

ENVAIR ELECTRODYNE LTD.



Enriching Environment

05.08.2021

To,

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

Scrip Code: 500246

Sub: Annual Report for the financial year 2020-21

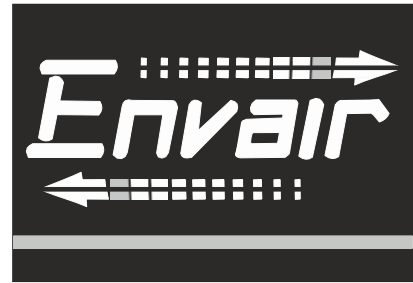
Dear Sir,

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. 2020-21 for 39th Annual General meeting of the Company to be held on 30th August, 2021.

This is for your information and records.
Thanking you,

FOR ENVAIR ELECTRODYNE LTD

**ABHIMANYU
COMPANY SECRETARY & COMPLIANCE OFFICER**



EnrichingEnvironment

39TH
ANNUAL REPORT
2020-2021

ENVAIR ELECTRODYNE LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS

NAME	DESIGNATION
Mr. Anil Nagpal	Managing Director
Mr. Harish Agarwal	Non-Exe Director
Mr. Archit Aggarwal	Non-Exe Director
Dr. Avinash Kulkarni	Independent Director (Resigned on 30-06-2021)
Mr. Sanjiv Narain	Independent Director (Passed away on 25-04-2021)
Mrs. Prachi Narula	Women Independent Director (Appointed on 07-06-2019)
Mr. Anis	Independent Director (Appointed on 31-07-2021)

OTHER KEY MANAGERIAL PERSONNEL

NAME	DESIGNATION
CS Ankita Trivedi	Company Secretary & Compliance Officer (Resigned on 16-12-2020)
CS Kuldeep	Company Secretary & Compliance Officer (Appointed on 01-02-2021 Resigned on 30-04-2021)
CS Abhimanyu	Company Secretary & Compliance Officer (Appointed on 01-07-2021)
Mr. Prince Vohra	Chief Financial Officer (Resigned on 15-12-2020)
Mr. Praveen	Chief Financial Officer (Appointed on 01-02-2021)

<p><u>Statutory Auditor:</u></p> <p>M/s C.V. Chitale & Co. Chartered Accountants 3, Gurukrupa, 1317, Shukrawar Peth Off Bajirao Road Pune - 411 002</p> <p><u>Internal Auditor</u></p> <p>Devesh Shah & CO. Mumbai</p>	<p><u>Secretarial Auditor</u></p> <p>Mr. I.U. Thakur Company Secretary in Practice, MSR Capital, Morwadi Pune</p> <p><u>Banker</u></p> <p>Bank of India, Pimpri, Pune 411 018 IDBI Bank, Nigdi, Pune 411 044</p>
<p><u>Name of the stock exchange</u></p> <p>BSE Ltd.</p>	<p><u>Registered office & Works</u></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 **39th Annual General Meeting** of Envair Electrodyne Ltd. will be held on Monday, 30th August 2020 at 11.00 a.m. through video conferencing or other Audio visual means for which purpose the registered office of the Company situated at 117 'S' Block, MIDC, Bhosari, Pune-411026 shall be deemed as the venue for the meeting to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Board's Report & Auditor's Report thereon.
2. To appoint a Director in place of Mr. Anil Nagpal (Din: 01302308) who retires by rotation and being eligible, offers himself for reappointment

SPECIAL BUSINESS:

3. Appointment of Mr. Anis as a Director

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

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Anis, who was appointed as Additional Director on July 31, 2021 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

NOTES:

1. In the view of massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the circular number 14/2020 dated 8th April, 2020, Circular no. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate affairs (MCA) followed by Circular no. 20/2020 dated 5th May 2020, physical attendance of the members to the AGM venue is not required and Annual general meeting (AGM) to be held through VC/OAVM only and no physical Presence at the meeting is required. Hence members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.
2. Pursuant to the circular no. 14/2020 dated 8th April 2020 by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However the Body corporates are entitled to appoint authorized representative to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Therefore the proxy form and attendance sheet for 38th AGM is not annexed with the notice.
3. The member can join the AGM through VC/OAVM mode 30 minutes before and after the schedule time of the commencement of the meeting by following the procedure mentioned in the notice. The facility of the participation at the AGM through VC/OAVM without any restriction to all members, key managerial personnel, the chairperson of the Audit Committee, Nomination and Remuneration committee and Stakeholders Relationship Committee, Statutory Auditor's, Secretarial Auditor's, Scrutinizers etc. who are allowed to attend the AGM.
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 the Provisions of section 108 of the Companies Act 2013 read with rule 20 of the Companies Management and Administration) Rule 2014 (as amend) Regulation 44 of the SEBI (Listing Obligation and Disclosures requirements) Regulations 2015 (as amended), and the Circulars issued by the MCA dated 8th April 2020, 13th April 2020 and 5th May 2020 the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with Central Depository services (India) Limited (CDSL) for facilitating voting through electronic means and independent agency for providing necessary platform for video conference/OAVM and necessary technical support as may be required. Therefore the facility of casting votes by a member using remote e-voting system as well as e-

voting on the day of the AGM will be provided by CDSL.

6. The notice calling the AGM alongwith complete Annual report has been uploaded on the website of the Company. The notice can also be accessed from the websites of the stock exchanges i.e. BSE Ltd. At www.bseindia.com and the AGM notice is also available on the website of CDSL (agency for providing the remote e-voting facility and providing necessary platform for video conference/ OAVM) i.e. www.evotingindia.com
 7. This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act 2013 read with MCA circular no. 14/2020 dated 8th April 2020 and MCA circular no. 17/2020 dated 13th April 2020 and MCA circular no. 20/2020 dated 5th May 2020.
 8. In Compliance with the aforesaid MCA circular dated 5th May 2020 and SEBI circular dated 12th May 2020, Notice of the AGM along with Annual report 2019-2020 is being sent only through electronic mode to those members whose email address are registered with the Company/ Depositories. Members may note that the notice and Annual report for the year 2019-2020 will also be available on the Company's website www.envair.in , website of the stock exchange i.e. BSE limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.
 9. Members joining the meeting through video conferencing, who have not cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.
 10. 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.
 11. The Register of Members and share transfer books of the Company will remain closed from 24.09.2020 to 30.09.2020 (both days inclusive).
 12. E-voting facility to all the Members has been provided through the E-voting platform of CDSL and the company has appointed Mr. I.U. Thakur, 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.
 13. Members are requested to immediately notify the Company/ Registrar & Transfer Agent, Universal 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.
 14. Members whose Shares are held in Demat Form are requested to notify the Depository participant of any change in their address.
 15. 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.
 16. 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 to reset the password.
 17. 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. Further, the members who have not encashed dividend in previous consecutive seven years are requested to approach the Company at 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 38th AGM is being held through VC therefore the route map is not annexed to this notice.
18. 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

ANNEXURE TO THE NOTICE**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.3 APPOINTMENT OF MR. ANIS AS DIRECTOR OF THE COMPANY

Mr. Anis was appointed as appointed as Additional Director at board meeting was held on 31st July, 2021 with effect from 31st July, 2021.

In accordance with the provisions of Companies Act, 2013 every Additional Director appointed by the Board shall hold his office till the Next General Meeting, Therefore in order to ensure that Mr. Anis continue as Director in the Board of Envair Electrodyne, It required to Appoint him as Director of the Company.

Mr. Anis has been an Independent Director of the Company and associated with the Company since 31st July, 2021. Mr. Anis is a Commerce Graduate. He has an experience of more than 20 years.

