows from Financing Activities		
Proceeds From Borrowing	(9,01,810)	(51,02,247)
Interest Paid	(1,57,149)	(2,14,981)
Repayment of Deposit	-	45,81,684
Payment of lease liability	(25,37,244)	(114,99,266)
Net cash from Financing activities	(35,96,203)	(122,34,810)
Net Increase/Decrease in cash & cash equivalent during the year	(10,44,477)	(151,18,391)
Add- Opening Cash & cash equivalent	65,67,854	216,86,245
Cash & cash equivalent at the end of the year	55,23,377	65,67,854

The accompanying notes are an integral part of the financial statements

As per our Report of even date attached

For Pipara & Co LLP
Chartered Accountants
FRN. 107929W/W100219

For and on behalf of Board of Directors
For Regent Enterprises Limited

Sd/-
Naman Pipara
Partner
M.No. 140234
UDIN:22140234AJQGMM9008

Sd/-
Vikas Kumar
Director
DIN- 05308192
Place: Ghaziabad

Sd/-
Sachin Jain
Director
DIN: 07865427
Place: Ghaziabad

Sd/-
Ameet M Ganatra
CFO
PAN: AHJPG7435P
Place: Ghaziabad

Place: Ghaziabad

Date: 26-05-2022

Sd/-
Mamta Sharma
Company Secretary
PAN-GURPS1484P
Place: Ghaziabad

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2022

A. EQUITY SHARE CAPITAL

S. No.	Particulars	As at 01.04.2021 (in Rs.)	Changes in Equity Share capital due to prior period errors	Restated Balance at the beginning of the current reporting period	Change during year 2021-22	As at 31.03.2022 (in Rs.)
1	Authorized Share Capital (Equity Share)	8000,00,000	-	8000,00,000	-	8000,00,000
	Total	8000,00,000	-	8000,00,000	-	8000,00,000
2	Issued, Subscribed & Fully Paid-up Share Capital	3345,63,480	-	3345,63,480	-	3345,63,480
	Total	3345,63,480	-	3345,63,480	-	3345,63,480

S. No.	Particulars	As at 01.04.2020 (in Rs.)	Changes in Equity Share capital due to prior period errors	Restated Balance at the beginning of the current reporting period	Change during year 2020-21	As at 31.03.2021 (in Rs.)
1	Authorized Share Capital (Equity Share)	8000,00,000	-	8000,00,000	-	8000,00,000
	Total	8000,00,000	-	8000,00,000	-	8000,00,000
2	Issued, Subscribed & Fully Paid-up Share Capital	3345,63,480	-	3345,63,480	-	3345,63,480
	Total	3345,63,480	-	3345,63,480	-	3345,63,480

B. OTHER EQUITY

S. No.	Particulars	Balance at the beginning of Reporting Period "01.04.2021"	Changes in accounting policy or prior period errors	Restated balance at the beginning of the current reporting period	Total Comprehensive Income for the Reporting Period	Dividends	Transfer to retained Earning	Any Other Changes	Balance at the end of the Reporting Period 31.03.2022	Figure at the Beginning of the Previous Reporting Period
1	Capital Reserve	109,24,100	-	109,24,100	-	-	-	-	109,24,100	109,24,100
2	Share Premium Reserve	243,00,000	-	243,00,000	-	-	-	-	243,00,000	243,00,000
3	General Reserve	172,24,041	-	172,24,041	-	-	-	-	172,24,041	172,24,041
4	Retained Earning/Profit & Loss Account	(83,00,919)	-	(83,00,919)	-	-	127,04,996	-	44,04,077	(83,00,919)
	Total	441,47,222	-	441,47,222	-	-	127,04,996	-	568,52,218	441,47,222

S. No.	Particulars	Balance at the beginning of Reporting Period "01.04.2020"	Changes in accounting policy or prior period errors	Restated balance at the beginning of the current reporting period "01.04.2020"	Total Comprehensive Income for the Reporting Period	Dividends	Transfer to retained Earning	Any Other Changes	Balance at the end of the Reporting Period 31.03.2021	Figure at the Beginning of the Previous Reporting Period
1	Capital Reserve	109,24,100	-	109,24,100	-	-	-	-	109,24,100	109,24,100
2	Share Premium Reserve	243,00,000	-	243,00,000	-	-	-	-	243,00,000	243,00,000
3	General Reserve	179,08,644	-	179,08,644	-	-	-	(6,84,603)	172,24,041	179,08,644
4	Retained Earning/Profit & Loss Account	(34,58,191)	-	(34,58,191)	-	-	(48,42,728)	-	(83,00,919)	(34,58,191)
	Total	496,74,554	-	496,74,554	-	-	(48,42,728)	(6,84,603)	441,47,223	496,74,553

The accompanying notes are an integral part of the financial statements
As per our Report of even date attached

