

# ENVAIR ELECTRODYNE LTD.



06.09.2022

To,

The Stock Exchange, Mumbai  
PhirozeJeejeebhoy Towers,  
Floor 25, Dalal Street  
Mumbai - 400 001

**Scrip Code: 500246**

**Sub:** Annual Report for the financial year 2021-22

Dear Sir,

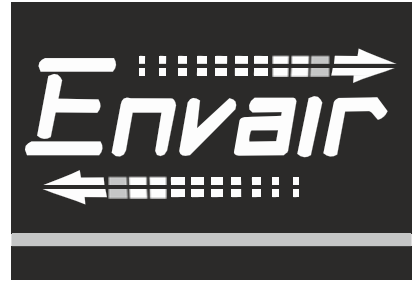
Pursuant to Regulation 30 & 34 (1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015, Please find enclosed herewith copy of Annual Report for the F.Y. 2021-22 for 40th Annual General meeting of the Company to be held on 29th September, 2022.

This is for your information and records.  
Thanking you,

**FOR ENVAIR ELECTRODYNE LTD**

A handwritten signature in blue ink, appearing to read "Anil Nagpal", is written over a horizontal line.

**Anil Nagpal**  
**Managing Director**



EnrichingEnvironment

**40<sup>TH</sup>**  
**ANNUAL REPORT**  
**2021-2022**

**ENVAIR ELECTRODYNE LIMITED**

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## CORPORATE INFORMATION

### BOARD OF DIRECTORS

<b>NAME</b>	<b>DESIGNATION</b>
Mr. Anil Nagpal	Managing Director
Mr. Harish Agarwal	Non-Exe Director
Mr. Archit Aggarwal	Non-Exe Director (Resigned on 15-03-2022)
Mrs. Prachi Narula	Women Independent Director
Mr. Anis Ahmad Quraishi	Independent Director (Appointed on 31-07-2021)

### OTHER KEY MANAGERIAL PERSONNEL

<b>NAME</b>	<b>DESIGNATION</b>
CS Abhimanyu	(Appointed on 01-07-2021)
Mr. Praveen	Chief Financial Officer (Appointed on 01-02-2021 & Resigned on 25-02-2022)

<p><b><u>Statutory Auditor:</u></b></p> <p>M/s C.V. Chitale &amp; Co. Chartered Accountants 3, Gurukrupa, 1317, ShukrawarPeth Off Bajirao Road PUNE 411 002</p> <p><b><u>Internal Auditor</u></b></p> <p>Devesh Shah &amp; Co. Mumbai</p>	<p><b><u>Secretarial Auditor</u></b></p> <p>Mrs. Tanu Sharma Company Secretary in Practice, Chandigarh</p> <p><b><u>Banker</u></b></p> <p>Bank of India, Pimpri, Pune 411 018 IDBI Bank, Nigdi, Pune 411 044</p>
<p><b><u>Name of the stock exchange</u></b></p> <p>BSE Ltd.</p>	<p><b><u>Registered office &amp; Works</u></b></p> <p>117, 'S'Block MIDC Bhosari Pune 411026 E-mail id- info@envair.in Website: www.envair.in</p>

### Name of Registrar & Transfer Agent : Universal Capital Securities Pvt. Ltd.

C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083.

**NOTICE**

Notice is hereby given that the **40<sup>th</sup> Annual General Meeting** of Envair Electrodyne Ltd. will be held on Thursday, 29th September, 2022 at 11.00 a.m. through video conferencing or other Audio visual means. The Venue of the meeting shall be deemed to be the Registered office of the Company situated at 117 General Block, M I D C, Bhosari, Pune, Maharashtra - 411026 to transact the following business :-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2022 together with the Board's Report & Auditor's Report thereon.
2. To appoint a Director in place of Mr. Harish Kumar Agarwal (Din: 02185002) who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Sixth consecutive Annual General Meeting and to fix their remuneration.

**"RESOLVED THAT** pursuant to Sections 139, 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Vipul M. Shah & Associates, Chartered Accountants (Registration No. 117853W), be and is hereby appointed as the Statutory Auditors of the Company commencing from the conclusion of this Annual General Meeting till the conclusion of Sixth consecutive Annual General Meeting at a remuneration to be fixed by the Audit Committee and/or Board of Directors of the Company, in addition to the reimbursement of applicable taxes and actual out of pocket and travelling expenses incurred in connection with the audit and billed progressively."

**SPECIAL BUSINESSES:**

4. Shifting of Registered office of the Company:

To consider and if thought Fit, to pass, with or without Modification, following Resolution as Special Resolution:

**"RESOLVED THAT** pursuant to Section 12 of Companies Act 2013 and other applicable provisions of Companies Act, 2013 read with Companies (Incorporation) Rules, 2014, including any statutory amendments thereof for the time being in force and subject to the confirmation from the Office of Regional Director and such other consents, permissions and approvals, as may be required, the consent of Members of the Company be and hereby accorded to shift of Registered office of the Company from its current address 117 General Block, M I D C, Bhosari, Pune, Maharashtra - 411026 within jurisdiction of ROC Pune to 203, Plot No. 109, the Summit Premises Coop Society Level 2, Vile Parle (E), Mumbai City MH 400057 within jurisdiction of ROC Mumbai."

**"RESOLVED FURTHER THAT** Mr. Anil Nagpal, Managing Director of the Company or Mr. Harish Kumar Agarwal, Director of the Company be and are severally authorized to file the necessary forms, papers and documents and arrange to issue newspaper advertisement, submit, alter and modify all documents to be submitted with concerned authorities from time to time, to represent, either in person or authorize under a power of attorney, such other persons as me be deemed necessary and generally to do all such acts, deeds and things as may be required to give effect to the foregoing resolutions."

**NOTES:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of
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Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

- 2 Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
  - 3 The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
  - 4 The attendance of the members attending the AGM through VC/ OAVM will be count for the purpose of reckoning the quorum under section 103 of the Companies Act 2013.
  - 5 Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
  - 6 In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.evair.in](http://www.evair.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
  - 7 The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
  - 8 In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.
  - 9 The Explanatory statement pursuant to section 102 of Companies Act 2013 which sets out details relating to special business at the meeting is annexed and forms part of notice.
  - 10 The Register of Members and share transfer books of the Company will remain closed from 23.09.2022 to 29.09.2022 (both days inclusive).
  - 11 E-voting facility to all the Members has been provided through the E-voting platform of CDSL and the company has appointed Mrs. Tanu Sharma, Practicing Company Secretary as Scrutinizer for the E-voting process. Instructions & manner of the process have been detailed in the enclosures forwarded to all members. The Scrutinizer will make a report to the Chairman of the Company, of the votes cast in favour & against and the results on the resolutions along with Scrutinizer's report will be available on the Website of the company within two working days of the same being passed.
  - 12 Members are requested to immediately notify the Company/ Registrar & Transfer Agent, Universal
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Capital Securities Pvt. Ltd., 21, Shakil Niwas, Mahakali Caves Road, Andheri (East), Mumbai 400 093, of any change in their address and email id and Members whose Shares are held in Demat Form are requested to notify the Depository participant of any change in their address.

13. Members whose Shares are held in Demat Form are requested to notify the Depository participant of any change in their address.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agent.
15. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evotingindia.com](http://www.evotingindia.com) to reset the password.
16. Members of the Company are requested to note that pursuant to section 124(6) of the Act, in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company within a period of 30 days of such shares becoming due to transferred to IEPF. Please note that the dividend remaining unclaimed / unpaid for a period of seven years from the date of its transfer to Unclaimed Dividend Account shall be credited to the Investor Education and Protection Fund ('the Fund') set up by the Central Government. The members who have so far not claimed the dividends declared for the Financial Years 2012-13 are requested to make their claim with the Company immediately. The Company has uploaded the details of such shareholders on the website of the Company at [www.envair.in](http://www.envair.in). Further, the members who have not encashed dividend in previous consecutive seven years are requested to approach the Company at [cs@envair.in](mailto:cs@envair.in) for claiming the same as early as possible, to avoid transfer of the relevant shares to the IEPF demat account.

As the 40<sup>th</sup> AGM is being held through VC therefore the route map is not annexed to this notice.

17. For any other queries relation to the shares of the Company, you may contact the share transfer agent at the following address:

Universal Capital Securities Pvt. Ltd.  
(Registrar & Share Transfer Agent)  
C 101, 247 Park,  
LBS Road, Vikhroli West,  
Mumbai – 400083.  
Tel Nos.: (022) 28207203-05  
Fax No. : (022) 28207207  
Email id : [info@unisec.in](mailto:info@unisec.in)

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 26/09/2022, 09.00 AM and ends on 28/09/2022, 05.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22/09/2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
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- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> </ol>



	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>

Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>
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- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
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- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@envair.in](mailto:cs@envair.in) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013:**

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (the Act) sets out all material facts relating to the business mentioned above of the accompanying notice.

**Item No.4 Shifting of Registered office of the Company:**

The Registered office of the Company is shifted from its current address 117 General Block, M I D C, Bhosari, Pune, Maharashtra - 411026 within jurisdiction of ROC Pune to 203, Plot No. 109, the Summit Premises Coop Society Level 2, Vile Parle (E), Mumbai City MH 400057 within jurisdiction of ROC Mumbai for operational conveniences and in order to save Company cost of extra rent being paid for Registered Office.

The Board of Directors in its meeting held on 27/08/2022 have approved the shifting of Registered office of the Company from its current address 117 General Block, M I D C, Bhosari, Pune, Maharashtra - 411026 within jurisdiction of ROC Pune to 203, Plot No. 109, the Summit Premises Coop Society Level 2, Vile Parle (E), Mumbai City MH 400057 within jurisdiction of ROC Mumbai.

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# 40<sup>TH</sup> ANNUAL REPORT

2021-22

In Accordance with Section 12 (5) of Companies Act, 2013 the Company can shift the registered office from the jurisdiction of one ROC to another ROC within the same state after obtaining the approval of the members through a special resolution and subject to confirmation form the Regional Director. The Shifting of Registered office of the Company is proposed by the Board in the best interest of the Company, its members and concerned stakeholders.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding in the Company.

The Board recommends the passing of the resolution set out in Item No. 4 of the accompanying notice as a Special Resolution.

By order of the Board of Directors  
For **ENVAIR ELECTRODYNE LTD.**

Place: Chandigarh  
Date: 27<sup>th</sup> August, 2022  
Envair Electrodyne Ltd.  
CIN: L29307MH1981PLC023810  
117 S Block, M I D C Bhosari  
Pune MH - 411026

**Anil Nagpal**  
Managing Director

## ANNEXURE TO THE NOTICE

### Details of the directors seeking re-appointment in the ensuing Annual General Meeting.

The Statement of Disclosures pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) 2015 and Secretarial Standard - 2 on General Meetings is as under:

NAME OF THE DIRECTOR	Mr. Harish Kumar Agarwal
DIN	02185002
DESIGNATION	DIRECTOR
DATE OF APPOINTMENT	11/05/2018
DATE OF BIRTH	24-12-1961
QUALIFICATION	Graduate in Commerce
BRIEF RESUME & EXPERTISE IN SPECIFIC FUNCTIONAL AREA OF THE DIRECTOR	30 years' experience in construction, manufacturing, and logistics with expertise in financial administration and project management.
DIRECTORSHIP HELD IN OTHER COMPANY	Seven
MEMBERSHIP OF COMMITTEE	Audit Committee & Nomination and Remuneration Committee
NO. OF EQUITY SHARES	822700
RELATIONSHIP BETWEEN DIRECTORS	NONE
NO. OF BOARD MEETINGS ATTENDED DURING THE F.Y 2021-22.	Seven

## BOARD'S REPORT

To,  
The Members

Envair Electrodyne Ltd.

Your Directors are pleased to present your Company's 40<sup>th</sup> Board's Report, together with the Audited Financial Statement for the Financial Year ended on 31<sup>st</sup> March 2022:

### 1. FINANCIAL RESULTS

Particulars	Current Year 2021-22	Previous Year 2020-21
Income Earned During the year	48,599,526	7,908,937
Profit before Taxes & Other adjustments	(7,704,064)	(16,063,687)
Add prior period income	-	-
Profit before Taxes	(7,704,064)	(16,063,687)
Less Provisions for Taxes		
Less Current Tax		
Add/ (Less) Deferred Tax		
Profit for the period	(7,704,064)	(16,063,687)
Add: Item not classified to profit & loss	(36,813)	3,34,912
Total Comprehensive Income	(7,740,877)	(15,728,775)
Profits carried forward from previous year	(60,502,157)	(44,773,382)
Less proposed Dividend		
Less Dividend Distribution Tax		
Profits c/f to Balance Sheet	(68,243,035)	(60,502,157)

### 2. CHANGE IN NATURE OF BUSINESS IF ANY

During the year under review, there is no change in the nature of business.