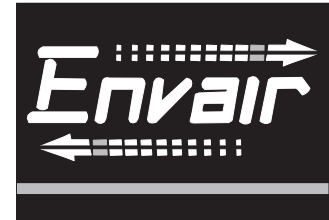
None of the Directors except Mr. Anis is interested in the business.

The Board recommends resolution set out in Item no.3 of the notice for approval of members.

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

Place: Pune
Date: 31st July, 2021
Envair Electrodyne Ltd.
CIN: L29307MH1981PLC023810
117 S Block, M I D C Bhosari
Pune MH - 411026

**CS ABHIMANYU
COMPANY SECRETARY &
COMPLIANCE OFFICER**

ENVAIR ELECTRODYNE LTD.

Enriching Environment

VOTING THROUGH ELECTRONIC MODE

Dear Shareholder(s),

DP ID – Client ID/ Folio No.	No. of Shares

Pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014. The Company is offering E-voting facility to its members in respect of the businesses to be transacted at the 39th Annual General Meeting scheduled to be held on Monday, 30th August, 2021 at 11.00 a.m. For this purpose, the company has signed an Agreement with Central Depository Services (India) Ltd. (CDSL) for facilitating E-voting.

E-voting particulars are set out as below:

EVSN (Electronic voting sequence No.)	User ID

The E-voting facility will be available during the following period.

Commencement of E-voting	End of E-voting
27th August, 2021 at 9 a.m.(IST)	29th August, 2021 at 5 p.m.(IST)

The cut off date (i.e. Record date) for the purpose of E-voting 23rd August, 2021. The Board of Directors has appointed Mr. I. U. Thakur, a Practicing Company Secretary as a Scrutinizer for the E-voting process. He will within a period not exceeding 3 working days from the conclusion of the E-voting period unblock the votes in the presence of at least two witnesses not in the employment of the company and will make a Scrutinizer's Report of the votes cast in favor or against to the Chairman of the Company. The results on the resolutions shall be declared on or after the AGM of the company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the resolutions. The results declared alongwith the Scrutinizer's report will be available on the website of the company (www.envair.in) within two days of the passing of the resolutions and communication of the same to the BSE Ltd.

Please read the instructions given over leaf before exercising the vote. The instructions for members for voting electronically are as under:- In case of members receiving e-mail:

- (i) The voting period begins on 27th August, 2021 at 9.00 A.M. (IST) and ends on 29th August, 2021 at 5.00 P.M. (IST). During this period shareholders of the company holding shares in physical form or in dematerialised form, as on the cut off date (Record date) of <Record date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iv) Click on shareholders
- (v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of the name and 8 digits of the Sequence number which is mentioned in address Label affixed on Annual Report, in the PAN Field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend	Enter the Dividend Bank Details or Date of Birth (DD/MM/YYYY format)
Bank Details of Date of Birth (DOB)	<p>As recorded in your Demat Account or in the Company records in order to login</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v)

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If 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.
- (xix) Note for Non-Individual Shareholders & Custodians
- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc) & Custodians are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp & sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:evoting@cdslindia.com)
 - After receiving the login details the Compliance User should be created using the admin login & password. The Compliance User would be able to link the account (s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on an approval of the accounts they would be able to cast their votes.
 - A scanned copy of the Board Resolution & Power of Attorney (POA) which they have issued in favour of Custodian, if any should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 at cs@envair.in /RTA-** khade@uniseq.in.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **cs@envair.in /RTA-** khade@uniseq.in.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@envair.in. 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 cs@envair.in. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
3. If any Votes are cast by the 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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By order of the Board of Directors For **ENVAIR ELECTRODYNE LIMITED**

Place: Pune
Date : 31st July, 2021

**CS ABHIMANYU
COMPANY SECRETARY
& COMPLIANCE OFFICE**

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. Anil Nagpal
DIN	01302308
DESIGNATION	DIRECTOR
DATE OF APPOINTMENT	11/05/2018
DATE OF BIRTH	24-03-1959
QUALIFICATION	COMMERCE GRADUATE WITH A BUSINESS MANAGEMENT DEGREE FROM PUNJAB UNIVERSITY, CHANDIGARH.
BRIEF RESUME & EXPERTISE IN SPECIFIC FUNCTIONAL AREA OF THE DIRECTOR	HE HAS AN EXPERIENCE OF MORE THAN 30 YEARS IN A BUSINESS OF SUPPLY CHAIN, LOGISTICS & MANUFACTURING OF PHARMACEUTICALS & FMCG GOODS. HE HAS IMPLEMENTED GREEN FIELD PROJECTS FOR ICI PLC UK, JOHNSON & JOHNSON & UNILEVER. HE IS ALSO A PARTNER IN ALLIANCE WORLD INDIA (AWG) GROUP. PASSION TO VENTURE INTO NEW PROJECTS TO DIVERSIFY AND ACCEPT TECHNOLOGY AS TOOLS OF CHANGE HAS TAKEN THE GROUP TURNOVER TO USD 120 MILLION.
DIRECTORSHIP HELD IN OTHER COMPANY	RMGR PROJECTS LLP
MEMBERSHIP OF COMMITTEE	NOMINATION & REMUNERATION COMMITTEE MEETING AND STAKEHOLDER COMMITTEE MEETING
NO. OF EQUITY SHARES	823000
RELATIONSHIP BETWEEN DIRECTORS	NONE
NO. OF BOARD MEETINGS ATTENDED DURING THE F.Y 2020-21.	Five

BOARD'S REPORT

To,
The Members

Envair Electrodyne Ltd.

Your Directors are pleased to present your Company's 39th Board's Report, together with the Audited Financial Statement for the Financial Year ended on 31st March 2021:

1. FINANCIAL RESULTS

Particulars	Current Year 2020-21	Previous Year 2019-20
Income Earned During the year	7,908,937	35,655,556
Profit before Taxes & Other adjustments	(16,063,687)	(14,975,990)
Add prior period income	-	-
Profit before Taxes	(16,063,687)	(14,975,990)
Less Provisions for Taxes		
Less Current Tax		
Add/ (Less) Deferred Tax		
Profit for the period	(16,063,687)	(14,975,990)
Add: Item not classified to profit & loss	3,34,912	(4,46,005)
Total Comprehensive Income	(15,728,775)	(15,421,995)
Profits carried forward from previous year	(44,773,382)	(29,351,388)
Less proposed Dividend		
Less Dividend Distribution Tax		
Profits c/f to Balance Sheet	(60,402,157)	(44,773,382)

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 31st March 2021, 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 "Annexure 2"

The copy of annual return is available on the Company website www.envair.in

4. NUMBER OF BOARD MEETINGS

The Board of Directors duly met 5 times during the financial year 2020-21. During the year, the meetings of the Board of Directors of the Company were held on 30.06.2020, 01.09.2020, 19.09.2020, 11.11.2020, 11.02.2021 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 Decreased by 77.82 % compared to previous year. The Company has shored up its network and it now stand at Rs.32,456,287/-.

Prestigious assignments were completed are following:

1. Inmet Technology Private Limited- Class 100,000 (iso8) Clean room for 3D printing machine/Medical part packing.
2. Bharat forge limited- Conventional clean room (class 10000 ISO8) Laser machine/ defense part manufacturing
3. Volkswagen/Skoda India Pvt. Ltd- Corian top/ Solid surface laboratory workstation for testing.
4. Kalyani Techno Forge- Enclosure for packing of metal jobs
5. Bajaj Auto- Assembly workstation for Automobiles job assembly and inspection
6. Smalz India Pvt. Ltd- Reverse Laminar airflow workstation for grinding jobs
7. BEL Kotdwara- WSD workstation for assembly line
8. ADOR India- Electrostatic air cleaner

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:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) 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;
- c) 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;
- d) 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 35th 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.