For Pipara & Co LLP
Chartered Accountants
FRN. 107929W/W100219

For and on behalf of Board of Directors
For Regent Enterprises Limited

Sd/-
Naman Pipara
Partner
M.No. 140234
UDIN:22140234AJQGM9008

Sd/-
Mamta Sharma
Company Secretary
PAN: GURPS1484P
Place: Ghaziabad

Sd/-
Vikas Kumar
Director
DIN- 05308192
Place: Ghaziabad

Sd/-
Sachin Jain
Director
DIN- 07865427
Place: Ghaziabad

Sd/-
Ameet M Ganatr:
CFO
PAN-AHJPG7435F
Place: Ghaziabad

Place: Ghaziabad

Annexure - I**STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND PRACTICES**

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

1. BASIS OF PREPARATION: -

These standalone financial statements are prepared in accordance with Indian Accounting Standard (IndAS), under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The IndAS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or are vision to an existing accounting standard requires a change in the accounting policy hitherto in use.

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add upto the year- end figures reported in this statement.

2. CRITICAL ESTIMATES AND JUDGEMENTS: -

The preparation of Financial Statements requires estimates & assumptions to be made that affect the reported amount of assets & liability on the date of financial statements and the reported amount of revenues & expenses during the reporting period. The managements also need to exercise judgements in applying the accounting policies. This note provides an overview of the areas that involved a higher degree of judgement and of items which are more likely to be materially adjusted due to estimates and assumptions.

The area involving in critical estimation and judgement is:

- **Impairment of trade receivable:** Estimates and judgements are continually evaluated. They are based on historical experience and other factors including expectation of future events that may have a financial impact on the company and that are believe to be reasonable under the circumstances.

3. FAIR VALUE MEASUREMENT: -

The Group measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The fair value of an asset or a liability is measured using the assumptions that Market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

4. CURRENT AND NON-CURRENT CLASSIFICATION: -

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current by the Company when:

- (a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- (b) it holds the asset primarily for the purpose of trading;
- (c) it expects to realise the asset within twelve months after the reporting period;
- (d) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non- current.

A liability is treated as current by the Company when:

- (a) it expects to settle the liability in its normal operating cycle;
- (b) it holds the liability primarily for the purpose of trading;
- (c) the liability is due to be settled within twelve months after the reporting period;
- (d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. All other liabilities are classified as non-current.

5. PROPERTY, PLANT AND EQUIPMENT (PPE): -

- Property, plant and equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses under Cost Model. The cost of an item of property, plant and equipment comprises purchase price, borrowing cost if Capitalization criteria are met and directly attributable cost of bringing the assets to its working condition for the intended use.
- Costs of the day to-day servicing described as for the ‘repairs and maintenance’ are recognized in the statement of profit and loss in the period in which the same are incurred.
- Depreciation on property, plant and equipment, except freehold land, is provided as per cost model on Written down Value over the estimated useful lives.
- The estimated useful life of the assets is reviewed at the end of each financial year.

6. FINANCIAL ASSETS: -

Financial Assets are measured at amortized cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow Characteristics.

Investments: -

Long term investments are Valued on Fair Market Value on Year end and any Gain/Loss has been reported to Profit & Loss Account under other comprehensive Income.

Depreciation on Tangible Assets: -

Depreciation on tangible assets is calculated on WDV using the rates arrived at based on the useful as per Companies Act, 2013. The company has used the following useful lives to provide deprecation on its assets: -

Particulars	Useful lives estimated by management (Years)	Useful lives as per schedule II
Office Equipment	05	05
Furniture & Fixtures	10	10
Vehicles	08	08
Plant & Machinery	15	15
Building	6	30
Computer	3	3

- *Building is constructed on Lease hold land, which is initially taken on lease for 6 years only subject to further extension. So the useful life is taken accordingly.

7. INVENTORIES: -

Inventories are valued at the lower of cost and net realizable value.

- Inventory cost are derived by accumulating all the cost incurred to bring the Inventory to its present location and condition.
- Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

8. EARNING PER SHARE: -

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average of no of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average no of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

9. TAXATION: -

Income-tax expense comprises current tax and deferred tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognised, only if there is a virtual certainty of its realisation,

supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation. At each Balance Sheet date, the carrying amount of deferred tax assets is reviewed to reassure realisation. Minimum Alternative Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal tax during the specified period.

10. REVENUE RECOGNITION: -

A. Revenue from Sale of goods and Rendering Services:-

☐ The company recognises revenue when the company satisfies performance obligation by transferring promised goods or service (i.e, an asset) to a customer. An asset is transferred when the customer obtain control of that asset and it is probable that the company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customers.

Revenue is measured based on the transaction price as specified in the contract with the customer. The transaction price excludes amount collected on behalf of third parties such as Goods and service Tax (GST), Value added tax (VAT) etc. which the Company collects on behalf of the government.