### 3. EXTRACT OF ANNUAL RETURN & WEB LINK OF ANNUAL RETURN

The extract of Annual Return as on 31<sup>st</sup> March 2022, pursuant to the provisions of Section 92 of the Companies Act, 2013 and Rules framed there under, in the prescribed Form MGT-9 is annexed to this report as "Annexure2"

The copy of annual return is available on the Company website [www.envair.in](http://www.envair.in)

### 4. NUMBER OF BOARD MEETINGS

The Board of Directors duly met 8 times during the financial year 2021-22. During the year, the meetings of the Board of Directors of the Company were held on 30.06.2021, 31.07.2021, 14.08.2021, 30.03.2021, 13.11.2021, 31.12.2021, 14.02.2022, 19.03.2022 respectively.

### 5. AUDIT COMMITTEE MEETING

The Company has duly constituted Audit Committee. The Audit Committee was reconstituted by the Board

and consist 4 members. They have vast experience and knowledge of Corporate affairs and Financial management and possess strong accounting and financial Management expertise. All their recommendation made by the Audit committee were accepted by the Board.

### 6. MANAGEMENT DISCUSSION & ANALYSIS

Sales Increased by 584.40 % compared to previous year. The Company has shored up its network and it now stand at Rs. 24,715,410/-.

The Company is incurring losses in business during past number of years. The turnover of it has receded over a period. Reasons for the losses have been identified and analysed. The Company has been taken over by the new management, a couple of years ago. The management is taking strategic decisions to address issues of continued functioning of the Company. Certain new products of the existing line of products, e.g. Automatic Disinfectant Device, Plasma Air Purifier, Auto Door with Attendance system Air Showers etc. are under development. These products will be introduced during the coming twelve months. Contract manufacturing is also under consideration. Measures to achieve cost reduction and competitive sales price have been initiated. These actions expected to provide handsome contribution.

Further, additional steps such as innovation in quality of products and services delivered, infrastructure and resources at disposal, efforts for business prospects being undertaken, strong customer base, etc. are being adopted. The management, in this background, is of the view that it will be able to perform and operate above breakeven point in a foreseeable future.

In view of this, preparation of financial statements on the assumption that the Company is a going concern is appropriate.

### 7. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Act, the Board hereby submits its Responsibility Statement:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;

- e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **8. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTOR**

All the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Act and Clause 49 of the Listing Agreement so as to qualify themselves to be continued as Independent Directors under the provisions of the Act and the relevant Rules.

#### **9. SHARE CAPITAL**

There was no change in Share Capital during the year.

#### **10. NOMINATION AND REMUNERATION COMMITTEE**

The company has duly established Nomination & Remuneration Committee. The Committee has presented to the Board the policy with respect to remuneration to the Directors, Key Managerial Personnel and other employees

#### **11. DIRECTOR'S APPOINTMENT AND REMUNERATION**

As per Clause 128 of the Article of Association of the Company, one third strength of the Board is required to retire by rotation at the ensuing Annual General Meeting.

Mr. Anil Nagpal, Director will retire by rotation.

#### **12. AUDITORS:**

##### **a) Statutory Auditors:**

The Shareholders at the 35<sup>th</sup> Annual General Meeting appointed M/s C.V. Chitale, Chartered Accountants (Firm Registration no. 126338W) Pune as statutory Auditor's of the Company for a period of five years.

Now, in the 40<sup>th</sup> Annual General Meeting, the Shareholders of the Company have appointed M/s. Vipul M. Shah & Associates as statutory Auditor of the Company for a period of five years.

In response to the qualification specified by the statutory auditor, the management views are as under:

The Company and management has not been operating in its full capacity and the Management has also sold its Land and Building. Company does not has enough Staff to Complete the Verification of all its Trade Receivables, But in the coming years it is expected to resume the operations as a trading concern and comply with all the pending Compliances.

##### **b) Secretarial Auditors:**

Mrs. Tanu Sharma, Company Secretary in Practice having Membership no. FCS 21041 was appointed to conduct the Secretarial Audit of the Company for the

F.Y. 2021-22 as required under section 204 of the Act and Rule made there Rule under. The Secretarial Audit report, in form MR-3 for the F.Y. 2021-22 is annexed to this report.

##### **c) Internal Auditor**

Devesh Shah & Co., Chartered Accountants are the Internal Auditor of the Company.

#### **13. PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS**

During the Financial Year, your Company has not given any loan, guarantees & investments covered under Section 186 of the Companies Act, 2013.

#### **14. RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year 2021-22 were on an arm's length basis and were in the ordinary course of business. All related party transactions are placed before the Audit Committee as also the Board for approval.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company except remuneration paid to the Executive Director as per the Companies Act, 2013.

The particulars of Transactions with related parties in prescribed form under Section 134 of the Companies Act, 2013 has been mentioned in Note No. 33 (13) of the Financial Statements.

#### **15. RESERVES**

The company proposes to carry Rs. (1,54,21,99)/- to Reserves after adjusting previous loss of Rs. (1,54,21,994)/- from current year loss of Rs. (15,728,775)/-. This makes Equity plus other Equity as Rs. 3,24,56,287/-.

#### **16. DIVIDEND**

Since there was no operational profit, The Board has not recommended any dividend during the Financial Year 2020-21.

#### **17. MATERIAL CHANGES & COMMITMENTS BETWEEN THE DATE OF THE BALANCE SHEET & THE DATE OF REPORT**

There are no material changes between the date of Balance Sheet & the date of this report that would affect the financial position of the Company.

#### **18. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE&OUTGO**

Information required under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is given in "Annexure1" attached to this Report.

#### **19. RISK MANAGEMENT POLICY**

Risk of obsolescence of products, manufacturing equipment's & processes are regularly evaluated.



## 20. CORPORATE SOCIAL RESPONSIBILITY

Since the Company's net worth does not exceed Rs. 500 crores or Company's turnover does not exceed Rs. 1000 crores or the Company's net profit does not exceed Rs. 5 crore for any financial year, the

provisions of section 135 of the Companies Act, 2013.

## 21. FORMAL ANNUAL EVALUATION

The Board has formulated a Board Evaluation Policy for evaluation of Individual Directors as well as the entire Board & Committees of the Board. The Evaluation frame work is divided in to parameters based on the various performance criteria to be done annually. The evaluation for the year ended 31st March, 2020 has been completed

## 22. ENVIRONMENT & SAFETY

The Company is aware of the importance of environment clean.

## 23. DETAILS OF FRAUDS REPORTED BY AUDITORS:

There are no frauds against the Company reported by the Auditors for the period under report.

## 24. VIGIL MECHANISM

As per Provisions of Section 177 (9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors & employees has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.envair.in](http://www.envair.in) under Investors/ policy documents/ Vigil Mechanism Policy link.

## 25. IMPACT OF CORONA VIRUS ON GOING CONCERN

The COVID-19 pandemic has been the defining global health crisis of our time and has already spread very fast across the world. But it is much more than a health crisis and is having an unprecedented impact on people and economies worldwide. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business.

## 26. DISCLOSURES PURSUANT TO SECTION 197 (12) OF THE COMPANIES ACT, 2013 AND THE RULES MADE THERE UNDER

Sr. No.	Particulars	Disclosure
1.	Financial summary/highlights	Already given in Sr.No.1
2.	Change in the nature of business	There is no change in the nature of business.
3.	Details of directors or key managerial personnel who were appointed or have resigned during the year;	During the year - Mr. Archit Aggarwal Resigned on 15-03-2022. - Mr. Anis Ahmad Quraishi was Appointment as Additional Independent Director on 31-07-2021 and appointed as Director in the AGM held on 30-08-2021. - Mr. Praveen Resigned as CFO on 25-02-2022 - Mr. Abhimanyu was Appointed as Company Secretary on 01-07-2021.
	Names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year alongwith reasons therefore;	The company does not have any subsidiaries.

Sr. No.	Particulars		
(i)	the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	Name of the Director: Mr. Anil Nagpal Mr. Harish Agarwal Mr. ArchitAgarwal	Ratio : 0:0 0:0
(ii)	Percentage increase in remuneration of each director and CEO in the financial year	Mr. Anil Nagpal Mr. Harish Agarwal Mr. ArchitAgarwal	0.00% 0.00%
(iii)	Percentage increase in the median remuneration of employees in the financial year		0.00%
(iv)	Number of permanent employees on the rolls of company;		04
(v)	Explanation on the relationship between average increase in remuneration and company performance	Remuneration is revised based on the Company's policy which is based on Annual Operating Plan.	

**27. DISCLOSURE ON SEXUAL HARASSMENT  
OF WOMEN AT WORKPLACE  
(PREVENTION, PROHIBITION  
& REDRESSAL) ACT, 2013**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy. There are no complaints received during the year under report

**28. SECRETARIAL STANDARD OF THE ICSI**

The Company is in Compliance with the secretarial Standards on the meeting of Board of Director (SS-1) and General meeting (SS-2) as issued and amended by the Institute of Company secretaries of India (ICSI)

**29. STAKEHOLDER COMMITTEE**

The company has duly established stakeholder & Committee meeting.

**30. APPRECIATION:**

The Directors express their gratitude to the Dealers, Suppliers and Bank for their co-operation and express warm appreciation for the sincere co-operation and dedicated work by the employees of the Company.

**For and on behalf of the Board of Directors  
For Envair Electrodyne Limited**

**ANIL NAGPAL  
MANAGING DIRECTOR  
DIN:01302308**

**HARISH AGARWAL  
DIRECTOR  
DIN:02185002**

**Place: Chandigarh  
Date: 27.08.2022**

**ANNEXURE ' 1 ' TO THE BOARD'S REPORT**

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

**(A) CONSERVATION OF ENERGY:**

**ENERGY CONSERVATION MEASURES TAKEN:**

No capital investment was done for Energy conservation. The demand side management gave marginal results in Energy conservation inspite of almost same manufacturing tonnage & increased tariff.

<b>S. No.</b>	<b>Particulars</b>	<b>2021-22</b>	<b>2020-21</b>
1	Expenses on power & fuel	Rs. 5,41,828	Rs. 5,77,713

**(B) RESEARCH AND DEVELOPMENT:**

**1) AREAS IN WHICH R & D IS CARRIED OUT BY THE COMPANY:**

The development work was done for Electrostatic Cleaners, Air Showers, Clean room and Technical Furniture.

**2) BENEFITS DERIVED AS A RESULT OF R & D**

We expect new business opportunities & better productivity to our customers.

**3) FUTURE PLANS**

Company desires to develop various machines with smart functions.

**4) TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION**

Company sold developed products to top class customers. Better designs have reduced product support costs.

**(C) FOREIGN EXCHANGE EARNINGS & OUTGO:**

. There was no Foreign exchange inflow and out flow during the current Financial year 2021-22.

For and on behalf of the Board of Directors,

**ANIL NAGPAL**  
**MANAGING DIRECTOR**  
**DIN: 01302308**

**HARISH AGARWAL**  
**DIRECTOR**  
**DIN: 02185002**

**Date: 27.08.2022**  
**Place: Chandigarh**

**ANNEXURE -2**

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31/03/2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	L29307MH1981PLC023810
ii.	Registration Date	4th February, 1981
iii.	Name of the Company	Envair Electrodyne Ltd.
iv.	Category / Sub-Category of the Company	Public Limited Company
v.	Address of the Registered office and contact details	117, 'S' Block, MIDC, Bhosari, Pune 411 026
vi.	Whether listed company	Yes.
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Universal Capital Securities Pvt. Ltd., 21, ShakilNiwas, Mahakali Caves Road, Andheri (E), Mumbai 400 093

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Clean Air Equipments	282	0.07%
2.	Others	46	99.92%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES--**

Sr. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	N.A.				

