Date: 30th September, 2021

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata - 700 001

Dear Sir/ Madam,

ADDENDUM

With reference to the 41st Annual Report of the Company uploaded on 03/09/2021.

It is submitted that, Form no. MGT-9 Extract of Annual Return MAY BE READ AS "AS ON THE FINANCIAL YEAR ENDED 31.03.2021" instead of "AS ON THE FINANCIAL YEAR ENDED 31.03.2020" All the other particulars/information will remain the same.

Thanking you,
For **Aravali Securities & Finance Limited**

Ruchi Shrivastava
Company Secretary

ARAVALI SECURITIES & FINANCE LIMITED

41ST ANNUAL REPORT 2020-2021

ARAVALI SECURITIES & FINANCE LIMITED

BOARD OF DIRECTORS	**1. MR. RANJAN KUMAR PODDAR**
	2. MR. DEVASHISH PODDAR
	3. MRS. MALVIKA PODDAR
	4. MR. NARESH BIRLA
	5. MR. SURESH KUMAR LAKHOTIA
	6. MR. RAKESH BHARTIA
CHIEF FINANCIAL OFFICER	**MR. SUSHIL KUMAR**
COMPANY SECRETARY	**MS. RUCHI SHRIVASTAVA**
INTERNAL AUDITORS	**V.K. KILA & CO., CHARTERED ACCOUNTANTS, NEW DELHI**
STATUTORY AUDITORS	**RAJAN GOEL & ASSOCIATES, CHARTERED ACCOUNTANTS,**
	NEW DELHI
BANKERS	**PUNJAB NATIONAL BANK**
REGISTERED OFFICE	**PLOT NO. 136, RIDER HOUSE, 4TH FLOOR, SECTOR-44, GURGAON-122003**
SHARE & TRANSFER AGENT	**M/S. SKYLINE FINANCIAL SERVICES PRIVATE LIMITED**
	D-153/A, 1ST FLOOR, OKHLA INDUSTRIAL AREA, PHASE-1, NEW DELHI-110020

N O T I C E

Notice is hereby given that the 41st Annual General Meeting ('AGM') of the members of Aravali Securities & Finance Limited will be held on Thursday, the 30th day of September, 2021 at 11.00 a.m.(IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM) to transact the following businesses:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 including Balance Sheet & Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. To consider and appoint a director in place of Mr. Devashish Poddar (DIN:00457349), who retires by rotation and being eligible, offers herself for re-appointment.

By Order of the Board of Directors

sd/-

(Ranjan Kumar Poddar)
Chairman & Managing Director
(DIN : 00290949)

Place: Gurgaon
Date: 12th August, 2021

NOTES:-

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", circular no. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" and Circular no. 02/2021 dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the CoVID -19 pandemic" (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed to this Notice.

3. Since the AGM is being held pursuant to the MCA circulars through VC / OVAM, physical attendance of members has been dispensed with. **Accordingly, the Facility for appointment of proxies will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.**

4. Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution / Authorization, etc authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting to the scrutinizer by email through its registered email address to companysecretary@aravalisecurities.com with a copy marked to evoting@nsdl.co.in.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 24th day of September, 2021 to Thursday, the 30th day of September, 2021 (both days inclusive).

6. In Compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company or CDSL/NSDL (Depositories). Members may note that the Notice and Annual Report 2020-21 will also be available on the company's website www.aravalisecurities.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

7. Shareholders seeking any information with regard to accounts are requested to write to the Company at least ten days in advance so as to enable the Company to keep the information ready.

8. Members holding shares in electronic form are requested to register / update their postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN) mandates, nominations, power of attorney , bank details such as name of bank and branch details, bank account number, MICR Code, IFSC Code etc, to their Depository Participants, with whom they are maintaining Demat Accounts.

9. Members holding shares in physical form are requested to register / update their postal address, email address telephone/ mobile numbers, PAN, mandates, nominations, power of Attorney, bank details such as name of the bank and branch details, bank accounts number, MICR code, IFSC code, etc., with the Registrar and Transfer Agent Skyline Financial Services Pvt. Ltd. by sending an email to admin@skylinerta.com.

10. Non – Resident Indian members are requested to inform Skyline Financial Services Pvt. Ltd. immediately on:
    *The Change in the residential status on return to India for permanent settlement; and
    *The particulars of the bank account(s) maintained in India with complete name branch, and account type, account number and address of the bank, if not furnished earlier.