B. Revenue: - Others

☐ Revenue in respect of other income is accounted on accrual basis except Insurance claim received. Insurance Claim are treated as Expenses in the Year in which it occurs and offered to income in the year in which it actually received.

☐ Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies.

11. EMPLOYEES BENEFITS: -

- Contribution to defined schemes such as provident fund, superannuating/pension benefits, gratuity employee's state insurance scheme is charged as incurred on accrual basis. These are in accordance with the respective Act's.

- Leave Encashment: -

As per the employment policy of the company the employees avail their annual Leave and provision for leave encashment is made on the basis of Actuarial Valuation.

- Gratuity: -

In accordance with the Payment of Gratuity Act, 1972, the company provides for gratuity covering all employees. The plan, subject to the above Act, provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment of an amount based in the respective employee's salary and the tenure of employment as per the Actuarial Valuation.

12. BORROWING COSTS: -

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to revenue.

13. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS: -

A provision is recognised when there is a present obligation as a result of a past event, that probably requires an outflow of resources and a reliable estimate can be made to settle the amount of obligation. Provision is not discounted to its present value and is determined based on the last estimate required to settle the obligation at the year end. These are reviewed at each year end and adjusted to reflect the best current estimate. Contingent liabilities are not recognised but disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

Note - 1 : Property, plant and equipment

Particular's	Plant and Equipments	Vehicles	Computer	Office Equipment	Good will	Softw are	Trade mark	Furniture & Fixture	Building	Lab Equipment	Electric Installation	Total
Cost or Valuation												
At 31st March, 2021	3,89,786	33,46,316	-	1,12,278	-	-	-	73,300	15,630	23,500	-	39,60,810
Addition	81,500	10,66,585	2,12,000	73,643	-	-	-	61,600	-	25,781	-	15,21,109
Disposals	-	-	-	-	-	-	-	-	15,630	-	-	15,630
At 31st March, 2022	4,71,286	44,12,901	2,12,000	1,85,921	-	-	-	1,34,900	0	49,281	-	54,66,290
Depreciation and Impairment												
At 31st March, 2020	119,23,489	15,03,278	71,42,970	4,14,302	-	-	-	41,612	84,19,783	93,311	11,07,131	306,45,876
Depreciation and Impairment	22,21,563	5,75,662	9,732	55,063	-	-	-	6,629	9,56,744	16,739	2,43,075	40,85,207
Disposals / Adjustment	(141,07,692)	-	(71,52,702)	(4,53,690)	-	-	-	(47,563)	(93,76,527)	(1,06,900)	(13,50,206)	(325,95,280)
At 31st March, 2021	37,359	20,78,940	-	15,675	-	-	-	678	-	3,150	-	21,35,802
Depreciation and Impairment	66,510	7,10,607	59,594	70,865	-	-	-	27,922	-	15,045	-	9,50,543
Disposals / Adjustment	-	-	-	-	-	-	-	-	-	-	-	-
At 31st March, 2022	1,03,869	27,89,547	59,594	86,540	-	-	-	28,600	-	18,195	-	30,86,345
Net Book Value												
at 31st March, 2022	3,67,417	16,23,354	1,52,406	99,381	-	-	-	1,06,300	0	31,086	-	23,79,945
at 31st March, 2021	3,52,427	12,67,376	-	96,603	-	-	-	72,622	15,630	20,350	-	18,25,007

Note :-

Useful life of Building considered 6 year due to Lease Agreement With Kribhco Limited is over a period of 6 year. Lease Period was started from 30.09.2018 and ended on 29.09.2024.

Notes to Financial Statements for the year ended 31st March, 2022

Note - 2 : Right of Use Assets

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Gross Carrying Cost		
	Transition Effect as on April 1, 2021	229,07,143	106,45,045
	Additions during the year	47,04,039	122,62,098
	As at March 31, 2022	276,11,182	229,07,143
	Depreciation		
	As on April 1, 2020	123,62,149	-
	Charges for the year	88,64,193	123,62,149
	As at March 31, 2022	212,26,342	123,62,149
	Net Carrying Cost		
	As at March 31, 2022	63,84,840	-
	As at March 31, 2021	-	105,44,994

Note - 3.1: Loans

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
3.1.1	Proworld Industries	-	20,00,000
3.1.2	Vishal Reality Management Limited	423,11,000	423,11,000
	Total	423,11,000	443,11,000

Note - 3.2: Other Financial Assets

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Security deposits		
3.2.1	-Revenue Department	10,81,678	3,39,775
3.2.2	-Kribhco Infra Limited*	29,25,000	225,00,000
3.2.3	-Rent	12,50,000	14,23,000
3.2.4	-Electricity Department Meerut	6,00,000	6,00,000
3.2.5	-Other Deposits	8,62,000	58,000
	Total	67,18,678	249,20,775

* The aforesaid security deposited with "Kribhco Infra Limited" and given for development of Material Handling Infrastructure for Transportation of Material through Railway Rake.