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a. Individual/HUF	1869490	600000	2469490	53.22	2469490	-	2469490	53.22	-
b. Central Government(s)	-	-	-	-	-	-	-	-	-
c. State Government (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corporate	-	-	-	-	-	-	-	-	-
e. Banks / Financial Institutes	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>1869490</b>	<b>600000</b>	<b>2469490</b>	<b>53.22</b>	<b>2469490</b>	<b>-</b>	<b>2469490</b>	<b>53.22</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b. Other - Individuals	-	-	-	-	-	-	-	-	-
c. Bodies Corporate	-	-	-	-	-	-	-	-	-
d. Banks / Financial Institutes	-	-	-	-	-	-	-	-	-
e. Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A) = (A) (1) + (A) (2)</b>	<b>1869490</b>	<b>600000</b>	<b>2469490</b>	<b>53.22</b>	<b>2469490</b>	<b>-</b>	<b>2469490</b>	<b>53.22</b>	<b>-</b>

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Banks / Financial Institutes	-	-	-	-	-	-	-	-	-
c. Central Government(s)	-	-	-	-	-	-	-	-	-
d. State Government (s)	-	-	-	-	-	-	-	-	-
e. Venture Capital Funds	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	-	-	-
g. FII's	-	-	-	-	-	-	-	-	-
h. Foreign Venture Capital	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Non-Institutions</b>									
<b>a. Bodies Corporate:</b>									
i. Indian	-	-	-	-	-	-	-	-	-
ii. Overseas	-	-	-	-	-	-	-	-	-
<b>b. Individuals</b>									
i. Individual shareholders holding nominal share capital upto Rs.1lakh	463651	121801	585452	12.62	472102	119401	591503	12.75	0.13
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1170232	12440	1182672	25.49	1177884	12440	1190324	25.65	0.16
<b>iii. Others (specify)</b>									
a) Clearing Members	3916	0	3916	0.08	2070	0	2070	0.04	(0.04)
b) NRI/OCB's	31560	0	31560	0.68	23079	0	23079	0.50	(0.18)
c) HUF	51249	0	51249	1.10	51429	0	51429	1.10	0
d) Body Corp-Ltd Liability Partnership	0	0	0	0	100865	0	100865	2.17	2.17
e) IEPF Suspense account	200637	-	200637	4.32	200637	-	200637	4.32	0
f) Bodies Corporate	112524	2500	115024	2.48	8103	2500	10603	0.23	(2.25)
<b>Sub-total (B)(2):-</b>	<b>2033769</b>	<b>136741</b>	<b>2170510</b>	<b>46.78</b>	<b>2036169</b>	<b>134341</b>	<b>2170510</b>	<b>46.78</b>	<b>0</b>
<b>Total Public Shareholding B)=(B)(1)+ (B)(2)</b>	<b>2033769</b>	<b>136741</b>	<b>2170510</b>	<b>46.78</b>	<b>2036169</b>	<b>134341</b>	<b>2170510</b>	<b>46.78</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>4503259</b>	<b>136741</b>	<b>4640000</b>	<b>100</b>	<b>4505659</b>	<b>134341</b>	<b>4640000</b>	<b>100</b>	<b>0</b>

**(ii) Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
3	Anil Nagpal	823000	17.74	0	823000	17.74	0	0
4	GianParkash	823790	17.75	0	823790	17.75	0	0
5	Harish Agarwal	822700	17.73	0	822700	17.73	0	0
	<b>TOTAL</b>	<b>2469490</b>	<b>53.22</b>	<b>0.00</b>	<b>2469490</b>	<b>53.22</b>	<b>0.00</b>	<b>0.00</b>

**(iii) Change in Promoters' Shareholding (please specify, if there is no change):**

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2,469,490	53.22%	2,469,490	53.22%
	Date wise increase/ Decrease in promoters share holding during the year specifying the reasons for increase/ Decrease ( e.g. allotment/transfer/bonus/sweat equity etc.)				
	At the End of the year	2,469,490	53.22%	2,469,490	53.22%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	Arati Jayesh Parmar	300500	9.88	300500	6.48
2	Invester Education Protection Fund	0	0.00	200637	4.32
3	Rakesh Kumar Aggarwal	200000	6.58	200000	4.31
4	Ashok Gupta	200000	6.58	200000	4.31
5	Rajiv Malik	200000	6.58	200000	4.31
6	KDA Corporate Advisors LLP	100000	3.29	100000	2.16
7	Mahendra Girdharilal	48430	1.59	48430	1.04
8	Hitesh Ramji Javeri	34591	1.14	34591	0.75
9	Manjulaben Mahendra Motiwala	21360	0.46	30916	0.67
10	Kalpna Prakash Pandey	29138	0.63	29138	0.63
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	-	-	-	-

Note : Since there was no significant change in the purchase / sale of shares of the above Top 10 Shareholders, The date wise increase/ decrease has not been given.

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Datewise Increase / Decrease in shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/ sweat equity etc.)	At the End of the year
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
1.	Mr. Anil Nagpal	823000	20.3	823000	20.3	No change	823000
2.	Mr. Harish Agarwal	822700	20.3	822700	20.3	No change	822700
3	Dr. Avinash Kulkarni	2780	0.06	2780	0.06	No change	2780

**V. INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	4,661,548	20,188,570	0	24,850,118
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>4,661,548</b>	<b>20,188,570</b>	<b>-</b>	<b>24,850,118</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	480,773	2,350,000	-	2,830,773
• Reduction	-	-	0	-
<b>Net Change</b>	<b>480,773</b>	<b>2,350,000</b>	<b>-</b>	<b>2,830,773</b>
Indebtedness at the end of the financial year				
i. Principal Amount	5,142,321	22,538,570	-	27,680,891
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>5,142,321</b>	<b>22,538,570</b>	<b>0</b>	<b>27,680,891</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Mr. Anil Nagpal, Managing Director	
			Total Amount
1.	Gross salary (Rs.)		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	Nil	Nil
2.	Stock Option	Nil Nil Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - as % of profit - others, specify	Nil	Nil
5.	Others, please specify	Nil	Nil
	Total (A)	Nil	Nil
	Ceiling as per the Act		Nil

### B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
	Independent Directors	Dr Avinash Kulkarni	Mr Jayesh Parmar		
	• Fee for attending board / committee meetings	Nil	Nil		Nil
	• Commission	Nil	Nil		Nil
	• Others, please specify	Nil	Nil		Nil
	Total (1)	Nil	Nil		Nil
	Other Non-Executive Directors				
	• Fee for attending board / committee meetings	Nil	Nil		Nil
	• Commission	Nil	Nil		Nil
	• Others –Conveyance Exp.	Nil	Nil		Nil
	Total (2)	Nil	Nil		Nil
	Total (B)=(1+2)	Nil	Nil		Nil

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD:**

Sr. No.	Particulars of Remuneration	CEO &Whole Time Director	CS Abhimanyu	Total
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	Nil	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961			
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission	Nil	Nil	Nil
	- as % of profit			
	- others, specify			
5.	Others, please specify	Nil	Nil	Nil
	Total (A)	-	Nil	Nil

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors,

**ANIL NAGPAL**  
**MANAGING DIRECTOR**  
**DIN: 01302308**

**HARISH AGARWAL**  
**DIRECTOR**  
**DIN: [02185002](#)**

**Date: 27.08.2022**  
**Place: Chandigarh**



**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March 2022.**

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

To,

The Members,

**ENVAIR ELECTRODYNE LIMITED,**

**(CIN: L29307MH1981PLC023810)**

Registered. Office: 117 General Block, MIDC Bhosari,  
Pune MH 411026 IN.

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by M/s **ENVAIR ELECTRODYNE LIMITED** (CIN: L29307MH1981PLC023810) (hereinafter called "**the Company**").

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 **ENVAIR ELECTRODYNE LIMITED**'s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> 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 thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; - **Not applicable** to the Company during the Audit Period;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - **Not applicable** to the Company during the Audit Period;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - **Not applicable** to the Company during the Audit Period;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable** to the Company during the Audit Period;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable** to the Company during the Audit Period;
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable** to the Company during the Audit Period.



**Tanu Sharma**  
**Company Secretary**  
**C.P. 21041**

# 1235/2, Sector 30-B,  
Chandigarh-160030  
MB-9888932364  
Email: *sharmasingh2013@gmail.com*  
*Cstanu12@gmail.com*

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

Based on the information provided by the Company, following laws are also complied with:

**A) ENVIRONMENTAL LAWS:**

1. The Air (Prevention and Control of Pollution) Act, 1981 & The Air (Prevention and Control of Pollution) Rules 1982.
2. The Water (Prevention and Control of Pollution) Act, 1974 & The Water (Prevention and Control of Pollution) Rules 1975.
3. The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

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) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with BSE Limited.

**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.

I have been informed by the management that adequate notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



**Tanu Sharma**  
**Company Secretary**  
**C.P. 21041**

# 1235/2, Sector 30-B,  
Chandigarh-160030  
MB-9888932364  
Email: *sharmasingh2013@gmail.com*  
*Cstanu12@gmail.com*

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Majority decisions are carried through, while the dissenting members' views are captured and recorded as part of the minutes.

**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.

**Place: Pune**  
**Date: 26<sup>th</sup> August 2022**

**Tanu Sharma**  
**Practicing Company Secretary**  
**C.P. No: 21041**  
**UDIN: A031410D000852879**  
**Peer Review No: 2619/2022**

*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.*



**Tanu Sharma**  
**Company Secretary**  
**C.P. 21041**

# 1235/2, Sector 30-B,  
Chandigarh-160030  
MB-9888932364  
Email: [sharmasingh2013@gmail.com](mailto:sharmasingh2013@gmail.com)  
[Cstanu12@gmail.com](mailto:Cstanu12@gmail.com)

*'Annexure A'*

To,

The Members,

**ENVAIR ELECTRODYNE LIMITED,**  
**(CIN: L29307MH1981PLC023810)**

Registered. Office: 117 General Block, MIDC Bhosari,  
Pune MH 411026 IN.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever 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 are the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We hereby state that due to present scenario of "COVID 19", the audit was done based on information provided by the Company in electronic mode. We were unable to conduct actual physical examination of documents and reports filed by the Company with respect to compliances applicable.

Place: Chandigarh  
Date: **26<sup>th</sup> August 2022**

**Tanu Sharma**  
Practicing Company Secretary  
C.P. No: 21041  
UDIN: A031410D000852879  
Peer Review No: 2619/2022

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
(Pursuant to Regulation 34(3) and Schedule V para C clause 10(i) of the Securities  
Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015)

To,  
**ENVAIR ELECTRODYNE LIMITED**  
(CIN: L29307MH1981PLC023810)  
Regd. Office: 117 GENERAL BLOCK, MIDC BHOSARI PUNE MH 411026 IN

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of ENVAIR ELECTRODYNE LIMITED having CIN: L29307MH1981PLC023810 and having registered office at 117 General Block, MIDC Bhosari Pune MH 411026 IN (hereinafter referred to as "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34 (3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.

In my opinion and to the best of my information and according to the verification (including Director Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2022 have been debarred or disqualified from being appointed or continuing as Director of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT
1.	ANIL NAGPAL	01302308	11/05/2018
2.	HARISH KUMAR AGARWAL	02185002	11/05/2018
3.	ANIS AHMAD QURAISHI	08502922	07/06/2019
4.	PRACHI NARULA	09273102	31/07/2021

*\*Note: 1. Resignation of Mr. Archit Aggarwal w.e.f. 15<sup>th</sup> March 2022*

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

Place: Pune  
Date: **26<sup>th</sup> August 2022**

**Tanu Sharma**  
Practicing Company Secretary  
C.P. No: 21041  
UDIN: A031410D000852637  
Peer Review No: 2619/2022

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF ENVAIR ELECTRODYNE LIMITED  
Report on the Financial Statements**

**Qualified Opinion**

1. We have audited the accompanying financial statements of **ENVAIR ELECTRODYNE 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 Cash Flow and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act, in the manner so required and *except for the effects of the matters described in the basis for qualified opinion paragraph*, 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, its loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Basis for Qualified Opinion**

4. *We invite attention to the Note 33.17 in financial statements stating that the balances of parties and accounts under head trade receivable, trade payable, advances and deposits are subject to confirmation and reconciliation. Financial impact of the same has not been ascertained by the management. In view of this, we were unable to determine whether any adjustments are necessary in respect of the same.*

**Emphasis of Matter**

5. We invite attention to Note 33.03 in the financial statements explaining the basis for preparation of financial statements on going concern assertion based on the management representations. This report is not qualified in this matter.
6. We invite attention to the Note 33.25 in financial statements stating that the impact of non-compliance with some of the Indian Accounting Standards (Ind AS) is

insignificant. The impact of same is not ascertained. This report is not qualified in this matter.