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

Our Office & Factory were closed since 23rd March 2020 due to COVID related nation-wide lockdown. Statutory Audit has been completed during this pandemic situation under partial or full lock down. As our office was closed, our customers and suppliers were also not available. Accordingly balance confirmation and related reconciliation has not been performed. As the unlock process is starting in different phases, we will ensure to take the relevant confirmations and reconciliations during the current year.

b) Secretarial Auditors:

Mr. I. U. Thakur Company Secretary in Practice having Membership no. FCS 2298 was appointed to conduct the Secretarial Audit of the Company for the F.Y. 2020-21 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. 2020-21 is annexed to this report.

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

The Unaudited Results were scheduled to be uploaded in time but because of sad demise of family member of company's accountant due to corona virus the Board Meeting was rescheduled on 19th September, 2020 where the Results were uploaded.

The Company will upload the results in time.

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 2020-21 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)Rules2014 is given in "Annexure1" attached to this Report.

19. RISK MANAGEMENTPOLICY

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

20. CORPORATE SOCIALRESPONSIBILITY

Since the Company's networth 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

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. Jayesh Madhavji Resigned on 31-07-2020. - Mr. Price Vohra Resigned as CFO on 15-12-2020 & Mr. Praveen Kumar was appointed as CFO on 01-02-2021. - Ms Ankita Resigned as CS on 16-12-2020 & Mr. Kuldeep was Appointed as CS on 01-02-2021.
	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.

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

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.	

23. ENVIRONMENT & SAFETY

The Company is aware of the importance of environment clean.

24. DETAILS OF FRAUDS REPORTED BY AUDITORS:

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

25. 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 under Investors/ policy documents/ Vigil Mechanism Policy link.

26. 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.

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 underreport.

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: Pune
Date: 31.07.2021

Place: Pune

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.

S. No.	Particulars	2020-21	2019-20
1	Expenses on power & fuel	Rs. 5,77,713	Rs. 13,73,168

(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 2020-21.

For and on behalf of the Board of Directors,

ANIL NAGPAL
MANAGING DIRECTOR
DIN: 01302308

HARISH AGARWAL
DIRECTOR
DIN: [02185002](#)

Date: 31.07.2021

Place: Pune

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	82.10%
2.	Workstations	31009	14.80%
3.	Electrostatic Oil Cleaners	28295	3.10%

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	
A. Promoters									
(1) Indian									
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	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	1869490	600000	2469490	53.22	2469490	-	2469490	53.22	-
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b. Other – Individuals	-	-	-	-	-	-	-	-	-
c. Bodies Corporate	-	-	-	-	-	-	-	-	-
d. Banks / Financial Institutes	-	-	-	-	-	-	-	-	-
e. Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A) (1) + (A) (2)	1869490	600000	2469490	53.22	2469490	-	2469490	53.22	-

B. Public Shareholding									
1. Institutions									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Banks / Financial Institutes	-	-	-	-	-	-	-	-	-
c. Central Government(s)	-	-	-	-	-	-	-	-	-
d. State Government (s)	-	-	-	-	-	-	-	-	-
e. Venture Capital Funds	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	-	-	-
g. FIs	-	-	-	-	-	-	-	-	-
h. Foreign Venture Capital	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a. Bodies Corporate:									
i. Indian	28916	2800	31716	1.04	8559	2500	11059	0.24	(0.8)
ii. Overseas	-	-	-	-	-	-	-	-	-
b. Individuals									
i. Individual shareholders holding nominal share capital upto Rs.1lakh	516972	285591	802563	26.40	463651	121801	585452	12.62	(13.78)
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	237856	12440	250296	8.23	1170232	12440	1182672	25.49	17.26
iii. Others (specify)									
a) Clearing Members	8483	0	8483	0.28	4016	0	4016	0.09	(0.19)
b) NRI/OCB's	32076	0	32076	1.06	31560	0	31560	0.68	(0.38)
c) HUF	41414	0	41414	1.36	51249	0	51249	1.11	(0.25)
d)LLP	3962	-	3962	0.13	103865	0	103865	2.24	2.11
e) IEPF Suspense account	-	-	-	-	200637	0	200637	4.32	4.32
Sub-total (B)(2):-	865717	300831	1170510	38.50	2033769	136741	2170510	46.77	0
Total Public Shareholding B)=(B)(1)+ (B)(2)	863869	300831	1170510	38.50	2033769	136741	2170510	46.77	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2733359	300831	3040000	100	4503259	136741	4640,000	100	0

(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
	TOTAL	2469490	53.22	0.00	2469490	53.22	0.00	0.00

(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	Anil Gurmukh Bhagwani	29582	0.97	29582	0.64
10	Kalpana Prakash Pandey	29138	0.96	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
Indebtedness at the beginning of the financial year				
i. Principal Amount	4,191,690	18,188,570	0	22,380,260
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,191,690	18,188,570	-	22,380,260
Change in Indebtedness during the financial year				
• Addition	469,858	2,000,000	-	2,469,858
• Reduction	-	-	0	-
Net Change	469,858	2,000,000	-	2,469,858
Indebtedness at the end of the financial year				
i. Principal Amount	4,661,548	20,188,570	-	24,850,118
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,661,548	20,188,570	0	24,850,118

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	Nil		Nil
	- as % of profit			
	- others, specify			
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	6500/-	Nil		Nil
	• Commission	Nil	Nil		Nil
	• Others, please specify	Nil	Nil		Nil
	Total (1)	6500/-	Nil		6500/-
	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)	6500/-	Nil		6,500/-

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

Sr. No.	Particulars of Remuneration	CEO & Whole Time Director	CS Ankita Trivedi	CS Kuldeep Kumar	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	251,450	57,000	308,450
	(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	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission	Nil	Nil	Nil	Nil
	- as % of profit				
	- others, specify				
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total (A)	-	251,450	57,000	308,450

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)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
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

Place: Pune
Date: 31.07.2021

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March 2021.
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
ENVAIR ELECTRODYNE LIMITED
Pune

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **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 31st March 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company (records were verified in electronic form due to situation of "COVID-19" Pandemic and their physical unavailability at the Registered Office of the Company) for the financial year ended on 31st March 2021 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;
 - (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
 - (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.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. *In terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, We observed that the listed entity was required to submit its Unaudited Standalone Financial Results for the Quarter ended June 2020 with the Exchange by 14th August 2020. The SEBI vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/140 dated July 29th, 2020 extended the timeline for submission of financial results under Regulation 33 of the LODR Regulations, for the quarter/half year/financial year ended 30th June 2020, to September 15, 2020. The same were submitted on 19th September 2020. The Company duly intimated the stock exchange regarding the postponement of Board Meeting which was scheduled on 15th September 2020 at 4.30 PM because of sad demise of family member of company's accountant due to corona virus and the same was rescheduled to Saturday, 19th September 2020 at 4.30 PM.*
2. *In terms of Regulation 30 SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, We observed that the Quarterly Financial Statements for the quarter ended on 30th September 2020 were intimated to Stock Exchange within time specified under the said Regulation, but few attachments were missed inadvertently and therefore same were submitted again with proper attachments after the specified time prescribed under the said regulation.*

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.

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.

I further report that due to the outbreak of COVID -19 pandemic, physical examination of documents under Companies Act, 2013 is not possible; I have therefore relied upon the documents provided by the Company in electronic mode for Audit purpose.