Note - 4: Deferred Tax Assets/(Liabilities)

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Opening Deferred Tax/(Liabilities)	24,27,174	3,64,842
4.1	-Recognized during the year -: Assets/(Liabilities)	19,58,555	20,62,332
	Total	43,85,729	24,27,174

Note- 5 : Inventories

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
5.1	Raw Material	-	-
5.2	Finished Goods includes Packing Material & Others	2015,69,630	1382,72,174
	Total	2015,69,630	1382,72,174

Note - 6: Trade Receivables

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Trade receivables		
6.1	Unsecured and Considered Good(More then 180 days)	-	599,09,066
6.2	Unsecured and considered good (Less then 180 days)	2768,56,261	2964,10,671
6.3	Doubtful	-	-
6.4	Provision for Doubtful Debts	(2,61,001)	(103,21,005)
	Total	2765,95,260	3459,98,732

1. No trade or other receivable are due from directors or other officers of the company either severally or jointly or any other person directly or indirectly connected with them.
2. No any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Note - 7: Cash and cash equivalent

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Balances with banks:		
7.1	-HDFC Bank Limited	15,39,732	35,32,700
7.2	-Kotak Mahindra Bank Limited	12,199	68,478
7.3	-Punjab National Bank	5,55,020	1,39,380
7.4	-Yes Bank Limited	24,39,661	13,94,120
7.5	-Indusind Bank Limited	59,697	59,697
7.6	Cash in hand	7,93,467	12,56,034
	Total	53,99,776	64,50,408

Note - 8: Bank Balances

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
8.1	FDR with Indusind Bank	1,11,000	1,11,000
8.2	Interest Accrued but not due	12,602	6,446
	Total	1,23,602	1,17,446

Note - 9: Current Tax Assets (Net)

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
9.1	Advance Tax, TCS & TDS	62,22,565	33,02,439
9.2	Less:- Provision for Taxation	-	(33,02,439)
	Total	62,22,565	-

Note - 10: Other Assets

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Non Current		
10.1	Withholding Taxes & Others	56,40,171	50,05,944
	Total Other Non-current Assets	56,40,171	50,05,944
	Current		
10.2	-GST Recoverable	-	82,57,769
10.3	-Input Tax Credit (GST)	229,92,682	233,28,458
10.4	Prepaid Expenses	6,18,767	3,60,448
10.5	Advance to Suppliers	404,31,434	140,30,723
10.6	Purchase in Transit	226,48,729	-
10.7	Interest Receivable	21,906	21,906
10.8	Other Advances	52,53,970	55,00,000
	Total	919,67,489	514,99,304

Ageing for trade receivable outstanding as at 31st March, 2022 is as follows:-

(Amount in Rs.)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivables – Considered Good	2742,46,250	-	-	-	-	2742,46,250
Undisputed Trade Receivables – Which have significant increase in Credit Risk	15,94,325	98,634	9,17,052	-	-	2610011
Undisputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables – Considered Good	-	-	-	-	-	-
Disputed Trade Receivables – Which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total						2768,56,261
Less : Provision for doubtful debt						(2,61,001)
Total Trade Receivable						2765,95,260

Ageing for trade receivable outstanding as at 31st March, 2021 is as follows:-

(Amount in Rs.)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Undisputed Trade Receivables – Considered Good	3041,36,911	-	-	-	-	3041,36,911
Undisputed Trade Receivables – Which have significant increase in Credit Risk	-	15,00,000	506,82,830	-	-	521,82,830
Undisputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables – Considered Good	-	-	-	-	-	-
Disputed Trade Receivables – Which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total						3563,19,737
Less : Provision for doubtful debt						(103,21,005)
Total Trade Receivable						3459,98,732

Note - 11 : Share Capital

(Amount in Rupees)

(a)	Authorised, Issued, Subscribed and paid-up share capital	As at March 31, 2022	As at March 31, 2021
11.1	Authorized shares capital 8,00,00,000 (Previous Year 8,00,00,000) equity shares of Rs.10/- each	8000,00,000	8000,00,000
11.2	Issued, subscribed and paid-up capital 3,34,56,348 (Previous Year 3,34,56,348) equity shares of Rs.10/- each	3345,63,480	3345,63,480
Total		3345,63,480	3345,63,480

(b) Rights / preferences / restrictions attached to equity shares

	<p>1. The Company has only one class of equity shares having a par value of Rs. 10 per share.</p> <p>2. Each Shareholder is eligible for one vote per share.</p> <p>3. The dividend proposed by the Board of Directors is subject to the approval of shareholders.</p> <p>4. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.</p>
--	---