11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

12. As mandated by SEBI, effective from April 1, 2019 that securities of listed Companies Shall be transferred only in dematerialised form. In order to facilitate transfer of share(s) in view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise share(s) held by them in physical form.

13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

14. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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

The remote e-voting period begins on Monday, September 27, 2021 at 09:00 A.M. (IST) and ends on Wednesday, September 29, 2021 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share

in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2021.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.inor call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

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

not registered.

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to acs.gauravarora@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati BapatMarg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company's email address companysecretary@aravalisecurities.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to companysecretary@aravalisecurities.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to companysecretary@aravalisecurities.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.infor procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INFORMATION REQUIRED TO BE FURNISHED UNDER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT:

Name of Director	**Mr. Devashish Poddar**
Directors Identification Number	00457349
Date of Birth	15.09.1972
Date of Appointment	13.05.2010
Qualification	BBA from London
Expertise in specific functional area	Well experienced and possess expertise in the business.
Shareholding in Aravali Securities & Finance Ltd.	Nil
Directorship in other Companies	Devi Developers Private Limited
Committee position held in other Companies	Nil

Notes:

1. The Directorships, Committee Memberships and Chairmanships do not include positions in foreign companies, unlisted companies and private companies, position as an advisory board member and position in companies under Section 8 of the Companies Act, 2013. Information pertaining to remuneration paid to the Directors who are being appointed/re-appointed and number of Board meetings attended by them during the year 2020-21 is provided in the Corporate Governance Report.

2. The proposal for appointment/re-appointment and revision in terms of remuneration of Directors has been approved by the Board pursuant to the recommendation of the Board Governance, Nomination and Compensation Committee considering their skills, experience and knowledge and positive outcome of performance evaluation.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at companysecretary@aravalisecurities.com. The same will be replied by the company suitably.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

By Order of the Board of Directors

sd/-
(Ranjan Kumar Poddar)
Chairman & Managing Director
(DIN : 00290949)

Place: Gurgaon
Date: 12th August, 2021

BOARD'SREPORT

TO THE MEMBERS

Your Directors have pleasure in presenting the 41st Annual Report together with the Audited Financial Statements for the year ended March 31, 2021.

FINANCIAL RESULTS

The Financial Performance for the year ended March 31, 2021 is summarized below:

	PARTICULARS	(Rs. in lacs) FOR THE YEAR ENDED 31/03/2021 (Audited)	FOR THE YEAR ENDED 31/03/2020 (Audited)
1	**TOTAL REVENUE**	**144.57**	**597.92**
2	**TOTAL EXPENSES**	**136.99**	**162.21**
3	**PROFIT/(LOSS) BEFORE TAX**	**7.58**	**435.71**
4	**TAX EXPENSES**		
	Current Tax	**1.73**	**63.99**
	Deffered Tax	**(0.31)**	**5.18**
	MAT Credit Entitlement	**-**	**(63.99)**
	Income Tax in respect of Earlier Year	**(1.41)**	-
5	**PROFIT/(LOSS) AFTER TAX**	**7.57**	**430.53**
6	**Other Comprehensive Income (OCI)**		
i	Items that will not be reclassified to Profit or Loss	**(0.35)**	**(0.32)**
ii	Income tax relating to items that will not be reclassified to Profit or Loss	**0.09**	**0.05**
	Total Other Comprehensive Income (Net of Tax)	**(0.44)**	**(0.37)**
7	**Total Comprehensive Income for the Period**	**7.13**	**430.16**
8	**EARNING PER SHARE (EPS)**		
	Basic & Diluted EPS (not annualised)	**0.05**	**Rs 2.84**

COMPANY'S PERFORMANCE, STATE OF AFFAIRS AND CHANGE IN THE NATURE OF BUSINESS

Total Revenue for the year ended March 31, 2021 was at Rs. 144.57 Lakh. Profit for the year before interest depreciation and tax &profit after tax stood at Rs. 7.58 Lakh and Rs. 7.57 Lakh respectively.

Total comprehensive income for the year ended March 31, 2021 was Rs. 7.13 Lakh.