Place: Pune
Date: 30th July 2021

I. U. THAKUR
PRACTICING COMPANY
SECRETARY
FCS: 2298 C.P. No: 1402
UDIN: F002298C000712040
Peer Review No: 497/2016

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

‘Annexure A’

To,
The Members,
ENVAIR ELECTRODYNE LIMITED
Pune

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: Pune
Date: 30th July 2021

I. U. THAKUR
PRACTICING COMPANYSECRETARY
FCS: 2298 C.P. No: 1402
UDIN: F002298C000712040
Peer Review No: 497/2016

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) 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 31st March, 2021 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 IN COMPANY
1.	AVINASH DATTATRAYA KULKARNI	00016046	29/03/2003
2.	ANIL NAGPAL	01302308	11/05/2018
3.	HARISH KUMAR AGARWAL	02185002	11/05/2018
4.	ARCHIT AGGARWAL	08127356	11/05/2018
5.	PRACHI NAVESH NARULA	08502922	07/06/2019
6.	SANJIV KUMAR NARAIN*	07349240	07/06/2019

*Note: Cessation of Mr. Sanjiv Kumar Narain w.e.f. 25/04/2021 due to death

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: 30-07-2021

I. U. THAKUR

PRACTICING COMPANY

SECRETARY

FCS: 2298 I.C.P. No: 1402

UDIN:

Peer Review No: 497/2016

**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, 2021, 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, 2021, 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 33.26 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.

Key Audit Matters

7. 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.

Sr.No.	Key Audit Matter	Auditor's Response
1.	<p>Verification of Full and Final settlement dues paid to workers The Company has 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>Principal Audit Procedures 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>Payment of tax dues under the Vivad Se Vishwas Scheme of Central Government During the year, the Company opted for the Vivad Se Vishwas Scheme of income tax department to settle old tax and TDS demand / dues for two years.</p>	<p>Principal Audit Procedures We have verified relevant documents, record and forms which were submitted by the Company to department and also verified its compliance. Adequate provisions were made in accounts and charge has been created against profit.</p>

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

8. 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

9. 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.

10. 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.
11. 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

12. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
13. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
14. 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.
15. 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.
16. 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.
17. 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

18. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section 11 of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
19. As required by section 143 (3) of the Act, based on our audit we report that:
- 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.*
 - 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;
 - 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.
 - In our opinion, except for the matters described in the basis for qualified opinion 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.
 - On the basis of the written representations received from the directors as on March 31, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of

Section 164 (2) of the Act.

- f. 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, 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.

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

Place: Pune
Date: June 30, 2021

CA Abhay Avchat
Partner
Membership No. 112265

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

With reference to the Annexure referred to in paragraph 18 (Report on Other Legal and Regulatory Requirements) of the Companies' Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2021 we report that:

- i. In respect of its fixed assets:
 - a) The Company is in process of updating its fixed asset register showing full particulars, including quantitative details and situation of fixed asset.
 - b) The fixed assets have not been physically verified during the year.
 - c) According to the information and explanation given to us, the records examined by us and based on the examination of the conveyance deeds and lease deeds provided to us, we report that, in respect of immovable properties of land and buildings that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company.

- ii. In respect of its inventories:
 - a) The Management has conducted physical verification of inventory at reasonable intervals. In our opinion, the frequency of verification is reasonable.
 - b) According to information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size and the nature of its business.
 - c) The Company is maintaining reasonably proper record showing quantitative details of inventory. As informed to us, the discrepancies noticed on verification between physical stock and book records have been properly dealt with accounts.

- iii. As per the information and explanations given to us, the Company has not granted any loans secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.

- iv. As informed to us the Company has not entered into any transaction which attracts the provisions of the Section 185 and 186 of the Companies Act, 2013.

- v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposit from the public hence the directives issued by the Reserve Bank of India and provisions of the sections 73 to 76 or any other relevant provisions of the Companies Act and rules framed there under, are not applicable to it. According to information and explanation given to us, no order has been passed against the Company by Company Law Board or National Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

- vi. To the best of our information and as per the explanation given to us, a requirement

relating to maintenance of cost records is not applicable to the Company; since its turnover is below the threshold limit prescribed by the Central Government under section 148(1) of the Act.

vii. In respect of statutory dues:

a) According to the information & explanation given to us and according to the books & records, the company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax, cess and any other statutory dues to the appropriate authorities except in few instances, delay in payment were observed.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, goods and service tax, cess, were outstanding, as at March 31, 2021 for a period of more than six months from the date of becoming payable except amount payable with respect to VAT of Rs 5,50,000/-.

b) According to the information and explanation given to us, there are no dues of income-tax, wealth-tax, sales tax, service tax, custom duty, excise duty, value added tax and cess, which have not been deposited on account of any dispute except the following: -

Nature of the Statute	Nature of Dues	Amount due (In Rs)	Period to which amount relates	Forum at which dispute is pending
Maharashtra Value Added Tax Act 2002 & Central Sales Tax	VAT Liability	1,00,000/-	FY 2014-15	Asst. Commissioner of Sales Tax, Pune
Income Tax Act, 1961	Income Tax Penalty	6,48,900/-	FY 2012-13	Commissioner of Income Tax (A), Pune
Income Tax Act, 1961	Late filing fee of TDS	2,27,596/-	FY 2008-09 to 2014-15	Commissioner of Income Tax (A), Pune

viii. In our opinion and according to the information and explanation given to us, the Company has generally not defaulted in repayment of loan or borrowings to banks, financial institutions and Government. The Company has not borrowed any sum through debentures.

ix. According to the information and explanation given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments)

and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us, the Company has not paid / provided for managerial remuneration during the year.
- xii. As per the information and explanation given to us, the Company is not a Nidhi company. Accordingly, Clause (xii) of the Order is not applicable
- xiii. According to the information and explanations given to us, transactions with related parties are in compliance with provisions of section 177 and 178 of the Act and details of such transactions have been disclosed in the financial statement as required by the applicable accounting standards. However while reporting under this sub-clause we have relied on the list of related parties and transactions with them, as provided to us by the management.
- xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, Clause (xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them as per section 192 of Companies Act, 2013. Accordingly, clause (xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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

CA Abhay Avchat
Partner
Membership No. 112265

Place: Pune
Date: June 30, 2021

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF ENVAIR ELECTRODYNE LIMITED FOR THE YEAR ENDED ON MARCH 31, 2021**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting with reference to financial statements of Envair Electrodyne Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on Internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls over Financial Reporting

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

- A. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- B. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- C. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls over Financial Reporting

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

Disclaimer of Opinion Framework for Internal Financial Control over Financial Reporting not established but does not Impact the audit opinion on Financial Statements

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company has adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2021.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer does not affect our opinion on the financial statements of the Company.