(c) Details of shareholders holding more than 5% shares in the company

S.No	Name of Shareholder	As at March 31, 2022	As at March 31, 2021
1	Equity shares of Rs. 10 each fully paid up PARVATI MINERALS PRIVATE LIMITED -No. of Shares -% held	4000000 11.96%	4000000 11.96%
2	SAIANAND COMMERCIAL LIMITED -No. of Shares -% held	3500000 10.46%	3500000 10.46%
3	SWORD EDGE COMMERCIALS LTD -No. of Shares -% held	4000000 11.96%	4000000 11.96%

Note:-

As per the records of the company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Note-12: Other Equity

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
1	Reserve and Surplus		
(a)	Capital Reserve		
12.1	Opening Balance	109,24,100	109,24,100
	Addition/(Deduction) During the Year	-	-
	(A). Closing Balance:-	109,24,100	109,24,100
	Securities Premium reserve		
12.2	Opening Balance	243,00,000	243,00,000
	Addition/(Deduction) During the Year	-	-
	(B). Closing Balance:-	243,00,000	243,00,000
	General Reserve		
12.3	Opening Balance	172,24,041	179,08,644
	Addition/(Deduction) During the Year	-	(6,84,603)
	(C) Closing Balance:-	172,24,041	172,24,041
	Retained Earning		
12.4	Balance brought forward from previous year	(83,00,919)	(34,58,191)
	Add:-Transfer from Profit and Loss Account	127,04,996	(48,42,728)
	(D). Closing Balance:-	44,04,078	(83,00,919)
Total		568,52,219	441,47,222

Note:-

- Debit balance of statement of profit and loss shall be shown as a negative figure under the head 'Surplus'. Similarly, the balance of 'Reserves and Surplus', after adjusting negative balance of surplus, if any, shall be shown under the head 'Reserves and Surplus' even if the resulting figure is in the negative.

Disclosure of shareholding of promoters as at 31st March, 2022

Sr. No.	Shares held by promoters as at 31 st March, 2022			% Change during the year
	Promoter Name	No. of Shares	% of total Shares	
1	SECUROCROP SECURITIES INDIA PRIVATE LIMITED	3,75,865	1.12	NIL
Total		3,75,865	1.12	NIL

Disclosure of shareholding of promoters as at 31st March, 2021

Sr. No.	Shares held by promoters as at 31 st March, 2021			% Change during the year
	Promoter Name	No. of Shares	% of total Shares	
1	SECUROCROP SECURITIES INDIA PRIVATE LIMITED	3,75,865	1.12	NIL
Total		3,75,865	1.12	NIL

Note - 13.1 : Borrowings

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	<u>Secured</u>		
	From HDFC Bank Limited*		
13.1.1	- Agsinst hypothication of Vehicle for 35 Month @ 6.20% P.a	-	32,783
13.1.2	- Agsinst hypothication of Vehicle for 35 Month @ 6.20% P.a	-	32,685
13.1.3	- Agsinst hypothication of Vehicle for 35 Month @ 6.20% P.a	3,88,658	-
	<u>Unsecured</u>		
13.1.4	From Others	-	12,25,000
Total		3,88,658	12,90,468

* The secured loan taken from HDFC Bank Ltd. Against hypothication of two Commercial Vehicle for the tenure of 35 months with EMI amount to Rs. 32,950/- & Rs. 33,050/- respectively. Last EMI to be paid on 05.04.2022.

Note - 13.2 : Lease Liabilities

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
13.2.1	Lease Liability	30,44,440	55,81,684
Total		30,44,440	55,81,684

Note - 14.1: Other financial Liabilites

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Current Maturity of Long Term Debt		
14.1.1	-HDFC Bank Ltd.	3,95,934	7,45,563
Total		3,95,934	7,45,563

TRADE PAYABLE – AGEING SCHEDULE

Ageing for trade payable outstanding as at 31st March, 2022 is as follows:-

(Amount in Rs.)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1 – 2 Years	2 – 3 Years	More than 3 years	
MSME	115,93,578	-	-	-	115,93,578
Others	2227,44,238	-	-	-	2227,44,238
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	2343,37,816	-	-	-	2343,37,816

Ageing for trade payable outstanding as at 31st March, 2021 is as follows:-

(Amount in Rs.)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1 – 2 Years	2 – 3 Years	More than 3 years	
MSME	14,89,631	-	-	-	14,89,631
Others	1529,78,647	-	-	-	1529,78,647
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	263,49,835	263,49,835
Total	1544,68,278	-	-	263,49,835	1808,18,113

Note - 17 : Revenue from operations

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
17.1	Sale of Products*	64000,93,639	55659,92,036
17.2	Sale of Services	-	1,73,950
17.3	Other Operating Revenues	89,278	-
	Total	64001,82,917	55661,65,986

*The amount of Sales is reduced by the amount of Rs 1772.23 lakhs and Rs. 1450.59 lakhs relating to Inter-branch sales transactions for the financial year 2021-2022 and 2020-21 respectively.