Your company is engaged in providing Financial and Other Advisory Services besides dealing in shares and securities. However, your board is in constant look out for the new business avenues which can be taken with the existing business

There has been no change in the nature of business of your Company during the financial year 2020-21.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANIES

During the year under review, the Company had no Subsidiary, Joint Venture and Associate Company.

CAPITAL STRUCTURE

During the year under review, there has been no change in the authorised, subscribed and paid-up share capital of the Company. As at March 31, 2021, the Paid-up share capital stood at Rs. 15,15,38,500 comprising of 1,51,53,850 equity shares of ₹10 each, the same as in previous year.

DIVIDEND

Your directors are not recommending any payment on account of dividend.

LISTING OF SECURITIES

The Equity Shares of the Company are presently listed on BSE Limited (BSE) and the Application for delisting of shares of the Company has been moved to Delhi Stock Exchange and Calcutta Stock Exchange. The Annual Listing Fee for the financial year 2020-21 has been paid to BSE Limited.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. FINANCIAL REVIEW

Your Company has total Comprehensive income of Rs. 7.13 lakh after interest, depreciation & tax. The loss of Rs. 1662.78 lakh including brought forward loss of Rs. 1669.91 lakh has been carried to the Balance Sheet.

B. RESOURCES AND LIQUIDITY

The Company, as in the past, is not relying on any borrowing except unsecured loans to fund its activities.

C. BUSINESS OVERVIEW AND UPDATES

Your company is currently engaged in providing Financial and Other Advisory Services besides dealing in shares and securities. However your board is in constant look out for the new business avenues which can be taken with the existing business.

D. OPPORTUNITIES AND THREATS

With more than 15 months into the Pandemic, the Global economy has encountered new challenges. The Company's operations might be adversely impacted due to COVID-19, reduced productivity due to employee stress and impact on emotional wellbeing while under Lockdowns or quarantines, Demand for the Company's services may be adversely affected in industry segment directly impacted by the Pandemic. This is likely to affect the company's earnings in the short and medium term.

In this regard, the Company prepared the Guidance and mandate of appropriate social distancing measures and workplace and home functioning advisories. Regular Communication & Coordination are taken for maintaining business services & reporting of status. It has been our constant endeavor to ensure employees feel safe, cared for and supported.

E. OUTLOOK

The spread of COVID-19 has severely impacted businesses around the globe. The situation is constantly evolving and Governments in certain states have imposed various restrictions with the increase in number of COVID-19 cases. The Company has considered various internal and external information available up to the date of approval of financial statements in assessing the impact of COVID-19 pandemic on the financial statements for the year ended March 31, 2021.

F. RISK AND CONCERNS

Your Company at present is exposed to the normal industry risk factor of volatility in interest rate, economic cycle and credit risk.

G. ADEQUACY OF INTERNAL CONTROL

The established Internal Control Systems of your Company are adequate to ensure that all the activities are monitored and controlled against any misuse or misappropriation of asset and that the transactions are authorized, recorded and reported correctly. More so, these internal control systems are regularly monitored by the audit committee of your Company and are improved upon on regular basis. The Company has robust internal control systems commensurate to its size and scale of operations. The systems ensure efficiency, reliability, completeness of accounting records and preparation of reliable financial and management information. It also ensures compliances of all applicable laws and regulations, and protection of the Company's assets.

CAUTIONARY STATEMENT

Statements in this report on Management Discussion and Analysis describing the Company's objectives, outlook, estimates, expectations, predictions, belief and management perceptions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to Company's operations include, among others, economic conditions in the market in which the Company operates, changes in the Government Regulations, Tax Laws and other statutory and incidental factors. The Company assumes no responsibility in respect of the forward-looking statements herein which may undergo changes in future on the basis of subsequent developments, information or events.

DEPOSITS FROM PUBLIC

Your Company has not accepted any deposits from public and as such, no amount on account of principal or interest thereon was outstanding as on the date of the balance sheet.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

As per the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Devashish Poddar (DIN: 00457349), Director of the Company retire by rotation and being eligible offer himself for re-appointment.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and they have registered their names in the Independent Directors' Databank. There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any.

Pursuant to the provisions of Section 203 of the Companies Act, 2013, Mr. Ranjan Kumar Poddar- Chairman & Managing Director, Mr. Sushil Kumar-Chief Financial Officer and Ms. Ruchi Shrivastava- Company Secretary are the KMPs of the Company as on March 31, 2021.