7. We invite attention to Note 33.27 in financial statements stating accounting treatment and recognition of sale of part of factory land and building and gain therefrom in books based on terms of agreement and legal advice obtained by company. Results from and disclosure of discontinued operations could not be disclosed for want of data. The impact of same is not ascertained. This report is not qualified in this matter.

### **Key Audit Matters**

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

<b>Sr.No.</b>	<b>Key Audit Matter</b>	<b>Auditor's Response</b>
1.	<p><b>Verification of Full and Final settlement dues paid to workers</b> The Company paid full and final settlement dues to the workers / employees who resigned during the year. Almost all the workers working on shop floor have resigned.</p>	<p><b>Principal Audit Procedures</b> We have verified the employee record, working, documents and accounting entries in this respect to confirm that there is no mis-statement in books.</p>
2.	<p><b>Export of goods out of India</b> During the year, the Company solicited and executed export order and earned export revenue.</p>	<p><b>Principal Audit Procedures</b> We have verified relevant documents, record and forms which were maintained and also verified its compliance. Export rebate (income) has also been recognized and credited in books of account.</p>

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

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 Financial Statements**

10. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified in the Companies (Indian Accounting Standards) Rules 2015 under Section 133 of the Act.
11. This responsibility also includes 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
12. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

13. Our objectives is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
14. 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 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.

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

16. 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.

17. 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.

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

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

19. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section 11 of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.

20. 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 *except as stated in Note 33.17 in the financial statements, the balances of accounts and parties under head trade receivable, payable, deposits and loans & advances are subject to confirmation and reconciliation.*
- b. In our opinion, *except for the effect of the matters described in the Basis for Qualified Opinion paragraph above*, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d. In our opinion, *except for the matters described in the basis for qualified opinion paragraph and emphasis of matter paragraph*, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014 and amendments thereof.
- e. On the basis of the written representations received from the directors as on March 31, 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. The going concern matter described under the Material Uncertainty Related to Going Concern paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- h. 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, no remuneration was paid by the Company to its directors during the year.
- i. The qualifications relating to maintenance of accounts and other matters connected therewith are as stated in the basis for Qualified Opinion paragraph above.
- j. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - ii. The Company did not have any long-term contract including derivative contract having any material foreseeable losses for which provision was required to be made under the applicable law or accounting standard.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. As regards other matters,
    1. 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.

2. 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.
  3. 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 (1) and (2) above, contain any material misstatement behalf of the Ultimate Beneficiaries.
- v. The Company has not paid or declared any dividend during the year.

**For C V Chitale & Co**  
**Chartered Accountants**  
**FRN:126338W**

**Place: Pune**  
**Date: May 07, 2022**

**CA Abhay Avchat**  
**Partner**  
**Membership No. 112265**  
**UDIN - 22112265AMDHBO3066**

**ENVAIR ELECTRODYNE LIMITED**  
**Balance Sheet as at 31st March, 2022.**  
(All amounts are in Rupees)

Particulars	Note	As at 31st March 2022	As at 31st March 2021
<b>Assets</b>			
<b>I. Non-Current Assets</b>			
Property, plant and equipment	1	8,405,820	9,095,820
Capital work-in-progress	1	791,488	791,488
Other Intangible Assets	2	195,196	425,529
Other Non-Current Assets	3	1,872,674	1,872,674
<b>Total Non-Current Assets</b>		<b>11,264,853</b>	<b>12,185,511</b>
<b>II. Current Assets</b>			
Inventories	4	4,569,254	6,085,482
Financial assets:			
a) Trade receivables	5	6,207,245	6,804,493
b) Cash and Cash Equivalents	6	913,594	906,644
c) Bank balances other than Cash and Cash Equivalents above	7	12,544,536	27,034,304
d) Loans	8	807,390	1,633,169
e) Other Financials Assests	9	2,655,686	54,240
Current Tax Asset (Net)	10	383,100	311,000
Other Current Assets	11	30,439,096	15,606,278
<b>Total current assets</b>		<b>58,519,901</b>	<b>58,435,610</b>
<b>Total assets</b>		<b>69,784,754</b>	<b>70,621,121</b>
<b>Equity and Liabilities</b>			
<b>III. Equity</b>			
Equity Share Capital	12	46,400,000	46,400,000
Other Equity	13	(21,684,590)	(13,943,713)
Money received against Share Warrants		-	-
<b>Total equity</b>		<b>24,715,410</b>	<b>32,456,287</b>
<b>IV. Non Current Liabilities</b>			
Financials Liabilities			
a) Borrowings	14	22,538,570	20,188,570
b) Provisions	15	36,367	99,822
		<b>22,574,937</b>	<b>20,288,392</b>
<b>V. Current Liabilities</b>			
Financial Liabilities			
a) Borrowings	16	5,142,321	4,661,548
b) Trade payables	17		
i) total outstanding dues of micro enterprises and small enterprises		2,274,801	2,167,539
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		4,465,815	3,186,941
c) Other Financial Liabilities	18	1,432,730	1,990,627
d) Provisions	20	2,407,652	1,378,700
Other Current Liabilities	19	6,768,088	4,491,087

Current Tax Liabilities (Net)	21	-	-
Total current liabilities		<b>22,494,407</b>	<b>17,876,442</b>
<b>Total Equity and Liabilities</b>		<b>69,784,754</b>	<b>70,621,121</b>

Notes forming part of the financial statements.	33	-	-
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As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants

For and on behalf of  
Board of Directors

Anil Nagpal  
Managing Director

Abhimanyu  
Company Secretary

Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022

Harish Agarwal  
Non-Executive  
Director

Pune: 07<sup>th</sup> May, 2022

**ENVAIR ELECTRODYNE LIMITED****Statement of Profit and Loss for the year ended 31st March, 2022**

(All amounts are in Rupees, except per share data)

	Particulars	Note	2021-22	2020-21
<b>Income</b>				
I.	Revenue from Operations	22	46,377,615	7,908,937
II.	Other Income	23	2,221,911	803,588
III.	<b>Total Income (I + II)</b>		<b>48,599,526</b>	<b>8,712,525</b>
<b>IV. Expenses</b>				
	a) Cost of materials consumed	24	42,909,267	4,692,018
	b) Purchase of stock in trade	25	-	111,632
	c) Changes in inventories, work-in-progress and stock-in-trade	26	-	713,536
	e) Employee benefit expenses	27	1,387,510	8,846,647
	f) Finance costs	28	473,155	460,566
	g) Depreciation and Amortisation expenses	29	920,658	1,021,312
	h) Other expenses	30	10,612,999	8,930,501
	<b>Total Expenses (a to i)</b>		<b>56,303,590</b>	<b>24,776,212</b>
V.	<b>Profit before exceptional items and tax (III - IV)</b>		(7,704,064)	(16,063,687)
VI.	Exceptional item		-	-
	Prior Period Income/ Expenses		-	-
VII.	<b>Profit/ (Loss) before tax (V - VI)</b>		<b>(7,704,064)</b>	<b>(16,063,687)</b>
VIII.	<b>Tax expense:</b>	31		
	i) Current Tax		-	-
	ii) Deferred Tax		-	-
	iii) Prior Period Short Provision		-	-
	iv) Prior Period MAT Credit FY due Tax		-	-
	<b>Total Tax Expense</b>		-	-
IX.	<b>Profit/ (Loss) for the period after Tax (VII - VIII)</b>		<b>(16,063,687)</b>	<b>(16,063,687)</b>
X.	<b>Other comprehensive income (OCI)</b>			
	A (i) Items that will not be reclassified to profit or loss		(36,813)	334,912
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Net other comprehensive income for the year (net of tax)		(36,813)	334,912
XI.	<b>Total Comprehensive Income/ (Loss) for the year (IX + X)</b>		<b>(7,704,064)</b>	<b>(15,728,775)</b>
XII.	<b>Earnings per equity share:</b>			
	Basic		(1.67)	(3.39)
	Diluted		(1.67)	(3.39)
	Nominal value per share Rs. 10 each (previous year Rs. 10 each)			

Notes forming part of the financial statements.

33

As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants

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For and on behalf of  
Board of Directors

Anil Nagpal  
Managing Director

Abhimanyu  
Company Secretary

Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022

Harish Agarwal  
Non-Executive  
Director

Pune: 07<sup>th</sup> May, 2022



**ENVAIR ELECTRODYNE LIMITED****Statement of Changes in Equity for the year ended 31st March, 2022**

(All amounts are in Rupees, unless stated otherwise)

**A Equity Share Capital**

Particulars	31 March, 2022	31 March, 2021
Balance at the beginning of the year	46,400,000	46,400,000
Changes in equity share capital during year	-	-
Balance at the end of reporting period	46,400,000	46,400,000

**B Other Equity**

Particulars	Reserves and Surplus			
	Capital Reserve	Securities premium	Retained earnings	Total other equity
As at 31 March 2020	3,013,000	43,545,445	(44,773,382)	1,758,063
Profit/ (Loss) for the year	-	-	(15,728,776)	(15,728,776)
As at 31 March 2021	3,013,000	43,545,445	(60,502,159)	(13,943,714)
Profit/ (Loss) for the year	-	-	(7,740,877)	(7,740,877)
<b>As at 31 March, 2023</b>	<b>3,013,000</b>	<b>43,545,445</b>	<b>(68,243,035)</b>	<b>(21,684,590)</b>

As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants  
Firm registration number:  
126338W

For and on behalf of  
Board of Directors

Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022

Anil Nagpal  
Chairman & Managing  
Director

Harish Agarwal  
Non-Executive Director  
Pune, 07<sup>th</sup> May, 2022

Abhimanyu  
Company Secretary  
Pune, 07<sup>th</sup> May, 2022

**ENVAIR ELECTRODYNE LIMITED****Cash flow statement for the year ended 31st March, 2022**

(All amounts are in Rupees, unless stated otherwise)

<b>Particulars</b>	<b>31st March, 2022</b>	<b>31st March, 2021</b>
<b>A) CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit Before Tax	(7,704,064)	(16,063,687)
Adjustments to reconcile profit before tax to net cash flows		
OCI	(36,813)	334,912
Depreciation and amortization	920,658	1,021,312
Interest and finance charges	473,155	460,566
Irrecoverable bal. & sundry balances written off	-	-
Bad debts written off	-	-
Profit on sale of assets	-	-
Interest income	(1,111,586)	(512,227)
Provision no longer required write back		
Cash from operating activities before working capital changes	(7,458,650)	(14,759,124)
Adjustments for:		
Increase / (Decrease) in Long Term Provisions	(63,455)	(102,216)
Increase / Decrease in Trade Payables	(1,389,136)	(1,284,459)
Increase / Decrease in Other Current Liabilities	2,277,001	(705,954)
Increase / Decrease in Other Financial Liabilities	(557,897)	338,542
Increase / Decrease in Short term provisions	1,028,921	(577,082)
Increase / Decrease in Inventories	1,516,228	1,390,484
Increase / Decrease in Trade Receivables	597,248	3,389,061
Increase / Decrease in Loans and Advances	-	-
Increase / Decrease in Other Financial Assets	(16,680,586)	(10,339,648)
Increase / Decrease in Other Current Assets	-	-
Increase / Decrease in Other Current Liabilities Tax	-	-
Cash Generated from Operations	(10,493,403)	(7,891,273)
Adjustment for:		
Less :- Taxes Paid	-	-
Add: Prior Period MAT Credit		
Net Cash Flow from Operating Activities	(17,952,053)	(22,650,397)

B) CASH FLOW FROM INVESTING ACTIVITIES:

Purchase of Fixed Assets	-	-
Proceeds from sale of assets	-	-
Increase in Bank balances other than Cash and Cash Equivalents	(15,177,973)	(15,177,973)
Interest income	1,111,586	512,227
Net Cash Flow From Investing Activities	15,601,354	(14,665,746)

c) CASH FLOW FROM FINANCING ACTIVITIES:

Availment/ (repayment) of Short Term Borrowings	480,804	469,859
Interest paid	(473,155)	(460,567)
Loan Received From Directors	2,350,000	2,000,000
Money received against share warrants/Share Capital	-	-
Net Cash Flow From Financing Activities	2,357,649	2,009,292

NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C):	6,950	(35,306,851)
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CASH AND CASH EQUIVALENTS:

**AS AT THE BEGINNING**

Cash and cash equivalents	906,644	36,213,495
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**AS AT THE ENDING**

	913,594	906,644
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NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS:	6,950	(35,306,851)
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As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants  
Firm registration number:  
126338W

For and on behalf of  
Board of Directors

Anil Nagpal  
Chairman & Managing  
Director

Abhimanyu  
Company Secretary

Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022

Harish Agarwal  
Non-Executive Director  
Pune, 07<sup>th</sup> May, 2022

Pune, 07<sup>th</sup> May, 2022

**ENVAIR ELECTRODYNE LIMITED****Statement of changes in equity for the year ended 31st March 2022.**

(Amount in INR)

**(A) Equity share capital****For the year ended 31 March 2022****Equity shares of INR 10 each issued, subscribed and fully paid**

	<b>31 March 2022</b>	
	<b>No. of shares</b>	<b>Amount</b>
Balance as at 1 April 2021	4,640,000	<b>46,400,000</b>
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as at 1 April 2021	-	-
Changes in equity share capital during the current year	-	-
Balance as at 31 March 2022	<u>4,640,000</u>	<u>46,400,000</u>

**For the year ended 31 March 2021****Equity shares of INR 10 each issued, subscribed and fully paid**

	<b>31 March 2021</b>	
	<b>No. of shares</b>	<b>Amount</b>
Balance as at 1 April 2020	4,640,000	<b>46,400,000</b>
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as at 1 April 2020	-	-
Changes in equity share capital during the previous year	-	-
Balance as at 31 March 2021	<u>4,640,000</u>	<u>46,400,000</u>

**(B) Other equity**

For the year ended 31 March 2022

Particulars	Reserve and Surplus				Other items of Other Comprehensive Income	Money received against share warrants	Total
	Capital Reserve	Securities Premium	Other Reserves	Retained Earnings			
Balance as at 1 April 2021	3,013,000	43,545,445	-	(60,502,159)	-	-	(13,943,714)
Changes in accounting policy or prior period errors							-
<b>Restated balance as at April 2021</b>	3,013,000	43,545,445	-	(60,502,159)	-	-	(13,943,714)
Profit for the year				(7,704,064)			(7,704,064)
Other comprehensive income					(36,813)		(36,813)
<b>Total Comprehensive Income</b>	-	-	-	(7,704,064)	(36,813)	-	(7,740,877)
Transactions with owners in their capacity as owners:							
Dividends	-	-	-	-	-	-	-
Dividend Distribution Tax	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Any other change	-	-	-	-	-	-	-
<b>Balance as at 31 March 2022</b>	3,013,000	43,545,445	-	(68,206,223)	(36,813)	-	(21,684,591)

**For the year ended 31 March 2021**

Particulars	Reserve and Surplus				Other items of Other Comprehensive Income	Money received against share warrants	Total
	Capital Reserve	Securities Premium	Other Reserves	Retained Earnings			
Balance as at 1 April 2020	3,013,000	43,545,445	-	(44,773,382)	-	-	1,785,063
Changes in accounting policy or prior period errors							-
<b>Restated balance as at 1 April 2020</b>	3,013,000	43,545,445	-	(44,773,382)	-	-	1,785,063
Profit for the year				(16,063,687)			(16,063,687)
Other comprehensive income					334,912		334,912
<b>Total Comprehensive Income</b>	-	-	-	(16,063,687)	334,912	-	(15,728,775)
Transactions with owners in their capacity as owners:							
Dividends	-	-	-	-	-	-	-
Dividend Distribution Tax	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Any other change	-	-	-	-	-	-	-
<b>Balance as at 31 March 2021</b>	3,013,000	43,545,445	-	(60,837,069)	334,912	-	(13,943,712)



Disposals	-	-	-	-	-	-	-	-	-
<b>As at 31st March 2022</b>	<b>146,381</b>	<b>2,554,741</b>	<b>50,836,433</b>	<b>203,029</b>	<b>5,991,534</b>	<b>5,141,099</b>	<b>474,173</b>	<b>65,347,394</b>	<b>-</b>
<b>Net Block</b>									
As at 31st March 2021	98,434	4,483,985	3,454,090	402,554	217,082	439,674	2	9,095,820	791,488
<b>As at 31st March 2022</b>	<b>94,777</b>	<b>4,751,255</b>	<b>2,725,403</b>	<b>364,705</b>	<b>156,235</b>	<b>313,119</b>	<b>2</b>	<b>8,405,495</b>	<b>791,488</b>



**ENVAIR ELECTRODYNE LIMITED****Note : 2 -Intangible Assets****(All amounts are in Rupees)**

<b>Particulars</b>	<b>Software</b>	<b>Total</b>
Gross Block		
As At 31 March 2020	5,691,679	5,691,679
Additions	-	-
Deductions		-
As At 31 March 2021	5,691,679	5,691,679
Gross Block		
As At 31 March 2021	5,691,679	5,691,679
Additions	-	-
Inter Transfers	-	-
Recoupment / Adjustment	-	-
Deductions	-	-
<b>As At 31 March 2022</b>	<b>5,691,679</b>	<b>5,691,679</b>
Depreciation		
Upto 31 March 2020	5,054,151	4,823,818
For The Year	230,333	230,333
Deductions		-
As At 31 March 2021	5,284,484	5,284,484
Depreciation		
Upto 31 March 2020	5,284,484	5,284,484
For The Year	230,333	230,333
Deductions		
<b>As At 31 March 2022</b>	<b>5,514,817</b>	<b>5,514,817</b>
<b>Net Block</b>		
As At 31 March 2021	407,195	407,195
<b>As At 31 March 2022</b>	<b>176,862</b>	<b>176,862</b>

**ENVAIR ELECTRODYNE LIMITED****Notes to Balance Sheet as at 31st March, 202**

(All amounts are in Rupees)

<b>Note no.</b>	<b>Particulars</b>	<b>31st Mar 2021</b>	<b>31st Mar 2021</b>
<b>3</b>	<b>Other Non Current Assets</b>		
	MAT Credit Due	1,872,674	1,872,674
	<b>Total</b>	<b>1,872,674</b>	<b>1,872,674</b>
<b>4</b>	<b>Inventories</b>		
	(As Taken, Valued & Certified by the Management)		
	Raw Materials	2,488,755	4,004,983
	Work-in-progress	871,162	871,162
	Finished goods	1,209,337	1,209,337
	Trading Goods	-	-
	<b>Total</b>	<b>4,569,254</b>	<b>6,085,482</b>
<b>5</b>	<b>Trade Receivable (unsecured consider Good)</b>		
	Outstanding for a period exceeding six months from the date they are due for payment	7,414,260	6,460,818
	Other receivables	-	1,225,821
	Provision for Expected Credit losses	1,207,016	882,186
	<b>Total</b>	<b>6,804,493</b>	<b>6,804,493</b>
<b>6</b>	<b>Cash and Cash Equivalents</b>		
	Cash in hand	15,179	15,179
	Balances with Bank on Current Accounts	898,415	891,465
	<b>Total</b>	<b>913,594</b>	<b>906,644</b>
<b>7</b>	<b>Bank balances other than Cash and Cash Equivalents above</b>		
	Term Deposits with bank maturity of more than 6 months	12,544,536	27,034,304
	Note:- Term Deposits of Rs. 1,16,97,814 are against the Bank Guarantees issued. (Rs. 12,58,491)		
	<b>Total</b>	<b>12,544,536</b>	<b>27,034,304</b>
<b>8</b>	<b>Loans</b>		
	Other Loans & Advances	807,394	1,633,169
	<b>Total</b>	<b>807,394</b>	<b>1,633,169</b>
<b>9</b>	<b>Other Financials Assets</b>		
	Security Deposits	54,240	54,240
	GST Input Credit Receivable	2,601,446	-
	<b>Total</b>	<b>2,655,686</b>	<b>54,240</b>

<b>10</b>	<b>Current Tax Asset (Net)</b>		
	Tax Paid in Advance ( Net of Provision)	311,000	311,000
	Income Tax Refund	72,100	-
	<b>Total</b>	<b>383,100</b>	<b>311,000</b>
<b>11</b>	<b>Other Current Assets (unsecured consider Good)</b>		
	Other Receivables	3,548,604	9,219,806
	Loan & Advance to Suppliers	26,890,492	6,386,472
	<b>Total</b>	<b>30,439,096</b>	<b>15,606,278</b>
<b>12</b>	<b>Equity Share Capital</b>		
	<b>Authorised</b>		
	55,00,000 (55,00,000) Equity shares of Rs. 10/- each	55,000,000	55,000,000
	<b>Issued</b>		
	46,40,000 (46,40,000) Equity shares of Rs. 10/- each	46,400,000	46,400,000
	<b>Subscribed and Paid Up</b>		
	46,40,000 (46,40,000) Equity shares of Rs. 10/- each	46,400,000	46,400,000
	<b>Total</b>	<b>46,400,000</b>	<b>46,400,000</b>

**12.1 Reconciliation of Equity Shares outstanding at the beginning and at the end of the Reporting period**

Particulars	31st March,2022		31st March,2021	
	No of Shares	Amount	No of Shares	Amount
At the Beginning of the Period	4,640,000	46,400,000	4,640,000	46,400,000
Issued/Reduction during the year	-	-	-	-
Outstanding at the end of Period	4,640,000	46,400,000	4,640,000	46,400,000

**12.2 Terms/Rights attached to the equity shares**

The Company has equity shares having par value of Rs 10/- each. Equity holder is entitled to one vote per share and has a right to receive dividend as recommended by Board of Directors subject to the necessary approval from the shareholders.

The Board of Directors have not recommended any dividend for the year.

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

16,00,000 equity shares were issued on conversion of 16,00,000 warrants to promoters and non promoters on 20th March 2020 at Rs.30 per share (face value Rs. 10 per share and premium Rs. 20/- per share).

The Company had issued 16,00,000 Convertible warrants to promoters and non promoters group on 24th September 2018.

**12.3 Shares held by holding/ultimate holding Company and/or their subsidiaries/associates**

NIL

**12.4 Number of Shares held by each shareholder holding more than 5% Shares in the company**

Name of Shareholder	As at 31 March 2021		As at 31 March 2020
	No. of Shares held	% of Holding	No. of Shares held
MR. ANIL NAGPAL	823,000	17.74	823,000
MR. GIAN PARKASH	823,790	17.75	823,790
MR. HARISH KUMAR AGARWAL	822,700	17.73	822,700
MRS.ARTI JAYESH PARMAR	300,500	6.48	300,500.00

- 12.5** Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date: Nil.  
Aggregate number of share issued for consideration other than cash and shares bought back during the period. of five years immediately preceding the reporting date: Nil.

<b>13</b>	<b>Other equity</b>		
	<b>Capital Reserve</b>		
	Opening Balance	3,013,000	3,013,000
	Net Addition During the year	-	-
	Written Back During the year	-	-
	Closing Balance	<b>3,013,000</b>	<b>3,013,000</b>
	<b>Securities Premium</b>		
	Opening Balance	43,545,445	43,545,445
	Add: Addition during the year	-	-
	Written Back During the year	-	-
	Closing Balance	<b>43,545,445</b>	<b>43,545,445</b>
	<b>Retained earnings</b>		
	Opening Profit and Loss	(60,502,158)	(44,773,382)
	Profit /(Loss) for the year	(7,740,877)	(15,728,776)
	Ind AS transitional adjustments	-	-
	Provision for Expected Credit Loss (Net of written off and reversal of Provision)	-	-
	Closing Surplus /(Deficit)	<b>(68,243,035)</b>	<b>(60,502,158)</b>
	<b>Total</b>	<b>(21,684,590)</b>	<b>(13,943,713)</b>
<b>14</b>	<b>Borrowings</b>		
	<b>From Directors</b>		
	ANIL NAGPAL	15,938,570	14,788,570
	HARISH AGARWAL	4,900,000	3,700,000
	<b>From Related Party</b>		
	GIAN AGARWAL	1,700,000	1,700,000
		<b>22,538,570</b>	<b>20,188,570</b>

Note:- The Unsecured loans are interest free. In absence of any term as regards repayment of loan & repayment period, the management has decided to classify the same as non current liabilities.