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

**Place: Pune
Date: June 30, 2021**

**CA Abhay Avchat
Partner
Membership No. 112265**

ENVAIR ELECTRODYNE LIMITED**Balance Sheet as at 31st March, 2021.**

(All amounts are in Rupees)

Particulars	Note	As at 31st March 2021	As at 31st March 2020
Assets			
I. Non-Current Assets			
Property, plant and equipment	1	9,095,820	9,886,799
Capital work-in-progress	1	791,488	791,488
Other Intangible Assets	2	425,529	655,862
Other Non-Current Assets	3	1,872,674	1,872,674
Total Non-Current Assets		12,185,511	13,206,823
II. Current Assets			
Inventories	4	6,085,482	7,475,966
Financial assets:			
a) Trade receivables	5	6,804,493	10,193,554
b) Cash and Cash Equivalents	6	906,644	36,213,495
c) Bank balances other than Cash and Cash Equivalents above	7	27,034,304	11,856,331
d) Loans	8	1,633,169	670,878
e) Other Financials Assests	9	54,240	54,240
Current Tax Asset (Net)	10	311,000	269,177
Other Current Assets	11	15,606,278	6,270,744
Total current assets		58,435,610	73,004,385
Total assets		70,621,121	86,211,208
Equity and Liabilities			
III. Equity			
Equity Share Capital	12	46,400,000	46,400,000
Other Equity	13	(13,943,713)	1,785,063
Money received against Share Warrants	14	-	-
Total equity		32,456,287	48,185,063
IV. Non Current Liabilities			
Financials Liabilities			
a) Borrowings	15	20,188,570	18,188,570
b) Provisions	16	99,822	202,038
		20,288,392	18,390,608
V. Current Liabilities			
Financial Liabilities			
a) Borrowings	17	4,661,548	4,191,690
b) Trade payables	18	5,354,480	6,638,939
c) Other Financial Liabilities	19	1,990,627	1,652,085
d) Provisions	21	1,378,700	1,955,782
Other Current Liabilities	20	4,491,087	5,197,042

Current Tax Liabilities (Net)	22	-	-
Total current liabilities		17,876,442	19,635,537
Total Equity and Liabilities		70,621,121	86,211,208

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

For and on behalf of
Board of Directors

Anil Nagpal
Managing Director

Abhay Avchat
Partner
Membership number: 112265
Pune, 30th June, 2021

Harish Agarwal
Non-Executive
Director

Parveen Kumar
Chief Financial Officer
Pune: 30th June, 2021

ENVAIR ELECTRODYNE LIMITED

Statement of Profit and Loss for the year ended 31st March, 2021

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

	Particulars	Note	2020-21	2019-20
Income				
I.	Revenue from Operations	23	7,908,937	34,914,720
II.	Other Income	24	803,588	740,836
III.	Total Income (I + II)		8,712,525	35,655,556
IV. Expenses				
	a) Cost of materials consumed	25	4,692,018	19,916,633
	b) Purchase of stock in trade	26	111,632	682,737
	c) Changes in inventories, work-in-progress and stock-in-trade	27	713,536	617,798
	e) Employee benefit expenses	28	8,846,647	12,408,347
	f) Finance costs	29	460,566	494,434
	g) Depreciation and Amortisation expenses	30	1,021,312	1,047,397
	h) Other expenses	31	8,930,501	15,464,200
	Total Expenses (a to i)		24,776,212	50,631,546
V.	Profit before exceptional items and tax (III - IV)		(16,063,687)	(14,975,990)
VI.	Exceptional item		-	-
	Prior Period Income/ Expenses		-	-
VII.	Profit/ (Loss) before tax (V - VI)		(16,063,687)	(14,975,990)
VIII.	Tax expense:	32		
	i) Current Tax		-	-
	ii) Deferred Tax		-	-
	iii) Prior Period Short Provision		-	-
	iv) Prior Period MAT Credit FY due Tax		-	-
	Total Tax Expense		-	-
IX.	Profit/ (Loss) for the period after Tax (VII - VIII)		(16,063,687)	(14,975,990)
X.	Other comprehensive income (OCI)			
	A (i) Items that will not be reclassified to profit or loss		334,912	(446,005)
	(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)		334,912	(446,005)
XI.	Total Comprehensive Income/ (Loss) for the year (IX + X)		(15,728,775)	(15,421,995)
XII.	Earnings per equity share:			
	Basic		(3.39)	(4.99)
	Diluted		(3.39)	(4.99)
	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

For and on behalf of
Board of Directors

Anil Nagpal
Managing Director

Abhay Avchat
Partner
Membership number: 112265
Pune, 30th June, 2021

Harish Agarwal
Non-Executive
Director

Parveen Kumar
Chief Financial Officer
Pune: 30th June, 2021

ENVAIR ELECTRODYNE LIMITED

Statement of Changes in Equity for the year ended 31st March, 2021

(All amounts are in Rupees, unless stated otherwise)

A Equity Share Capital

Particulars	31 March, 2021	31 March, 2020
Balance at the beginning of the year	46,400,000	30,400,000
Changes in equity share capital during year	-	16,000,000
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 2019	3,013,000	11,545,445	(29,351,388)	(14,792,943)
Profit/ (Loss) for the year	-	32,000,000	(15,421,994)	16,578,006
As at 31 March 2020	3,013,000	43,545,445	(44,773,382)	1,785,063
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)

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

Abhay Avchat
Partner
Membership number: 112265
Pune, 30th June, 2021

Harish Agarwal
Non-Executive Director
Pune, 30th June, 2021

Parveen Kumar
Chief Financial Officer
Pune, 30th June, 2021

ENVAIR ELECTRODYNE LIMITED**Cash flow statement for the year ended 31st March, 2021**

(All amounts are in Rupees, unless stated otherwise)

Particulars	31st March, 2021	31st March, 2020
A) CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax	(16,063,687)	(14,975,990)
Adjustments to reconcile profit before tax to net cash flows		
OCI	334,912	(446,005)
Depreciation and amortization	1,021,312	1,047,397
Interest and finance charges	460,566	494,434
Irrecoverable bal. & sundry balances written off	-	-
Bad debts written off	-	-
Profit on sale of assets	-	-
Interest income	(512,227)	(740,711)
Provision no longer required write back		
Cash from operating activities before working capital changes	(14,759,124)	(14,620,875)
Adjustments for:		
Increase / (Decrease) in Long Term Provisions	(102,216)	(46,578)
Increase / Decrease in Trade Payables	(1,284,459)	292,815
Increase / Decrease in Other Current Liabilities	(705,954)	1,227,927
Increase / Decrease in Other Financial Liabilities	338,542	1,123,693
Increase / Decrease in Short term provisions	(577,082)	(2,859,072)
Increase / Decrease in Inventories	1,390,484	(274,110)
Increase / Decrease in Trade Receivables	3,389,061	(1,254,435)
Increase / Decrease in Loans and Advances	-	-
Increase / Decrease in Other Financial Assets	(10,339,648)	1,417,395
Increase / Decrease in Other Current Assets	-	-
Increase / Decrease in Other Current Liabilities Tax	-	-
Cash Generated from Operations	(7,891,273)	(372,364)

Adjustment for:

Less :- Taxes Paid	-	-
Add: Prior Period MAT Credit		
Net Cash Flow from Operating Activities	(22,650,397)	(14,993,239)

B) CASH FLOW FROM INVESTING ACTIVITIES:

Purchase of Fixed Assets	-	(800,000)
Proceeds from sale of assets	-	-
Increase in Bank balances other than Cash and Cash Equivalents	(15,177,973)	(698,724)
Interest income	512,227	740,711
Net Cash Flow From Investing Activities	(14,665,746)	(758,013)

c) CASH FLOW FROM FINANCING ACTIVITIES:

Availment/ (repayment) of Short Term Borrowings	469,859	(1,916,721)
Interest paid	(460,567)	(494,434)
Loan Received From Directors	2,000,000	18,188,570
Money received against share warrants/Share Capital	-	36,000,000
Net Cash Flow From Financing Activities	2,009,292	51,777,415

NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C):	(35,306,851)	36,026,163
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CASH AND CASH EQUIVALENTS:

AS AT THE BEGINNING

Cash and cash equivalents	36,213,495	187,332
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AS AT THE ENDING

	906,644	36,213,495
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NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS:	(35,306,851)	36,026,163
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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

Abhay Avchat

Partner
Membership number: 112265
Pune, 30th June, 2021

Harish Agarwal
Non-Executive Director
Pune, 30th June, 2021

Parveen Kumar
Chief Financial Officer
Pune, 30th June, 2021

ENVAIR ELECTRODYNE LIMITED

Note : 2 -Intangible Assets

(All amounts are in Rupees)