Note - 18 : Other Income

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
18.1	Interest Income	34,055	4,54,642
18.2	Excess provision of doubtful debt	103,21,006	-
18.3	Other Income	363,37,764	4,71,061
	Total	466,92,825	9,25,703

Note - 19 : Inventories

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	Closing Stock		
19.1	Raw Material	-	-
19.2	Finished Goods/ Packing Material / Others	2015,69,630	1382,72,174
	Total	2015,69,630	1382,72,174
	Opening Stock		
19.3	Raw Material	-	-
19.4	Finished Goods/ Packing Material / Others	1382,72,174	816,79,305
		1382,72,174	816,79,305
	Changes In Inventory(Increase)/ decrease	(632,97,456)	(565,92,869)

Note - 20 : Employment Benefit Expenses

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
20.1	Salary,wages and other Perquisites	175,36,005	158,43,046
20.2	Contribution to EPF & ESIC	6,37,191	6,12,881
20.3	Bonus	6,18,421	4,74,006
20.4	Gratuity	2,78,646	2,14,098
20.5	Leave Encashment	1,00,259	1,18,747
20.6	Staff Welfare	4,42,382	8,55,812
20.7	Director Remuneration	6,60,000	6,00,000
20.8	Director Sitting Fees	80,500	1,75,500
	Total	203,53,404	188,94,090

Note - 21 : Financial Cost

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
21.1	Bank Charges	38,431	10,07,074
21.2	Interest on Vehicle Loan	1,07,149	1,09,396
	Total	1,45,580	11,16,470

Note - 22 : Depreciation & Amortised Cost

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
22.1	Depreciation Expenses	9,50,543	40,85,207
22.2	Amortization Expenses	88,64,193	123,62,149
	Total	98,14,736	164,47,356

Note - 23 : Other Expenses

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
	<u>Direct Expenses</u>		
23.1	Custom Duty	11,48,320	5,37,878
23.2	Freight & Carriage Inward	218,61,423	306,36,093
23.3	Custom Clearing Charges	2,21,700	60,095
23.4	Brokrage on Purchase	20,06,172	44,56,440
23.5	Storage tank Charges	2,43,960	1,73,950
23.6	Job Work Charges	145,32,062	117,16,114
23.7	Insurance (Oil)	8,12,500	6,87,500
23.8	Electricity Expenses	51,16,499	42,24,585
23.9	Boiler & Generator Maint.	22,96,805	28,23,042
23.10	Rent-Factory	1,36,535	9,07,080
23.11	Rent - Plant & Machinery	1,28,125	32,000
23.12	Laboratory Expenses	58,738	74,005
23.13	Foreign Exchange Fluctuation	1,74,793	21,340
23.14	Loss on Bargain Settlement	18,76,938	96,30,135
23.15	Interest on Direct Taxes	8,193	10,935
23.16	Interest on Indirect Taxes	55,75,768	10,58,813
23.17	Interest on Security Deposits	50,000	1,05,585
23.18	Rake Unloading & Handling Charges	168,75,000	-
	<u>Office and Administrative Expenses</u>		
23.19	Listing Fees	3,00,000	3,00,000
23.20	Payment To Auditors (Details Refer Note Below)	2,25,000	4,25,000
23.21	Printing & Stationery, Postage & Telegram Expenses.	1,00,780	1,35,021
23.22	Rent- office	3,34,800	3,75,200
23.23	Interest On Lease Liability	11,29,067	15,34,772
23.24	Misc.Expenses	7,57,820	7,80,557
23.25	Legal & Professional Charges	17,52,077	20,54,931
23.26	Business Promotion Expenses	21,38,724	4,88,820
23.27	Rate & taxes	2,09,950	5,39,656
23.28	Telephone & Internet Expenses	2,63,020	3,31,908
23.29	Insurance (Other)	4,96,783	4,59,599
23.30	Electricity Expenses	62,953	1,45,430
23.31	Filing Fee	5,800	24,100
23.32	Corporate Social Responsibility	-	2,11,000
23.33	Membership & Subscription	32,752	3,21,573
23.34	Vehicle Running & Maintenance	17,23,751	10,79,784
23.35	Repair & Maintenance	17,60,381	16,21,918
23.36	Conv. & Travelling Expenses	19,90,739	14,59,154
23.37	Security Expences	11,70,794	12,20,965
23.38	Trade Mark & Royalty Expenses	12,30,000	13,60,000
23.39	Income Tax Paid in respect of assessment of prior years	-	12,63,001
23.40	GST Paid (out of assessment order GST Authorities)	4,70,404	33,83,529
23.41	Loss on Sale of Fixed Assets	-	33,20,286
23.42	Fine & Penalty	2,25,000	-
	<u>Selling and Distribution Expenses</u>		
23.43	Advertisement Expenses	24,75,085	4,33,814
23.44	Commission & Brokerage	29,28,888	55,41,522
23.45	Freight and Cartage	521,42,010	345,35,720
23.46	Loading and Unloading Expenses	7,08,985	43,782
23.47	Rebate & Discount	71,13,356	52,32,010
23.48	Donation	10,000	11,231
23.49	Loss on Damaged Material	16,752	14,969
23.50	Licence Fees	1,03,960	2,13,560
23.51	Bad Debts Written off	583,86,709	670,87,880
23.52	Sales Promotion Expenses	16,55,921	65,93,264
23.53	Provision for Doubtful Debts	2,61,001	103,21,005
	Total	2153,06,793	2200,20,551