<b>15</b>	<b>Non-Current Liabilities Provision</b>		
	<b>Provision for Employee Benefits</b>		
	Gratuity	36,367	99,822
	Leave Encashment	-	-
	<b>Total</b>	<b>36,367</b>	<b>99,822</b>
<b>16</b>	<b>Financial liabilities: Borrowings</b>		
	<b>Secured</b>		
	Bank Overdraft	5,142,321	4,661,548
	<b>Total</b>	<b>5,142,321</b>	<b>4,661,548</b>
	<b>Note:-</b> Bank overdraft facility is secured against lien on bank term deposits.		
<b>17</b>	<b>Financial liabilities: Trade payable</b>		
	Trade payable		
	i) Trade Payable to MSME Entities	2,274,801	2,167,539
	ii) Trade Payable other than MSME Entities	4,468,815	4,354,925
	<b>Total</b>	<b>6,743,616</b>	<b>5,354,480</b>
<b>18</b>	<b>Other Financial Liabilities</b>		
	Accured Employee Costs	393,139	1,004,410
	Business Deposits	59,935	59,935
	Other Liabilities	570,192	315,128
	Interest Payable to MSME entities	409,464	611,154
	Interest Payable on bank overdraft	-	-
	<b>Total</b>	<b>1,432,730</b>	<b>1,990,627</b>
<b>19</b>	<b>Other Current Liabilities</b>		
	Others Liabilities and Payables	1,696,957	1,979,474
	Non Trade Creditors	755,831	266,400
	Advance received from Customers	4,315,300	1,336,059
	Statutory dues Payable	-	909,155
	<b>Total</b>	<b>6,768,088</b>	<b>4,491,087</b>
<b>20</b>	<b>Provisions</b>		
	Provision For disputed tax matters of VAT	1,578,952	550,000
	Provision For disputed tax matters of income tax	156,370	949,150
	Income Tax Payable	672,330	672,330
	<b>Total</b>	<b>2,407,652</b>	<b>1,378,700</b>
<b>21</b>	<b>Current Tax Liabilities (Net)</b>		
	Tax Liability	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>

**ENVAIR ELECTRODYNE LIMITED**
**Notes to Profit and Loss Account**

(All amounts are in Rupees)

Sr. No	Particulars	Figures for the year ended 31st March 2021	Figures for the year ended 31st March 2021
<b>22</b>	<b>Revenue from Operations</b>		
	<b>Sale of Products:</b>		
	Manufacturing	46,342,800	7,636,416
	Trading	34,815	239,521
	Sale of service	-	33,000
	Other Operating Revenue	-	-
	<b>Total</b>	<b>46,377,615</b>	<b>7,908,937</b>
<b>23</b>	<b>Other Income</b>		
	Interest received on bank deposits	1,111,586	512,227
	Excess provision written back/ Unclaimed credit balances	-	291,361
	Miscellaneous income	1,110,325	-
	<b>Total</b>	<b>2,221,911</b>	<b>803,588</b>
<b>24</b>	<b>Cost of Materials Consumed</b>		
	Opening stocks	4,004,983	4,681,931
	Add: Purchases	41,347,859	4,010,664
	Add: Labour Charges	-	4,406
	Add: Transport Charges	45,180	-
	Less: Stocks at close	2,488,755	4,004,983
	<b>Total</b>	<b>42,909,267</b>	<b>4,692,018</b>
<b>25</b>	<b>Purchase of Stock in Trade</b>		
	Purchase of Stock in Trade	-	111,632
	<b>Total</b>	<b>-</b>	<b>111,632</b>
<b>26</b>	<b>Changes in inventories of finished goods, work-in-progress and stock-in-trade</b>		
	<b>(Increase)/ Decrease in stocks</b>		
	<b>Stocks at close:</b>		
	Finished goods	1,209,337	1,209,337
	Work-in-process	871,162	871,162
	Stock in Trade	-	-
		<b>2,080,499</b>	<b>2,080,499</b>
	<b>Opening stocks</b>		
	Finished goods	1,209,337	1,561,219
	Work-in-process	871,162	1,232,816
	Stock in Trade	-	-
		<b>2,080,499</b>	<b>2,794,035</b>
	<b>Total</b>	<b>-</b>	<b>713,536</b>

<b>27</b>	<b>Employees Benefit Expenses</b>		
	Salaries, Wages and Bonus	1,450,965	7,112,512
	Contribution to Gratuity Leave cashment & Provident Fund	(63,455)	1,734,135
	Staff Welfare Expenses	-	-
	<b>Total</b>	<b>1,387,510</b>	<b>8,846,647</b>
<b>28</b>	<b>Finance Cost</b>		
	<b>Interest expense</b>		
	Interest on Bank borrowings & Bill Discounting	473,155	457,320
	<b>Other borrowing cost</b>		
	Interest for delayed payment of Statutory dues	-	-
	Commission & Discounting Charges etc.	-	3,246
	<b>Total</b>	<b>473,155</b>	<b>460,566</b>
<b>29</b>	<b>Depreciation and amortisation exp.</b>		
	Tangible assets	690,325	790,979
	<b>Amortisation</b>		
	Intangible assets	230,333	230,333
	<b>Total</b>	<b>920,658</b>	<b>1,021,312</b>
<b>30</b>	<b>Other Expenses</b>		
	<b>Manufacturing/ Direct Expenses</b>		
	Stores, spares and tools consumed	-	-
	Power and fuel	541,828	577,713
	Repairs to machinery	-	405,382
	Service charges	144,950	-
		<b>686,778</b>	<b>983,095</b>
	<b>Selling Expenses</b>		
	Selling and distribution	906,904	89,700
	Other selling expenses	-	190,000
		<b>906,904</b>	<b>279,700</b>
	<b>Administration expenses</b>		
	Advertisement	31,800	11,880
	Rates and taxes, Fees	197,792	535,151
	Insurance	-	50,073
	Bank Guarantee Revoke Charges	226,805	-
	Postage and telephone	2,360	19,536
	Gardening and cleaning	-	1,837
	Travelling & Conveyance	-	61,992
	Director's sitting fees	-	6,500
	Security Charges	463,200	391,209
	Professional and consultancy fees	912,064	2,910,539

	Irrecoverable balances and sundry balances written off	5,148,387	948,546
	Sales Tax Dues	1,528,989	-
	Interest payable to MSME dues	409,464	479,767
	Prior Period Expenses (Net)	-	2,219,050
	Miscellaneous expenses	98,456	31,626
		9,019,317	7,667,706
	<b>Total</b>	<b>10,612,999</b>	<b>8,930,501</b>
	OCI Income	(36,813)	334,912
<b>31</b>	<b>Tax Expense</b>		
	Income Tax Expenses	-	-
	Tax charge/(credit) for earlier years	-	-
	<b>Total Tax Expense</b>	-	-



## ENVAIR ELECTRODYNE LIMITED

Annexure forming part of Notes to Accounts for the year ended 31st March 2022 Ratio Analysis  
FY 2021-22

Sr. No	Ratio	Particulars	FY 2021-22	FY 2020-21
1	EBITDA	EBITDA / Revenue	-0.16	1.84
2	PBT	PBT / Capital Employed * 100	-31.17	49.49
3	PAT	PAT / Capital Employed * 100	-31.32	48.46
4	Cash Ratio	Cash & Bank Balances + Current Investments / Current Liabilities	0.56	1.51
5	Current Ratio	Current Assets / Current Liabilities	2.60	3.27
6	Debt Ratio	Total liabilities / Total assets	0.32	0.25
7	Debt to Equity Ratio	Total Outside Liabilities / Shareholders Equity		
8	ROCE	EBIT / Capital Employed * 100	-31.17	49.49
9	ROI	Profit / Investment * 100	-31.17	49.49
10	Asset Turnover Ratio	Net sales / Average total assets	0.07	0.11
11	Return on Equity	Net income / Shareholder's equity	-0.17	0.34
12	Operating cash flow ratio	Operating cash flow / Current liabilities	-0.33	0.83
13	EPS	Net Profit available to shareholders / Number of equity shares outstanding	-0.17	0.32

### Notes-

Investment to profit is considered to be capital employed in business.

Variation in ratio analysis more than 25% is attributable to lower loss / decrease in loss while increase in turnover during the year as compared to preceding PY.

**ENVAIR ELECTRODYNE LIMITED**

Annexure forming part of Notes to Accounts for the year ended 31st March 2022

**Ageing of Trade Receivables****Unsecured**

31 March 2022	Current							
	Unbilled Dues	Not Due	Outstanding for following periods from due date of Receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	-	-	-	-	7,414,260	-	7,414,260
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (Disputed + Undisputed)	-	-	-	-	-	1,207,016	-	1,207,016
	-	-	-	-	-	6,207,244	-	8,621,276

31 March 2021 Particulars	Current								
	Unbilled Dues	Not Due	Outstanding for following periods from due date of Receipts						
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	
(i) Undisputed Trade receivables – considered good	-	-	-	-	-	-	6,460,818	-	6,460,818
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	1,225,821	-	1,225,821
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (Disputed + Undisputed)	-	-	-	-	-	-	882,146	-	882,146
	-	-	-	-	-	-	6,804,493	-	6,804,493

**ENVAIR ELECTRODYNE LIMITED**

Annexure forming part of Notes to Accounts for the year ended 31st March 2022

**Ageing of Trade Payables****Unsecured**

<b>31 March 2022</b>	<b>31 March 2022</b>	<b>Current</b>						
<b>Particulars</b>	<b>Particulars</b>	<b>Unbilled Dues</b>	<b>Payables Not Due</b>	<b>Outstanding for following periods from due date of Payment</b>				
				<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	<b>Total</b>
(i) MSME	(i) MSME	-	-	1,375,725	804,827	94,249	-	2,274,801
(ii) Disputed dues – MSME	(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	(iii) Others	-	-	586,309	1,166,471	229,108	2,487,026	4,468,914
(iv) Disputed dues - Others	(iv) Disputed dues - Others	-	-	-	-	-	-	-
		-	-	1,962,034	1,971,298	323,357	2,487,026	6,743,715

<b>31 March 2021</b>	<b>31 March 2021</b>	<b>Current</b>						
<b>Particulars</b>	<b>Particulars</b>	<b>Unbilled Dues</b>	<b>Payables Not Due</b>	<b>Outstanding for following periods from due date of Payment</b>				
				<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	<b>Total</b>
(i) MSME	(i) MSME	-	-	277,340	1,887,115	3,085	-	2,167,540
(ii) Disputed dues – MSME	(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	(iii) Others	-	-	310,424	1,640,802	911,575	324,131	3,186,932
(iv) Disputed dues - Others	(iv) Disputed dues - Others	-	-	-	-	-	-	-
		-	-	587,764	3,527,917	914,660	324,131	5,354,472

**Note 32: Notes forming part of the Financial Statements as at and for the year ended 31st March, 2022**

**32.1 Significant Accounting Policies**

**32.1.1 Basis of preparation of Financial Statements**

**a. Compliance with IND AS:**

The financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements were approved by the Board of Directors as per the meeting on 07<sup>th</sup> May 2022.

These financial statements are presented in Indian Rupees (INR), which is also the functional currency.

**b. Historical cost convention:**

The Company follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis. The financial statements are prepared under the historical cost convention, except in case of significant uncertainties and except for the following:

(a) Defined benefit plans where plan assets are measured at fair value.

**c. Current and Non-Current Classification:**

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities

**32.1.2 Use of Estimates and judgments**

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognized prospectively.

**32.1.3 Significant Accounting Policies**

**A) Property, Plant, Equipment & Intangible Assets:**

- (i) Fixed Assets are stated at their original cost of acquisitions including incidental expenses related to acquisition and installation of the concerned assets (including cost of specific borrowings).
- (ii) Intangible assets are recorded at the consideration paid for acquisition.
- (iii) Depreciation is charged using the straight line method on the basis of useful life of the assets as prescribed under schedule II of the Companies Act, 2013.

S No	Asset Category	Expected Useful life in years
------	----------------	-------------------------------

1	Plant and Machinery	15
2	Factory Equipment	15
3	Building	30
4	Electrical fitting	10
5	Furniture & Fixture	10
6	Office Equipment	5
7	Vehicles	8

Software is amortized on Straight Line Method over a period of 6 years.