Particulars	Software	Total
Gross Block		
As At 31 March 2019	4,871,679	4,871,679
Additions	270,000	270,000
Deductions		-
As At 31 March 2020	5,141,679	5,141,679
Gross Block		
As At 31 March 2020	5,141,679	5,141,679
Additions	550,000	550,000
Inter Transfers	-	-
Recoupment / Adjustment	-	-
Deductions	-	-
As At 31 March 2021	5,691,679	5,691,679
Depreciation		
Upto 31 March 2019	4,753,378	4,753,378
For The Year	70,440	70,440
Deductions		-
As At 31 March 2020	4,823,818	4,823,818
Depreciation		
Upto 31 March 2020	4,823,818	4,823,818
For The Year	212,000	212,000
Deductions		
As At 31 March 2021	5,035,818	5,035,818
Net Block		
As At 31 March 2020	317,861	317,861
As At 31 March 2021	655,861	655,861

ENVAIR ELECTRODYNE LIMITED

Notes to Balance Sheet as at 31st March, 2021

(All amounts are in Rupees)

Note no.	Particulars	31st Mar 2021	31st Mar 2020
3	Other Non Current Assets		
	MAT Credit Due	1,872,674	1,872,674
	Total	1,872,674	1,872,674
4	Inventories		
	(As Taken, Valued & Certified by the Management)		
	Raw Materials	4,004,983	4,681,931
	Work-in-progress	871,162	1,232,816
	Finished goods	1,209,337	1,561,219
	Trading Goods	-	-
	Total	6,085,482	7,475,966
5	Trade Receivable (unsecured consider Good)		
	Outstanding for a period exceeding six months from the date they are due for payment	6,460,818	2,322,640
	Other receivables	1,225,821	8,419,568
	Provision for Expected Credit Losses	882,146	548,655
	Total	6,804,493	10,193,554
6	Cash and Cash Equivalents		
	Cash in hand	15,179	15,179
	Balances with Bank on Current Accounts	891,465	36,198,316
	Total	906,644	36,213,495
7	Bank balances other than Cash and Cash Equivalents above		
	Term Deposits with bank maturity of more than 6 months	27,034,304	11,856,331
	Note:- Term Deposits of Rs. 2,50,66,500 are against the Bank Guarantees issued. (P Y Rs. 1,00,66,500)		
	Total	27,034,304	11,856,331
8	Loans		
	Other Loans & Advances	1,633,169	670,878
	Total	1,633,169	670,878
9	Other Financials Assets		

Security Deposits	54,240	54,240
Statutory Balances recoverable	-	-
Total	54,240	54,240

10	Current Tax Asset (Net)		
	Tax Paid in Advance (Net of Provision)	311,000	269,177
	Income Tax Refund	-	-
	Total	311,000	269,177
11	Other Current Assets (unsecured consider Good)		
	Other Receivables	8,884,894	3,027,025
	Loan & Advance to Suppliers	6,386,472	3,243,719
	OCI - Gratuity	334,912	
	Total	15,606,278	6,270,744
12	Equity Share Capital		
	Authorised		
	55,00,000 (55,00,000) Equity shares of Rs. 10/- each	55,000,000	55,000,000
	Issued		
	46,40,000 (46,40,000) Equity shares of Rs. 10/- each	46,400,000	46,400,000
	Subscribed and Paid Up		
	46,40,000 (46,40,000) Equity shares of Rs. 10/- each	46,400,000	46,400,000
	Total	46,400,000	46,400,000

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

Particulars	31st March,2021		31st March,2020	
	No of Shares	Amount	No of Shares	Amount
At the Beginning of the Period	4,640,000	46,400,000	3,040,000	30,400,000
Issued/Reduction during the year	-	-	1,600,000	16,000,000
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.

13 Other equity

Capital Reserve

Opening Balance	3,013,000	3,013,000
Net Addition During the year	-	-
Written Back During the year	-	-
Closing Balance	3,013,000	3,013,000

Securities Premium

Opening Balance	43,545,445	11,545,445
Add: Addition during the year	-	32,000,000
Written Back During the year	-	-
Closing Balance	43,545,445	43,545,445

Retained earnings

Opening Profit and Loss	(44,773,382)	(29,351,388)
Profit /(Loss) for the year	(15,728,776)	(15,421,994)
Ind AS transitional adjustments	-	-
Provision for Expected Credit Loss (Net of written off and reversal of Provision)	-	-
Closing Surplus /(Deficit)	(60,502,158)	(44,773,382)

Total

(13,943,713)	1,785,063
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14 Money received against Share Warrants				
Name of Warrant Investor	No. of Warrants	Category	31.03.2021	31.03.2020
1. Harish Agarwal	206,000	Promoter	-	4,635,000
2. Anil Nagpal	206,000	Promoter	-	4,635,000
3. Gian Aggarwal	188,000	Promoter	-	4,230,000
4. KDA Corporate Advisors LLP	100,000	Non-Promoter	-	2,250,000
5. Arati Jayesh Parmar	300,000	Non-Promoter	-	6,750,000
6. Rajiv Malik	200,000	Non-Promoter	-	4,500,000
7. Ashok Gupta	200,000	Non-Promoter	-	4,500,000
8. Rakesh Kr. Aggarwal	200,000	Non-Promoter	-	4,500,000
Total	1,600,000		-	36,000,000

14.1 Terms of share warrants

1. 16,00,000 of warrants were allotted on 24th September 2018, 25% of warrants were subscribed at issue price Rs. 30 each (including face value Rs. 10 and premium of Rs. 20 each)

2. The warrants may be exercised by the warrant holder at any time before the expiry of 18 months from the date of allotment of Warrants.

3. Upon exercise of warrants by the warrant holder, the company shall issue and allot appropriate number of equity shares

15 Borrowings

From Directors

ANIL NAGPAL

14,788,570

12,788,570

HARISH AGARWAL

3,700,000

3,700,000

From Related Party

GIAN AGARWAL

1,700,000

1,700,000

20,188,570

18,188,570

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.

16 Non Current Liabilities Provision Provision for Employee Benefits

Gratuity

99,822

177,986

Leave Encashment

-

24,052

Total

99,822

202,038

17	Financial liabilities: Borrowings		
	Secured		
	Bank Overdraft	4,661,548	4,191,690
	Total	4,661,548	4,191,690
	Note:- Bank overdraft facility is secured against lien on bank term deposits.		
18	Financial liabilities: Trade payable		
	Trade payable		
	i) Trade Payable to MSME Entities	2,167,539	2,284,014
	ii) Trade Payable other than MSME Entities	3,186,941	4,354,925
	Total	5,354,480	6,638,939
19	Other Financial Liabilities		
	Accrued Employee Costs	1,004,410	1,196,759
	Business Deposits	59,935	59,935
	Other Liabilities	315,128	255,064
	Interest Payable to MSME entities	611,154	131,387
	Interest Payable on bank overdraft	-	8,940
	Total	1,990,627	1,652,085
20	Other Current Liabilities		
	Others Liabilities and Payables	1,979,474	1,793,308
	Non Trade Creditors	266,400	850,835
	Advance received from Customers	1,336,059	1,023,412
	Statutory dues Payable	909,155	1,529,486
	Total	4,491,087	5,197,042
21	Provisions		
	Provision for sales tax dues	-	-
	Gratuity	-	380,159
	Leave Encashment	-	76,473
	Provision For disputed tax matters of VAT	550,000	550,000
	Provision For disputed tax matters of income tax	156,370	949,150
	Income Tax Payable	672,330	-
	Total	1,378,700	1,955,782
22	Current Tax Liabilities (Net)		
	Tax Liability	-	-
	Total	-	-