DECLARATION OF INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 as well as Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required under Regulation 25 of the Listing Regulations, the Independent Directors have also confirmed that they meet the criteria of independence and are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

ANNUAL PERFORMANCE EVALUATION OF THE BOARD

Pursuant to applicable provisions of the Companies Act, 2013, as amended from time to time, the Nomination and Remuneration Committee has specified the manner for effective evaluation of performance of Board, its Committees and individual Directors. The Board of Directors has carried out evaluation of performance of each of them. The Committee reviews its implementation and ensure the compliances thereof. As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee, has also formulated a framework containing, inter–alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The Committee has selected certain additional criteria for evaluation of Executive Director. A structured questionnaire has been prepared, covering various aspects of the functioning of the Board and its Committees, such as, adequacy of the constitution and composition of the Board and its Committees, discharge of role and responsibility by the Board and its Committees, frequency of the meetings, regulatory compliances and Corporate Governance etc. Similarly, for evaluation of individual Director's performance, the questionnaire covers various aspects like his/her attendance at the meeting of Board and its Committees, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc.

Board members had submitted their response on a scale of 1 (outstanding) to 5 (poor) for evaluating the entire Board, Committees of the Board and of their peer Board members, including Chairman of the Board. The Independent Directors had met separately without the presence of Non-Independent Directors and the members of management and discussed, inter-alia, the performance of Non - Independent Directors and the Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of Executive and Non-Executive Directors. The Board of Directors has carried out evaluation of every Director`s performance including the Executive Director. The performance evaluation of the Independent Directors have been done by the entire Board, excluding the Director being evaluated on the basis of performance and fulfillment of the independence criteria as specified under the Companies Act, 2013 and the Listing Regulations.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarizes its directors about their role and responsibilities at the time of their appointment through a formal letter of appointment. Presentations are regularly made at the meetings of the Board and its various Committees on the relevant subjects. All efforts are made to keep Independent Directors aware of major developments taking place in the industry, business the company operates in and relevant changes in the law governing the subject matter.

PARTICULAR OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year under review were on arms length basis and were also in the ordinary course of business. There were no materially significant related party transactions entered into by the Company with the promoters, directors, key managerial personnel which may have a potential conflict with the interests of the Company at large, no detail is required to be given in Form AOC-2. The details of the transactions with related parties are provided in the Notes to financial statements. The Related Party Transactions policy as approved by the Board of Directors.

AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 M/s. Rajan Goel & Associates, Chartered Accountants, New Delhi (Firm Registration No. 004624N), were appointed as Statutory Auditors of the Company to hold office for a period of Five Years from the conclusion of 39th Annual General Meeting till the conclusion of 44th Annual General Meeting of the Company to be held in the year 2024.The Company had received their written consent and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

AUDITOR'S REPORT

In compliance with provisions of Section 129(3) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Company has prepared the Audited Financial Statements along with the Auditors' Report thereon and forms part of this Annual Report. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act, 2013.

There are no qualifications, reservations, adverse remarks or disclaimers made by M/s. Rajan Goel & Associates, Statutory Auditors, in their report for the financial year ended March 31st, 2021.

During the year under review, the Statutory Auditors have not reported any incident of fraud to the Board as per the provisions of Section 143(12) of the Companies Act, 2013 and rules made thereunder.

CASH FLOW STATEMENT

In conformity with the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Cash Flow Statement for the year ended on 31st March, 2021 as prepared under the provisions of Indian Accounting Standard -7 as notified under Section 133 of the Companies Act, 2013 is attached as a part of the Financial Statement of the Company.

SECRETARIAL AUDIT REPORT

A Secretarial Audit Report as required under Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given by Mr. Gaurav Arora (Membership No. 48327), Practising Company Secretary is given in Annexure-A to this report who has been appointed in place of Mr. Sachin Kumar Shrivastva (Membership no. 55362), Practising Company Secretary, for conducting the Secretarial Audit for the financial year 2020-21 & who expressed his inability due to pre-occupations and resigned.

Further, As required under Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has proposed the appointment of Mr. Gaurav Arora (Membership no. 48327), Practising Company Secretary, to conduct the Secretarial Audit for the financial year 2021-22.