**B) Inventories:**

- (i) Stock of raw materials stores and trading goods are valued at the lower of cost (FIFO method) and net realized value. Cost includes direct material cost and appropriate direct overheads.
- (ii) Work in progress is valued at the lower of cost and net realizable value up to the stage of completion. Finished goods are valued at the lower of cost and net realizable value.
- (iii) Cost includes cost of purchase, cost of conversion & cost of bringing down the same to the same location and condition.

**C) Employee Benefits:**

**Short Term Employee Benefits**

All employee benefits payable wholly within twelve months of rendering the services are classified as short term employee benefits. Benefits such as salaries, wages and short term compensated absence, etc. and the expected cost of bonus, is recognized in the period in which the employee renders the related service.

**Post-Employment Benefits**

Defined Contribution Plans: The provident fund scheme and employee state insurance scheme are defined contribution plans. The contribution paid / payable under the scheme is recognized during the period in which the employee renders the related service.

Defined Benefit Plans: The Company has provided gratuity as per actuarial valuation basis. The company has not made any contribution to gratuity fund during the year.

**Termination Benefits**

The Company has provided for leave encashment liability as per actuarial valuation basis.

Where termination benefits such as compensation under voluntary retirement scheme is payable within a year of the balance sheet date, the actual amount of termination benefits is accounted as expense in year of accrual.

**D) Foreign Currency Transactions**

a) Initial recognition–

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount, the exchange rate between the reporting currency and the foreign currency at the date of transaction.

b) Conversion–

Current Assets and Current Liabilities designated in foreign currencies are revalored at the rate prevailing on the date of Balance Sheet or forward contract rate or other

appropriate contracted rate.

- c) **Exchange Differences: -**  
Exchange difference arising on the settlement and conversion on foreign currency transactions are recognized as income or as expenses in the year in which they arise.

**E) Revenue Recognition:**

- a. Domestic sales are accounted for when dispatched from the point of sale, consequent to property in goods being transferred.
- b. Export sales are accounted on the basis of the dates of Bill of Lading/ Other delivering documents as per terms of contract.
- c. Service income is recognized when services are rendered as per terms of contract.
- d. Export Incentive – Export Incentives are accounted for Export of Goods if the entitlement can be estimated with reasonable accuracy and conditions precedents to claim are fulfilled.

**F) Cash Flow Statement**

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

**G) Cash and cash equivalents**

Cash comprises of cash in hand and demand deposits with bank. Cash equivalents are short term, highly liquid investments that are readily convertible into known amounts of cash which are subject to an insignificant risk of changes in value.

**H) Borrowing Costs:**

Borrowing costs are recognized in the Profit and Loss Account except interest incurred on borrowings, specifically raised for projects, are capitalized to the cost of the qualifying assets until such time that the asset is ready to be put to use for its intended purpose.

**I) Taxation:**

Current tax is determined on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax is recognized, subject to the consideration of prudence in respect of deferred tax asset, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets on account of brought forward losses and unabsorbed depreciation under tax laws and others are recognized only if there is virtual certainty of its realization supported by convincing evidence. At each balance sheet date, the carrying amount of deferred tax assets is reviewed to reassure realization.

**J) Earnings per share: -**

The basic & diluted earnings per share is computed by dividing the net profit or loss attributable to equity shareholder for the period by the weighted average number of equity shares outstanding during the period

**K) Impairment of Assets:**

The Management assesses for any impairment of assets or cash generating units, if indicators, external or internal, suggest possibilities of reduction in net realizable value of

assets or value in use of cash generating units below their carrying costs. Impairments, if any, will be recognized in the Profit and Loss Account.

**L) Provisions and Contingent Liability:**

Provisions are recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are determined based on the best estimate required to settle the obligation at the balance sheet date. Provisions are reviewed at each balance sheet date and adjusted to reflect current best estimates. A disclosure of contingent liability is made where there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of the outflow of resources is remote, no provision or disclosure is made.

**M) Provision for expected credit loss (ECL) under IND AS 109**

**Impairment of financial assets: Trade receivables:**

In accordance with IND AS 109, the company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on financial assets including trade receivables. ECL is the cash shortfall, i.e. difference between contractual cash flows that are due to the Company and all the cash flows that the entity expects to receive. The company applies 'simplified approach' for recognition of impairment allowance on trade receivables. The application of simplified approach does not require the company to track changes in credit risk. Rather it recognizes impairment allowance based on lifetime ECL at each reporting date.

Under previous Indian GAAP, the company has created provision for impairment of receivables only in respect of specific amount for incurred losses. Under IND AS, impairment allowance has been determined on Expected Credit Loss (ECL) model.

**As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants**

**For and on behalf of  
Board of Directors**

**Anil Nagpal  
Managing Director**

**Abhimanyu  
Company Secretary**

**Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022**

**HarishAgarwal  
Non-Executive  
Director**

**Pune: 07<sup>th</sup> May, 2022**



**Note 32 : Notes to and forming part of the Financial Statements as at and for the year ended 31st March, 2022.**

**2. Contingent Liability not provided for in respect of:**

<b>Sr. No.</b>	<b>Particulars</b>	<b>As of 31 March,2022 ₹</b>	<b>As of 31 March,2021 ₹</b>
I	On account of Sales Tax	1,491,000	100,000
li	On account of Income Tax	672,330	672,330
		<b>2,163,330</b>	<b>772,330</b>

**3. Going Concern**

The Company is reporting loss for the current year and for past years. The turnover of company has also receded over a period. All the workers and employees at Pune plant have resigned and left the job last year. Further the company is in process of selling its factory land and building at Pune plant. The Company is not able to commence operations after the COVID Lockdown is lifted. All these events and incidents create doubt about the going concern assertion of the company.

However, the new management of company is from a business conglomerate in northern region. It has plans to run business of the Company and the steps are being taken in this direction. The management is making efforts to have different compatible products range and reduction in operational costs. The management with a focus and plan to reduce operational costs and overheads, has laid off its employees at Pune plant. It is in process of selling its factory land and building at Pune to further reduce its costs.

The management has now shifted its focus from manufacturing to trading. The Company has now procured some export orders from Indonesia and has also supplied material in time. It has also procured local orders which it expects to execute in coming month. The Company in future, plans to supply Material via trading and not by manufacturing as the management is of the view that higher margins are available on export order via trading and the operational cost and overheads were reduced to the minimum. The company is having few export and local orders in pipeline. This would help to reduce the costs and increase overall margin in near future.

In view of this, preparation of accounts on "going concern' basis, in our considered opinion, is correct and in compliance, with the standards of accounting.

4 Estimated amount of contracts remaining to be executed on capital account (Net of Advances): NIL NIL

5 The Company is operating in a single segment of "Industrial Machinery".

6. Deferred Tax: In the absence of virtual certainty of future taxable profits against which the net deferred tax assets can be realised, the Company has considered it prudent not to recognise the deferred tax asset in the books of account.

**7. Payment to Auditors**

<b>Sr. No.</b>	<b>Particulars</b>	<b>2021-22 ₹</b>	<b>2020-21 ₹</b>
	<b>Payment to Auditors:</b>		
i	Statutory Audit	100,000	100,000
ii	Tax Audit	25,000	25,000
iii	Certification and Other Services	55,000	55,000
iv	Out of Pocket Expenses	5,000	5,000
		<b>185,000</b>	<b>175,000</b>

8. Trade payables includes dues to Micro and small enterprises to whom the Company owes amounts outstanding for more than 180 days. The information regarding micro and small enterprises

has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied

The Details are as follows:

Sr. No.	Particulars	2021-22 ₹	2020-21 ₹
1.	The Principal Amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	2,274,801	2,167,539
2.	The amount of interest paid by the Company in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of payment made to the supplier beyond appointed day.	NIL	NIL
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 the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
4.	The amount of interest accrued and remaining unpaid at the end of each accounting year.	409,464	479,767
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 enterprises, for the purpose of disallowance as deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

#### 9. CIF Value of Imports & Expenditure in Foreign Currencies

	Particulars	2021-22 ₹	2020-21 ₹
i	<b>CIF Value of Imports</b>		
	a) Goods	-	-
	b) AssetW	-	-
ii	Expenditure in Foreign Currencies- On account of Travelling & Conveyance	-	-
iii	Other Expenses	-	-
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>

#### 10. Prior Period Items (Net)

Sr. No.	Particulars	2021-22 ₹	2020-21 ₹
	Prior Period expenditure (Net)	-	2,219,050
	<b>Total</b>	<b>NIL</b>	<b>2,219,050</b>

#### 11. Earnings in Foreign Currencies

(Amount in Rs.)

Sr. No.	Particulars	2021-22	2020-21
i	FOB Value of Exports	45,105,812	-
	<b>Total</b>	<b>45,105,812</b>	<b>-</b>

## 12 Employee Benefits

The disclosure as required by Ind AS 19 on "Employee Benefits" are given below:

	Particulars	March 31, 2022	March 31, 2021
I.	<b>Defined Contribution Plan Charge to the Statement of Profit and Loss based on contributions:</b>		
	Employers contribution to provident fund	98,174	420,471
	Employers contribution to employees' state insurance	-	129,213
	Employers contribution to employees' pension scheme 1995	-	-
	Employers contribution to labour welfare fund and others Included in contribution to provident fund and other funds (Refer Note no.28)	-	-
		<b>98,174</b>	<b>549,684</b>

## II. Defined Benefit Plan

The present value of gratuity (unfunded) and compensated absences (unfunded) obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

### a) Gratuity

#### i) Movement in Present Value of Obligation

(Amount in Rs.)

Particulars	March 31, 2022	March 31, 2021
Present Value of Obligation as at the beginning	99,822	1,768,888
Current Service Cost	19,521	191,115
Interest Expense or Cost	6,558	116,570
Re-measurement (or Actuarial) (gain) / loss arising from:	2	
- change in financial assumptions	(992)	139
- experience variance (i.e. actual experience vs assumptions)	(33,002)	(405,484)
Past Service Cost	-	-
Benefits Paid	(55,542)	(1,571,406)
Present Value of Obligation as at the end	36,367	99,822

#### ii) Expenses recognised in the income statement and other comprehensive income (Amount in Rs.)

Particulars	March 31, 2022	March 31, 2021
Current service cost	19,521	191,115
Past service cost	-	-
Net interest cost on the net defined benefit liability	(73,602)	36,782
Expenses recognised in Profit & Loss Account	(54,081)	227,897
Other Comprehensive Income		
Actuarial (gains) / losses	(33,992)	(405,345)
- Return on plan assets, excluding interest income	70,805	70,433
- Experience variance	(33,992)	(405,345)
Expenses recognised in OCI	36,813	(334,912)

iii) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below

Particulars	March 31, 2022	March 31, 2021
Discount Rate (per annum)	6.90%	6.57%
Salary growth rate (per annum)	7.50%	7.50%
Mortality Rate	IALM 12-14	IALM 06-08

iv) Sensitivity Analysis

(Amount in Rs.)

Particulars	March 31, 2022	
	Decrease	Increase
Discount rate (- / + 1%)	(2,717)	(6,510)
Salary growth rate (- / + 1%)	3,122	7,275
Attrition rate (- / + 1%)	(145)	(853)

v) Maturity profile of Defined Benefit obligation

(Amount in Rs.)

Expected Cash flow over the next (valued on undiscounted basis)	March 31, 2022	March 31, 2021
1st Following Year	3,506	8,426
2nd Following Year	3,390	8,150
3rd Following Year	3,277	7,881
4th Following Year	3,169	9,141
5th Following Year	3,064	8,835
Sum of years 6 to 10	13,866	72,331
Sum of years 11 and above	44,861	62,165

**b) Leave Encashment:**

i) IND AS 19 deals with termination benefits separately from other employee benefits because the event that gives rise to an obligation is the termination of employment rather than employee service. Leave encashment is treated as termination benefit and hence disclose as per IND AS 19 is not considered mandatory.

ii) Movement in Leave Encashment (Long Term & Short Term Compensated Absences)

(Amount in Rs.)

Year	Opening Balance	Addition/ (Deductions)	Closing Balance
2021-22	-	-	-
2020-21	100,585	(100,585)	-

**13 Details of Related Parties**

Key Managerial Personnel	Designation
1 Mr. Anil Nagpal	Managing Director- Executive (w.e.f. 11th May 2018)
2 Mr. Harish Agarwal	Non Executive Director (w.e.f 11th May 2018)
3 Mr. Gian Aggarwal	Promoter
4 Mr. Rakesh Kumar Agarwal	Non -Promotor
5 Mr.Ashok Gupta	Non -Promotor
6 Mr.Rajeev Malik	Non -Promotor
7 KDA Corporate Adviser LLP	Non -Promotor
8 Mr. Abhimanyu	Company Secretary (Appointed on 01 <sup>st</sup> of July, 2021)

## 14 Related Party Transactions

Nature of Relationship: Key Management Personnel

(Amount in Rs.)