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 Mar 2020
23	Revenue from Operations		
	Sale of Products:		
	Manufacturing	7,636,416	30,499,066
	Trading	239,521	2,378,415
	Sale of service	33,000	2,037,239
	Other Operating Revenue	-	-
	Total	7,908,937	34,914,720
24	Other Income		
	Interest received on bank deposits	512,227	740,711
	Excess provision written back/ Unclaimed credit balances	291,361	-
	Miscellaneous income	-	125
	Total	803,588	740,836
25	Cost of Materials Consumed		
	Opening stocks	4,681,931	3,790,030
	Add: Purchases	4,010,664	20,808,534
	Add: Labour Charges	4,406	-
	Add: Transport Charges	-	-
	Less: Stocks at close	4,004,983	4,681,931
	Total	4,692,018	19,916,633
26	Purchase of Stock in Trade		
	Purchase of Stock in Trade	111,632	682,737
	Total	111,632	682,737
27	Changes in inventories of finished goods, work-in-progress and stock-in-trade		
	(Increase)/ Decrease in stocks		
	Stocks at close:		
	Finished goods	1,209,337	1,561,219
	Work-in-process	871,162	1,232,816
	Stock in Trade	-	-
		2,080,499	2,794,035
	Opening stocks		
	Finished goods	1,561,219	2,228,983
	Work-in-process	1,232,816	714,755
Stock in Trade	-	468,095	

		2,794,035	3,411,833
	Total	713,536	617,798
28	Employees Benefit Expenses		
	Salaries, Wages and Bonus	7,112,512	12,030,743
	Contribution to Gratuity Leave cashment & Provident Fund	1,734,135	230,740
	Staff Welfare Expenses	-	146,864
	Total	8,846,647	12,408,347
29	Finance Cost		
	Interest expense		
	Interest on Bank borrowings & Bill Discounting	457,320	390,060
	Other borrowing cost		
	Interest for delayed payment of Statutory dues	-	40,000
	Commission & Discounting Charges etc.	3,246	64,374
	Total	460,566	494,434
30	Depreciation and amortisation exp.		
	Tangible assets	790,979	835,398
	Amortisation		
	Intangible assets	230,333	211,999
	Total	1,021,312	1,047,397
31	Other Expenses		
	Manufacturing/ Direct Expenses		
	Stores, spares and tools consumed	-	1,129,288
	Power and fuel	577,713	1,373,168
	Repairs to machinery	405,382	479,711
	Service charges	-	39,000
		983,095	3,021,167
	Selling Expenses		
	Selling and distribution	89,700	798,733
	Other selling expenses	190,000	298,825
		279,700	1,097,558
	Administration expenses		
	Advertisement	11,880	99,528
	Rates and taxes, Fees	535,151	775,543
	Insurance	50,073	3,578
	Building & Other repairs and maintenance	-	-

	Travelling and conveyance	61,992	3,482,917
	Postage and telephone	19,536	131,573
	Printing and stationery	1,837	285,603
	Gardening and cleaning	-	168,785
	Director's sitting fees	6,500	49,822
	Security Charges	391,209	767,245
	Professional and consultancy fees	2,910,539	3,145,015
	Irrecoverable balances and sundry balances written off	948,546	348,655
	Interest payable to MSME dues	479,767	114,342
	Prior Period Expenses (Net)	2,219,050	1,729,325
	Miscellaneous expenses	31,626	243,545
		7,667,706	11,345,475
	Total	8,930,501	15,464,200
	OCI Income	334,912	
32	Tax Expense		
	Income Tax Expenses	-	-
	Tax charge/(credit) for earlier years	-	-
	Total Tax Expense	-	-

ENVAIR ELECTRODYNE LIMITED

Note 33 : Notes to and forming part of the Financial Statements as at and for the year ended 31st March, 2021.

2 Contingent Liability not provided for in respect of:

Sr. No.	Particulars	As of 31 March,2021	As of 31 March,2020
		₹	₹
i.	On account of Sales Tax	100,000	100,000
ii	On account of Income Tax	672,330	651,732
		772,330	751,732

In respect of the ongoing sales tax and income tax appeals, the management expects favourable result of the appeal. Therefore no provision is considered necessary in books.

3 Going Concern

Due to covid-19 lockdowns in Pune/Mumbai and other parts of the country, the Company is seeing very less industrial project inquiries are coming up. The revenue has receded over a period. The Company has incurred losses in current year and in preceding year as well. Reasons for the losses and performance have been identified and analysed. In this background, the management is taking strategic decisions to address issues of continued functioning of the Company. Certain new products in the existing line such as Automatic Disinfectant Device, Plasma Air Purifier, Auto Door with Attendance system, Air Showers, etc. are under design and development. They will be launched as soon as the business around the country starts seeing their regular phase. 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.

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:

Sr. No.	Particulars	2020-21	2019-20
		₹	₹
	Payment to Auditors:		
i.	Statutory Audit	100,000	100,000
ii.	Tax Audit	25,000	25,000

iii.	Certification and Other Services	40,000	40,000
iv.	Out of Pocket Expenses	4,000	10,000
	Total	169,000	175,000

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 upon by the auditors. The Details are as follows:

Sr. No.	Particulars	2020-21 ₹	2019-20 ₹
1	The Principal Amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	2,167,539	660,226
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 during each accounting year	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	-
4	The amount of interest accrued and remaining unpaid at the end of each accounting year.	479,767	17,046
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	-

9 CIF Value of Imports & Expenditure in Foreign Currencies (Amount in Rs.)

Sr. No.	Particulars	2020-21	2019-20
i.	CIF Value of Imports-		
	a) Goods	-	-
	b) Asset	-	-
ii.	Expenditure in Foreign Currencies- On account of Travelling & Conveyance	-	-
iii.	Other Expenses	-	-
	Total	-	-

10 Prior Period Items (Net) (Amount in Rs.)

Sr. No.	Particulars	2020-21	2019-20
1	Prior Period expenditure (Net)	2,219,050	1,780,884
	Total	2,219,050	1,780,884

11 Earnings in Foreign Currencies (Amount in Rs.)

Sr. No.	Particulars	2020-21	2019-20
i	FOB Value of Exports	-	-
	Total	-	-

12 Employee Benefits

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

(Amount in Rs.)

Particulars	March 31, 2021	March 31, 2020
I. Defined Contribution Plan		
Charge to the Statement of Profit and Loss based on contributions:		
Employers contribution to provident fund	420,471	667,077
Employers contribution to employees' state insurance	129,213	174,761
Employers contribution to employees' pension scheme 1995	-	-
Employers contribution to labour welfare fund and others	-	1,188
Included in contribution to provident fund and other funds (Refer Note no.28)	549,684	843,026

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, 2021	March 31, 2020
Present Value of Obligation as at the beginning	1,768,888	1,172,763
Current Service Cost	191,115	182,318
Interest Expense or Cost	116,570	87,723
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in financial assumptions	139	82,747
- experience variance (i.e. actual experience vs assumptions)	(405,484)	360,654

Past Service Cost	-	-
Benefits Paid	(1,571,406)	(117,317)
Present Value of Obligation as at the end	99,822	1,768,888

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

Particulars	March 31, 2021	March 31, 2020
Current service cost	191,115	182,318
Past service cost	-	-
Net interest cost on the net defined benefit liability	36,782	47,137
Expenses recognised in Profit & Loss Account	227,897	229,455
Other Comprehensive Income		
Actuarial (gains) / losses	(405,345)	443,401
- Return on plan assets, excluding interest income	70,433	2,604
- Experience variance	(405,345)	443,401
Expenses recognised in OCI	(334,912)	446,005

iii) Financial Assumptions
The principal financial assumptions used in the valuation are shown in the table below

Particulars	March 31, 2021	March 31, 2020
Discount Rate (per annum)	6.57%	6.59%
Salary growth rate (per annum)	7.50%	7.50%
Mortality Rate	IALM 06-08	IALM 06-08

iv) Sensitivity Analysis (Amount in Rs.)