Note : Details of Payment made to auditor

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
1	Auditor's Remuneration Comprises:- To Statutory Auditor's .-Statutory and Tax Audit Fees	1,50,000	1,50,000
	.-Other Professional Fees	-	2,00,000
2	To Internal Auditor's .-Internal Audit Fees	75,000	75,000
	.-Other Professional Fees	-	-
	Total	2,25,000	4,25,000

Note - 24 : Extra ordinary item

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
24.1	Sundry Balance W/o	231,02,271	(21,65,636)
	Total	231,02,271	(21,65,636)

Note - 25 : Earning per share

(Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
1	Net profit attributable to equity shareholders		
	Profit after tax	127,04,996	(48,42,728)
2	Nominal value of equity share (Rs)	10	10
3	Total number of equity shares outstanding at the beginning of	334,56,348	334,56,348
4	Total number of equity shares outstanding at the end of the	334,56,348	334,56,348
5	Weighted average number of equity shares	334,56,348	334,56,348
6	Basic/ diluted earning per share (Rs)	0.38	(0.14)

Note - 26 : Corporate Social Resopibility

Purpose to Section 135 of the companies Act, 2013, the details as follows :-

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
1	Gross Amount Required to be spent (Not Applicable)	-	2,03,500
2	Amount Spent during the year on		
i.	Constration / acquisition of any assets	-	-
ii.	On purpose other than above	-	2,11,000

Note - 27 : Dues to micro, small and medium enterprises

In Terms of requirments of the Micro, Small and Medium Enterprises Development Act, 2006, the Company has Continuously sought confirmation. Based on the infromation available with the company there are no principal / interest amount due to micro and small enterprises

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
1	The principal amount and the interest due (to be shown separately) thereon remaining unpaid to any supplier as at the end of the accounting year; Principal due as at end of the year Rs. 14,89,631 and Interest due as at year end Rs. 0)	115,93,578	14,89,631
2	The amount of interest paid by the Company in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amounts of the payment made to the supplier beyond the appointed day during accounting year;	-	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
4	The amount of interest accrued and remaining unpaid at the end of the accounting year; and	-	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-

Note - 28 : Employee Benefits

The following table sets out the details of the defined retirement plans and the amounts recognised in the financial statements:

These defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

A Reconciliation of net defined benefit liability/assets

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit liability/ assets and its components:

Particulars	As on 31 st March 2022		As on 31 st March 2021	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Obligation at the beginning of the year	7,27,390	3,45,599	5,13,294	2,50,380
Current service cost	2,68,094	1,47,274	2,34,481	1,37,313
Interest cost	48,662	23,121	34,904	17,026
Past service cost	-	-	-	-
Benefits settled	-	(1,923)	-	(23,528)
Actuarial (gains)/ losses recognised in the year	(38,110)	(70,136)	(55,289)	(35,592)
Present Value of Obligation as at the end of the year	10,06,036	4,43,935	7,27,390	3,45,599

B Amount recognised in Balance sheet

Particulars	As on 31 st March 2022		As on 31 st March 2021	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Present value of the Obligation as at end of the year	10,06,036	4,43,935	7,27,390	3,45,599
Fair Value of Plan assets at year end	-	-	-	-
Net assets/(liability) recognized in balance sheet	(10,06,036)	(4,43,935)	(7,27,390)	(3,45,599)

C Assets and liabilities relating to employee benefits

Particulars	As on 31 st March 2022		As on 31 st March 2021	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Net defined benefit liability	10,06,036	4,43,935	7,27,390	3,45,599
Total employee benefit liability	10,06,036	4,43,935	7,27,390	3,45,599
Current (Refer Note no. 16)	1,37,163	55,631	61,728	55,061
Non-Current (Refer Note No. 15)	8,68,873	3,88,304	6,65,662	2,90,538

D Expense recognised in profit or loss

Particulars	As on 31 st March 2022		As on 31 st March 2021	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Current service cost	2,68,094	1,47,274	2,34,481	1,37,313
Past Service Cost	-	-	-	-
Interest cost	48,662	23,121	34,904	17,026
Actuarial (gains)/ losses recognised in the year	(38,110)	(70,136)	(55,289)	(35,592)
Net cost recognized for the year	2,78,646	1,00,259	2,14,096	1,18,747

E Major Actuarial Assumptions

Particulars	As on 31 st March 2022		As on 31 st March 2021	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Discount rate	6.69%	6.69%	6.69%	6.69%
Future salary growth	5.00%	5.00%	5.00%	5.00%
Mortality Table	100% IALM (2012 - 14)		100% IALM (2012 - 14)	
Method Used	Projected unit credit (PUC) Method		Projected unit credit (PUC) Method	

The Company expects to pay Rs. 350712/- & Rs. 117874/- contributions to Gratuity and Leave Encashment in FY 2022-23.