Sr. No.	Name of Related Party	2021-22		2020-21	
		Transaction Value	Payable Amount	Transaction Value	Payable Amount
1	<b>Mr. Anil Nagpal</b>				
	Issue of Share Warrants				-
	Issue of Equity Shares				-
	Acceptance of Deposits	1,150,000	15,938,570	2,000,000	14,788,570
	Reimbursement of expenses		19,000	-	19,000
2	<b>Mr. Harish Agarwal</b>				
	Issue of Share Warrants				-
	Issue of Equity Shares				-
	Acceptance of Deposits	1,200,000	4,900,000		3,700,000
3	<b>Mr. Gian Aggarwal</b>				
	Issue of Share Warrants				-
	Issue of Equity Shares				-
	Acceptance of Deposits	-	1,700,000		1,700,000

## 15. Raw Material Consumed

Particulars	2021-22		2020-21	
	Qty (Nos.)	(Amount in Rs.)	Qty (Nos.)	(Amount in Rs.)
<b>Raw Material Consumed :</b>				
1. For Clean Air Equipments	-	-	-	4,196,504
2. For Workstations	-	-	-	156,070
3. Aluminium Profile & Components	-	-	45	9,538
4. MS/CRCA Sheets	-	-	1,637	79,257
5. SS Sheets	-	-	484	87,109
6. Other Raw Material / goods	40,370,495	40,370,495	-	133,013
<b>TOTAL</b>	<b>40,370,495</b>	<b>40,370,495</b>		<b>4,661,492</b>

## 16. Quantitative & Other Details

Particulars	2021-22				
	Sales (Amount in Rs.)	WIP		Stock	
		Opening	Closing	Opening	Closing
1. Clean Air Equipment	-	832,142	832,142	-	-
2. Trading items	34,015	-	-	-	-
3. Oil Purifiers	-	4,800	4,800	-	-
4. Workstations	-	34,219	34,219	-	-
5. Others	46,342,800				
<b>TOTAL :</b>	<b>46,376,815</b>	<b>871,161</b>	<b>871,161</b>	<b>-</b>	<b>-</b>
Particulars	2020-21				
	Sales (Amount in Rs.)	WIP		Stock	
		Opening	Closing	Opening	Closing
1. Clean Air Equipment	6,459,070	1,198,548	832,142	-	-
2. Trading items	239,521	-	-	-	-
3. Oil Purifiers	-	-	4,800	-	-
4. Workstations	1,163,038	34,269	34,219	-	-
<b>TOTAL :</b>	<b>7,861,629</b>	<b>1,232,817</b>	<b>871,161</b>	<b>-</b>	<b>-</b>

17. Confirmation of balances has not been obtained from parties under the head trade receivable, trade payable, liabilities, advances and deposits. Pending final reconciliations, the balance in respect of trade receivable, trade payable, liabilities, advances and deposits are as appearing in the books of accounts of the Company. Adjustments having impact of a revenue nature if any, will be made in the year in which the same are confirmed/reconciled.

**18. Movement in Provision for Expected Current Losses**  
(Amount in Rs.)

Year	Opening Balance	Addition/ (Deductions)	Closing Balance
2021-22	948,546	258,470	1,207,016
2020-21	548,654	399,892	948,546

**19 Exchange Difference on account of fluctuation in Foreign Currency Rates**

**i. (Amount in Rs.)**

Particulars	2021-22	2020-21
Exchange Difference on account of fluctuation in Foreign Currency Rates On settlement/ revalorization of Current Assets & Current Liabilities	-	-

**ii Foreign Exchange Derivatives not hedged at close of the year**

Exposure not hedged at the close of the year	Currency	2021-22	2020-21
a. Receivables	USD	-	-
	<b>Total</b>	-	-
b. Payables	USD	-	-
	<b>Total</b>	-	-

**20 Imported Material Consumed**

(Amount in Rs.)

Particulars	2021-22	2020-21
Consumption of Imported Material	-	-
	-	-

**21 Earnings Per Share (EPS):**

(Amount in Rs.)

Particulars	2021-22	2020-21
<b>Basic EPS</b>		
Earnings attributable to the Equity Share Holders	(7,457,875)	(15,728,776)
Total weighted average No. of shares	4,640,000	4,640,000
Earnings Per Share	(1.61)	(3.39)
<b>Diluted EPS</b>		
Earnings attributable to the Equity Share Holders & Warrant Holders	(7,457,875)	(15,728,776)
Total weighted average No. of shares	4,640,000	4,640,000
Earnings Per Share	(1.61)	(3.39)

**22 Provision For Current Tax**

The Company has incurred losses in the current year as well as preceding previous years and therefore there is no taxable income and no tax liability for the current financial year.

23 Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The Company will adopt Ind AS 116, effective annual reporting period beginning April 1, 2019. The Company will apply the standard to its leases retrospectively, with the cumulative effect of initially

applying the standard, on the date of initial application. Accordingly, the Company will not restate comparative information, instead, the cumulative effect of initially applying this standard will be recognised as an adjustment to the opening balance of retained earnings as on April 1, 2019. On that date, the Company will recognise a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognised at its carrying amount as if the standard had been applied since the commencement date but discounted using lessee's incremental borrowing rate as at April 1, 2019. In accordance with the standard, the Company will elect not to apply the requirements of Ind AS 116 to short-term leases and leases for which underlying asset is of low value. With effect from April 1, 2019, the Company will recognise new assets and liabilities for its operating lease of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to a) amortisation charge for right-to-use asset, and b) interest accrued on lease liability.

**24** Effective April 1, 2018, the Company has applied Ind AS 115 which establishes comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to the contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11. The impact of the adoption of the standard on the financial statements of the Company is insignificant.

**25** The Company has generally complied with IND AS requirements in all material aspects and that the impact of non- compliance with few Indian Accounting Standards (Ind AS) is insignificant.

**26** The previous year figures have been regrouped/reclassified, wherever necessary to conform to the current presentation as per the schedule III of Companies Act, 2013.

**27** At the year end, the Company signed deed of assignment for transfer of part of factory land building at Pune MIDC area to another enterprise for a sale consideration of Rs 5.50 crores. The deed was executed and registered on 5th April 2022 i.e. after the year end. It received 90% of sale consideration on 5th April 2022 and the balance consideration is due in June 2022. Till year end, the company has not parted with possession of property. The handover of possession and rights in property was conditional on receipt of complete sale consideration. Till year end, no consideration was received. The Company is in process of handing over the possession as of now. The Company has been advised that since no consideration was received and no possession was handed over till year end, the said sale of factory land and building need to be accounted for and recognised in subsequent financial year. The management also confirms that the formalities relating to transfer of possession of property and rights therein are concluded in next year and not till

**28. Impact of Covid-19 on Financial Results:-**

Post lifting of restrictions due to outbreak of Covid -19 pandemic, the Company could not resume its operations. Both revenue and profitability for the year has severe impact and resulted into loss in the financial year 2021-22. Also with the onset of third wave of COVID -19 pandemic, the impact might continue to affect the business of the Company in the coming year.

The management is periodically reviewing impact of the said pandemic, and necessary counter measures are being taken to minimize the overall impact. The Company, as at the date of approval of these financials statement has relied upon the available market information to arrive at its best estimates.

**Note 32.29**

**Particulars of shareholding by Promoters**

**Shares held by promoters at the end of the year 31st March 2022**

Promoters Name	No. of Shares	% of Total Shares	% Change during The Year
GIAN PARKASH AGGARWAL	823,790	17.75	-
ANIL NAGPAL	823,000	17.74	-
HARISH KUMAR AGARWAL	822,700	17.73	-
		<b>53.22</b>	

**Shares held by promoters at the end of the year 31st March 2021**

Promoters Name	No. of Shares	% of Total Shares	% Change during The Year
GIAN PARKASH AGGARWAL	823,790	17.75	-
ANIL NAGPAL	823,000	17.74	-
HARISH KUMAR AGARWAL	822,700	17.73	-
		<b>53.22</b>	

**32.30 Additional Disclosures / Explanatory Notes**

a During the year, there is no amount of loan & advances given to any director, KMP, Promoter and the relatives.

b The Company does not have any undisclosed income which is not recorded in the books of account has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 (such as, search or surve or any other relevant provisions of the Inco Tax Act, 1961

c Provisions of section 135 of the Companies Act, 2013 relating to CSR activity are not applicable to the Company, since it is not meeting the applicable threshold

d The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

e The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

f During the year, company is not a declared wilful defaulter by any bank or financial Institution or other lender

g The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

h The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

i The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017

j During the year, there is no scheme of arrangement in which company entered into

k There is no borrowing of funds in form of term loan by the Company during the year and the borrowing in form of cash credit is not subject to lien on any current assets of company.

l During the year, there is no acquisition of any Property, Plant and Equipment and / or Intangible asset by way of business combination

m (i) The Company has not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

n (ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

o There is no loan or advance paid to director or KMP or their relatives

p The Company has not distributed any dividend to its shareholders

q There are no assets pledged by company for availing loan.

r There are pending commitments as at the balance sheet date.

s No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2022, 31 March 2021 and 1 April 2020.

t Unsecured loan from directors was taken during the year. It was used by company for stated purpose as agreed between company and lenders.

u Assets classified as held for sale comprises of factory land and building shown in schedule of Property Plant and Equipment which are sold in next year before signing the financial statements. Results from discontinued operations could not be disclosed for want of data.



- v The company does not hold investment properties.
- w Statement of ratio analysis is enclosed as a separate Annexure.
- x Statement of trade payables ageing and trade receivables ageing is enclosed as a separate Annexure.
- y Previous year figures have been regrouped/ reclassified to confirm presentation as per Ind AS and as required by Schedule III of the Act.

As per our report of even date attached  
For M/s C. V. Chitale & Co.  
Chartered Accountants

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For and on behalf of  
Board of Directors

Anil Nagpal  
Managing Director

Abhimanyu  
Company Secretary

Abhay Avchat  
Partner  
Membership number: 112265  
Pune, 07<sup>th</sup> May, 2022

Harish Agarwal  
Non-Executive  
Director

Pune: 07<sup>th</sup> May, 2022

**Envair Electrodyne Ltd  
Statutory Audit 2021-22**

**Notes To Accounts**

**Contingent Liabilities & Commitments**

<b>Sr. No</b>	<b>Act</b>	<b>Particulars</b>	<b>Year F.Y</b>	<b>Amount</b>	<b>Amount paid under protest</b>	<b>CARO</b>	<b>Remarks</b>	<b>Status</b>	<b>Jurisdiction</b>	<b>whether Contingent Liab</b>
1	MVAT Act 2002	CST Rectification	2010-11	-	-	-	As per discussion Form C have been submitted to Sales Tax Authority.	pending	Asst Commissioner of Sales Tax	Yes
3	MVAT Act 2002	CST Liability	2011-12	-	-	-	Case is in appeal	pending	Dy. Commissioner of Sales Tax	Yes
4	MVAT Act 2002	VAT Liability	2010-11	-	-	-	Case is in appeal	Appeal Pending	Asst Commissioner of Sales Tax	Yes
6	MVAT Act 2002	VAT IB Notice	2014-15	100,000	-	100,000	Due to supplier not paid payment of tax	pending	Asst Commissioner of Sales Tax	Yes
7	MVAT Act 2002	VAT Liability	2013-14	-	-	-	C Form not received	pending	Dy. Commissioner of Sales Tax	Yes
				<b>100,000</b>	-	<b>100,000</b>				

<b>Sr.No</b>	<b>A.Y</b>	<b>Section code</b>	<b>Demand Identification No</b>	<b>Date of Demand raised</b>	<b>outstanding demand Amount</b>	<b>Uploaded by</b>	<b>Remarks</b>
1	2013-14	271 (1) (c)	ITBA/PNL/S/156/2018-19/1015550012(1)	3/29/2019	648,900	AO	Appeal filed
2	2014-15	143 (1) (a)	2015201437025894153C	4/6/2018	23,430	CPC	
					672,330		