Particulars	March 31, 2021	
	Decrease	Increase
Discount rate (- / + 1%)	(6,510)	(92,447)
Salary growth rate (- / + 1%)	7,275	101,062
Attrition rate (- / + 1%)	(853)	(7,522)

v) Maturity profile of Defined Benefit obligation (Amount in Rs.)

Expected Cash flow over the next (valued on undiscounted basis)	March 31, 2021	March 31, 2020
1st Following Year		

2nd Following Year	8,426	232,568
3rd Following Year	8,150	156,664
4th Following Year	7,881	153,067
5th Following Year	9,141	255,724
Sum of years 6 to 10	8,835	192,301
Sum of years 11 and above	72,331	803,893
	62,165	950,444

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
2020-21	100,585	(100,585)	-
2019-20	278,819	(178,234)	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. Archit Aggarwal	Non Executive Director (w.e.f 11th May 2018)
4	Mr. Avinash Dattatraya Kulkarni	Independent Director (w.e.f 29th March 2003)
5	Mr. Jayesh Madhavji Parmar	Independent Director (w.e.f 7th July 2018)
6	Mr. Gian Aggarwal	Relative of Director- (Archit Aggarwal)
7	Ms. Arati Jayesh Parmar	Relative of Director- (Jayesh Parmar)
8	Mr. Rakesh Kumar Agarwal	Non -Promotor
9	Mr. Ashok Gupta	Non -Promotor
10	Mr. Rajeev Malik	Non -Promotor
11	KDA Corporate Adviser LLP	Non -Promotor
12	Ms. Kuldeep Kumar	Company Secretary (w.e.f. 1st Feb 2021)
13	Ms Ankita Trivedi	Company Secretary (upto 1st Feb 2021)

14 Related Party Transactions**Nature of Relationship: Key Management Personnel**

(Amount in Rs.)

Sr.No	Name of Related Party	2020-21		2019-20	
		Transaction Value	Payable Amount	Transaction Value	Payable Amount
1	Mr. Anil Nagpal				
	Issue of Share Warrants			4,635,000	-
	Issue of Equity Shares			2,060,000	-
	Acceptance of Deposits	2,000,000	14,788,570	12,788,570	12,788,570
	Reimbursement of expenses	-	19,000	19,000	19,000
2	Mr. Harish Agarwal				
	Issue of Share Warrants			4,635,000	-
	Issue of Equity Shares			2,060,000	-
	Acceptance of Deposits	-	3,700,000	3,700,000	3,700,000
3	Mr. Gian Aggarwal				
	Issue of Share Warrants			4,230,000	-
	Issue of Equity Shares			1,880,000	-
	Acceptance of Deposits	-	1,700,000	1,700,000	1,700,000
4	Ms. Arati Jayesh Parmar				
	Issue of Share Warrants	-	-	6,750,000	-
	Issue of Equity Shares	-	-	3,000,000	-
5	Mr. Rakesh Kumar Agarwal				
	Issue of Share Warrants	-	-	4,500,000	-
	Issue of Equity Shares	-	-	2,000,000	-
6	Mr. Ashok Gupta				
	Issue of Share Warrants	-	-	4,500,000	-
	Issue of Equity Shares	-	-	2,000,000	-
7	Mr. Rajeev Malik				
	Issue of Share Warrants			4,500,000	-
	Issue of Equity Shares	-	-	2,000,000	-
		-	-	-	-
8	KDA Corporate Adviser LLP				
	Issue of Share Warrants			2,250,000	-
	Issue of Equity Shares	-	-	1,000,000	-
		-	-	-	-
9	Ms. Ankita Trivedi				

	Remuneration	251,450	-	301,740	25,145
10	Mr. Kuldeep Kumar Remuneration	38,000	19,000	-	-

15 Raw Material Consumed

Particulars	2020-21		2019-20	
	Qty (Nos.)	(Amount in Rs.)	Qty (Nos.)	(Amount in Rs.)
Raw Material Consumed :				
1. For Clean Air Equipments	-	4,196,504	-	10,562,048
2. For Workstations	-	156,070	-	4,839,157
3. Aluminium Profile & Components	45	9,538	4,201	868,702
4. MS/CRCA Sheets	1637	79,257	24,770	1,135,763
5. SS Sheets	484	87,109	2,271	425,157
6. Other Raw Material	-	133,013	-	1,120,083
TOTAL		4,661,492		18,950,910

16 Quantitative & Other Details

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		
TOTAL :	7,861,629	1,232,817	871,161	-	-

Particulars	2019-20				
	Sales (Amount in Rs.)	WIP		Stock	
		Opening	Closing	Opening	Closing
1. Clean Air Equipment	17,258,014	1,409,304	1,198,548	-	-
2. Trading items	2,381,415	-	-	26,835	-
3. Oil Purifiers	1,535,000	589,624	-	-	-
4. Workstations	11,586,477	209,174	34,269	-	-
TOTAL :	32,760,906	2,208,103	1,232,817	26,835	-

17 Confirmation of balances has not been obtained from parties under the head trade receivable, trade payable, advances and deposits. Pending final reconciliations, the balance in respect of trade receivable, trade payable, 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
2020-21	548,654	399,892	948,546
2019-20	62,212	486,442	548,654

19 Exchange Difference on account of fluctuation in Foreign Currency Rates

(Amount in Rs.)

Particulars	2020-21	2019-20
i. Exchange Difference on account of fluctuation in Foreign Currency Rates On settlement/ revalorisation 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	2020-21	2019-20
a. Receivables	USD	-	-
	Total	-	-
		-	-
b. Payables	USD	-	-
	Total	-	-
		-	-

21 Earnings Per Share (EPS):

(Amount in Rs.)

Particulars	2020-21	2019-20
Basic EPS		
Earnings attributable to the Equity Share Holders	(15,728,776)	(15,421,995)
Total weighted average No. of shares	4,640,000	3,088,219
Earnings Per Share	(3.39)	(4.99)
Diluted EPS		
Earnings attributable to the Equity Share Holders & Warrant Holders	(15,728,776)	(15,421,995)
Total weighted average No. of shares	4,640,000	3,088,219
Earnings Per Share	(3.39)	(4.99)

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.

- 24** 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.

- 25** 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.
- 26** 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.
- 27** 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.

28 Impact of Covid-19 on Financial Results:-

The initial and last quarter of the financial year 2020-21 was impacted severely due to COVID-19 pandemic. Both revenue and profitability for the year has severe impact and resulted into loss in the financial year 2020-21. Also with the onset of second wave of COVID -19 pandemic , the impact will continue to affect the business of the Company in the coming quarters.

The Company will continue to monitor the developments and the impact of the said pandemic, and necessary counter measures will be taken to minimize the overall impact. The Company, as at the date of approval of these financials statement has relied upon the available market intelligence and information to arrive its best estimates.

**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**

**Abhay Avchat
Partner
Membership number: 112265
Pune, 30th June, 2021**

**Harish Agarwal
Non-Executive
Director**

**Parveen Kumar
Chief Financial Officer
Pune: 30th June, 2021**