INTERNAL AUDITORS

The Board of Directors of your Company has re-appointed M/s V.K. KILA & CO., Chartered Accountants, New Delhi (Firm Registration No. 007772C) as Internal Auditors pursuant to the provisions of Section 138 of the Companies act, 2013 for the financial year 2021-22. The Internal Auditors directly report to the Audit Committee.

CORPORATE GOVERNANCE REPORT

A separate report on Corporate Governance is enclosed as a part of this Annual Report. The Company has appointed Mr. Gaurav Arora (Membership No. 48327), Practising Company Secretary, to conduct the Corporate Governance Audit of the Company for the Financial Year 2020-21. A Certificate from him regarding compliance with Corporate Governance conditions as stipulated under relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is annexed as Annexure-C to the Report on Corporate Governance.

EXTRACTS OF ANNUAL RETURN:

In compliance with Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in form MGT-9 is attached in Annexure-B as part of this report.

BUSINESS RISK MANAGEMENT:

The Company has laid down a well defined Risk Management Policy to identify the risks associated with the business of the Company on a periodical basis and review the minimization programs to mitigate them. The Company is not mandatorily required to constitute a Risk Management Committee. As a good practice, the Company regularly reviews the existing risk management system and major risks associated with different businesses of the Company. The Audit Committee oversees the Risk Management function and reviews the prevailing risk management framework in the Company periodically. The Board of Directors of the Company, on the recommendation of the Audit Committee, takes appropriate measures, reviews the major risks associated with the Company and takes all requisite measures to minimize them.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company, as required under Section 177 of the Companies Act, 2013, Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Prohibition of Insider Trading) Regulations, 2015 has established "Vigil Mechanism / Whistle Blower Policy" for Directors and Employees of the Company.

This Policy has been established with a view to provide a tool to directors and employees of the Company to report to the management genuine concerns including unethical behavior, actual or suspected fraud or violation of the Code of Conduct of the Company. This Policy outlines the procedures for reporting, handling, investigating and deciding on the course of action to be taken in case inappropriate conduct is noticed or suspected. This Policy also provides for adequate safeguards against victimization of director(s)/employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The Audit Committee is authorized to oversee the Vigil Mechanism/ Whistle Blower Policy in the Company. The Company has not received any reference under the said policy during the year. The said policy of the Company can be accessed at www.aravalisecurities.com.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not granted any loans, made investments or provided any guarantees or securities to the parties covered under section 185 and 186 of the Companies Act, 2013.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There has been no material change and commitments occurred, between the end of the financial year of the Company i.e. 31st March, 2021 and the date of this report affecting financial position of the Company.

ORDERS PASSED BY THE REGULATORS OR COURTS, IF ANY

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future.

DIRECTORS' RESPONSIBILITY STATEMENT

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

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) They 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 as on March 31, 2021 and of the profits of the company for the year ended on March 31, 2021;

(c) They 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) They had prepared the annual accounts on a going concern basis; and

(e) They, in the case of a listed company, 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) They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the Company during business hours on working days of the Company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Company Secretary in advance.

REMUNERATION POLICY

The Company has in place a Remuneration Policy for the Directors, Key Managerial Personnel and other employees, pursuant to the provisions of the Act and Regulation 19 of SEBI Listing Regulations, and the same is annexed as Annexure-D.

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

The Company being engaged in the Financial and Other Advisory Services and trading, does not have any energy utilization or technology absorption. The Company during the year under consideration has not earned or spent any foreign exchange.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with the provisions of Secretarial Standard – 1 (Secretarial Standard on meetings of Board of Directors) and Secretarial Standard – 2 (Secretarial Standard on General Meetings) issued by the Institute of Company Secretaries of India.

ACKNOWLEDGEMENT

Your Company and its Directors wish to extend their sincere thanks for the co-operation received from shareholders, bankers, Government Authorities and other business constituent during the year under review. Your directors also wish to place on record their deep sense of appreciation for the commitment displayed by all employees of the Company.

By Order of the Board of Directors

Sd/-
Ranjan Kumar Poddar
Chairman & Managing Director
(DIN:00290949)

Place : Gurgaon
Date : 12th August, 2021

ANNEXURE-A TO DIRECTORS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended on 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,

ARAVALI SECURITIES AND FINANCE LIMITED
R.O. Plot No. - 136, Fourth Floor,
Rider House, Sector-44, Gurgaon - 122003

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Aravali Securities and Finance Limited CIN: L67120HR1980PLC039125** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filedand other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has during the audit period covering the financial year ended on **31st March, 2021** complied with the statutory provisions listed here under and also that the Company has adequate Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:
  (a) The Companies Act, 2013 (the Act) and the Rules made there under;
  (b) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
  (c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  (d) Foreign Exchange Management Act, 1999 (FEMA) and rules and regulations made thereunder.