Ratios

The following are analytical ratios for the year ended March 31, 2022 and March 31, 2021

Particulars	Numerator	Denominator	31 st March 2022	31 st March 2021	Difference	Variance	Reasons for Variance (in case of deviation for more than 25%)
Current Ratio	Current assets	Current liabilities	79.64%	56.59%	23%	41%	Current Ratio is improved because of the favourable trade receivable collection and improved trade payable payment.
Debt - Equity Ratio	Total Debt (represents lease liabilities)	Shareholder's Equity	2.05%	3.73%	-2%	-45%	Improved Due to Repayment of Borrowing this year (Term Loan)
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	-253.01%	1060.67%	-1314%	-124%	Losses due to high cost of material purchased had resulted into un-favourable DSCR
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	3.80%	-1.45%	5%	-362%	Because of Credit Balance Written off. Operations are in loss
Inventory Turnover Ratio	Cost of Material Consumed	Average Inventory	3693.78%	4876.69%	-1183%	-24%	Not Applicable
Trade receivables turnover ratio (in Days)	Revenue	Average Trade Receivable	18	24	6	26%	Improved due to balance written off
Trade payables turnover ratio (In Days)	Purchases of services and other expenses	Average Trade Payables	12	17	5	31%	Improved due to balance written off
Net capital turnover ratio	Revenue	Working Capital	1960.81%	1868.13%	93%	5%	Not Applicable
Net profit ratio	Net Profit	Revenue	0.20%	-0.09%	0.28%	-327%	Because of Credit Balance Written off. Operations are in loss
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	-2.98%	0.75%	-4%	-495%	Because of high material purchase price in case of High Sea Transactions
Return on Investment(ROI)	NA	NA	NA	NA	NA	NA	Not Applicable

Note - 29 : Related Party Disclosures (Amount in Rupees)

S.No	Particulars	As at March 31, 2022	As at March 31, 2021
A	The following is a summary of significant related party transaction: Director and relative of the director of the company		
1	Vikas Kumar (Salary)	6,60,000	6,00,000
2	Sachin Jain (Director Sitting Fees)	26,000	51,500
3	Veenu Jain (Director Sitting Fees)	28,500	62,000
4	Neeraj Singh (Director Sitting Fees)	28,500	62,000

Note - 30 : Lease

The company has entered into a operating lease with Kribhco Infrastructure Limited for setting up its packing plant at annual lease rent of 25,00,000/-.

Note - 31 : Contigent Liabilities

S. No	Contingency	Authority	Amount (Rs.)
1	Amount deposited on account of demand against reverse charge on Ocean Freight, raised by the GST department during audit for the financial year 2017- 18 & 2018-19.	Goods and Services Tax Authority	48,99,444
2	VAT/GST Demand for F.Y. 2016-17 with Commercial Tax Department, Ghaziabad under dispute	Commercial Tax Department, Ghaziabad	4,13,855
Total			53,13,299

Note - 32 : Covid - 19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these standalone financial statements including the recoverability of carrying amounts of financial and non financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company has, at the date of approval of these financial statements, used internal and external sources of information including credit reports and related information and economic forecasts and expects that the carrying amount of these assets will be recovered. The impact of COVID19 on the Company's financial statements may differ from that estimated as at the date of approval of these standalone financial statements.

Note 33. Previous year figures are regrouped/rearrange wherever necessary to conform to this year's classification.

Note 34. Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as Annexure I.

For Pipara & Co LLP
Chartered Accountants
FRN. 107929W/W100219

For and on behalf of Board of Directors
For Regent Enterprises Limited

Sd/-
Naman Pipara
Partner
M.No. 140234
UDIN:22140234AJQGMM9008

Sd/-
Vikas Kumar
Director
DIN: 05308192
Place: Ghaziabad

Sd/-
Sachin Jain
Director
DIN: 07865427
Place: Ghaziabad

Sd/-
Ameet M Ganatra
CFO
PAN: AHJPG7435P
Place: Ghaziabad

Place: Ghaziabad

Date: 26-05-2022

Sd/-
Mamta Sharma
Company Secretary
PAN-GURPS1484P
Place: Ghaziabad

fssai
Lic. No.
10018051002346



📍 Plot no. 99, Kribhco Infrastructure Compound,
Mohiuddinpur, Distt. – Meerut (U.P.)

Phone : 📞 +91 97117194436 | Email : Info@regententerprises.in

For more information visit : www.regententerprises.in