- The following Regulations and Guidelines prescribed under the Securities and Exchange Boardof India Act, 1992 (SEBI Act):-

  (a) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.

  (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

  (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

  (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. **(Not applicable as the Company has not issued any further Share Capital for this Financial Year under review)**

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable as the Company has not issued and listed any debt securities for this Financial Year under review).**

  (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 as there was no reportable event during the year under review)

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
  ((Not applicable for this Financial Year on the Company).

- We further report that having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, no other law was applicable specifically to the company.

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

(a) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and GeneralMeetings (SS-2) issued by The Institute of Company Secretaries of India.

(b) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the company has complied with the provisions of the Act, rules, regulations, guidelines, standards etc. mentioned above. There was no non compliances, and no other Penalties were imposed by the Stock Exchange or SEBI or any other statutory authority for any matter to Capital markets.

Based on the information received and records maintained, we further report that:

- We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.

- Adequate notice is given to all Directors to schedule the Board and Committee Meetings. Agenda and detailed notes on agenda were sent adequately in advance of the meetings, in case of less than seven days the Company has taken shorter notice consent from Directors / Members of the Board / Committees, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board,as the case may be. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

We further report that based on the review of Compliance mechanism established by the Company and on the basis of the information provided by the management, we are of the opinion that there are adequate systems and process in place in the Company to ensure the timely Compliances with applicable laws, rules, regulations etc.

- As informed, the Company has responded appropriately to notices received form various statutory/regulatory authorities including initiating actions for corrective measures, wherever necessary.

- We further report that during the audit period there was no following specific events/ actions having a major effect on Company's affairs in pursuance of the above referred laws, rules, guidelines, standards, regulations etc

sd/-

GAURAV ARORA

Date: 12/08/2021 **(Company Secretary in Practice)**

Place: NEW DELHI **CP No. 17696**

ANNEXURE-B TO DIRECTORS' REPORT

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2020

[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	L67120HR1980PLC039125
ii)	Registration Date	11.06.1980
iii)	Name of the Company	Aravali Securities & Finance Limited
iv)	Category / Sub-Category of the Company	Company limited by shares/Non Government Company
v)	Address of the Registered office and contact details	Plot no. 136, Fourth Floor, Rider House Sector 44, Gurgaon-122003, Haryana
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited D-153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020Ph.no. 011-26812682

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. no	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Other financial service activities, except insurance and pension funding activities, n.e.c	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. no	Name and address of the Company	CIN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section

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

i) Category-wise Share Holding

	Category of Shareholders	Shares Held at the Begining of the Year 31/03/2020						Shares Held at the Ending of the Year 31/03/2021						
		Demat		Physical				Demat		Physical				
		Fully Paidup	Partly Paidup	Fully Paidup	Partly Paidup	Total	% of Total Shares	Fully Paidup	Partly Paidup	Fully Paidup	Partly Paidup	Total	% of Total Shares	% Change During Year
A.	**Promoters**													
1.	**Indian**													
a)	Individual/ Huf	1052260	0	0	0	1052260	6.94	1052260	0	0	0	1052260	6.94	0.00
b)	Central Govt	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
c)	State Government	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
d)	Bodies Corporate	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
e)	Banks/FI	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
f)	Any Other.....	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
	Sub-Total (A)(1)	**1052260**	**0**	**0**	**0**	**1052260**	**6.94**	**1052260**	**0**	**0**	**0**	**1052260**	**6.94**	**0.00**
2.	**Foreign**													
a)	NRIs- Individuals	5718603	0	0	0	5718603	37.74	5718603	0	0	0	5718603	37.74	0.00
b)	Other- Individuals	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
d)	Banks /FI	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
e)	Any Other.....	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
	Sub-Total (A)(2)	**5718603**	**0**	**0**	**0**	**5718603**	**37.74**	**5718603**	**0**	**0**	**0**	**5718603**	**37.74**	**0.00**
	Total Shareholding of Promoters(A)	**6770863**	**0**	**0**	**0**	**6770863**	**44.68**	**6770863**	**0**	**0**	**0**	**6770863**	**44.68**	**0.00**
B.	**Public Shareholding**													
1.	**Institutions**													
a)	Mutual Funds	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
b)	Banks/FI	8405	0	4500	0	12905	0.09	8405	0	4500	0	12905	0.09	0.00
c)	Central Government	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
d)	State Government	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
g)	FIIs	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
i)	Foreign Portfolio Investor	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
j)	Alternate Investment Fund(s)	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
k)	Any Other.....	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
	Sub-Total (B)(1)	**8405**	**0**	**4500**	**0**	**12905**	**0.09**	**8405**	**0**	**4500**	**0**	**12905**	**0.09**	**0.00**
2.	**Non-Institutions**													
a)	**Bodies Corporate**													
1)	Indian	2133325	0	22446	0	2155771	14.23	2079202	0	22446	0	2101648	13.87	-0.36
2)	Overseas	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
b)	**Individuals**													
1)	Individual shares holders having nominal share capital upto Rs. 1,00,000	1984820	0	2242733	0	4227553	27.90	1981505	0	2242243	0	4223748	27.87	-0.03
2)	Individual shares holders having nominal share capital Excess of Rs. 1,00,000	1499159	0	153215	0	1652374	10.90	1549797	0	153215	0	1703012	11.24	0.34

c)	HUF	289113	0	0	0	289113	1.91	288160	0	0	0	288160	1.90	-0.01
d)	Non Resident Indian	15641	0	0	0	15641	0.10	20040	0	0	0	20040	0.13	0.03
e)	NBFC Registered with RBI	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
f)	Foreign National	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
g)	Clearing Members	125	0	0	0	125	0.00	3390	0	0	0	3390	0.02	0.02
h)	Trust	1650	0	0	0	1650	0.01	1650	0	0	0	1650	0.01	0.00
I)	Foreign Corporate Bodies	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
j)	Investor Education and Protection Fund	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
k)	Others……..	27555	0	0	0	27555	0.18	28134	0	0	0	28134	0.19	0.01
	Sub-Total (B)(2)	**5951388**	**0**	**2418394**	**0**	**8369782**	**55.23**	**5951878**	**0**	**2417904**	**0**	**8369782**	**55.23**	**0.00**
	Total Public Shareholding (B)	**5959793**	**0**	**2422894**	**0**	**8382687**	**55.32**	**5960283**	**0**	**2422404**	**0**	**8382687**	**55.32**	**0.00**
C.	**Non-Promoter Non-Public Shareholding**													
1)	Shares Held By Custodian for GDRs & ADRs	300	0	0	0	300	0.00	300	0	0	0	300	0.00	0.00
2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)	0	0	0	0	0	0.00	0	0	0	0	0	0.00	0.00
	Total Non-Promoter Non-Public Shareholding (C)	**300**	**0**	**0**	**0**	**300**	**0.00**	**300**	**0**	**0**	**0**	**300**	**0.00**	**0.00**
	Grand Total (A+B+C)	**12730956**	**0**	**2422894**	**0**	**15153850**	**100.00**	**12731446**	**0**	**2422404**	**0**	**15153850**	**100.00**	**0.00**

(ii) Shareholding of Promoters

s. no	Shareholder's Name	shareholding at the beginning of the year 31/03/2020			Shareholding at the end of the year 31/03/2021			
		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 I encumbered to Total shares	% change in shareholding during the year
1	Mr. Devashish Poddar (HUF)	400000	2.64	0	400000	2.64	0	0.00
2	Mr. Anupam Poddar	652260	4.30	0	652260	4.30	0	0.00
3	Mrs. Chandra Lekha Poddar	5718603	37.74	26800	5718603	37.74	26800	0.00

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

Particulars	Shareholding at the beginning of the year 31/03/2020		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year 31/03/2021	
	No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
At the beginning of the year							
Date wise Increase I Decrease in Promoters Shareholding during the year specifying the reasons for increase I decrease (e.g. allotment / transfer/ bonus/ sweat equity etc)							
At the End of the year							

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

S. no.	For each of the Top 10 shareholders	Shareholding at the beginning of the year 31/03/2020		Shareholding at the end of the year 31/03/2021	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Garden View Meadows Pvt. Ltd.	1028000	6.78	1028000	6.78
2	Bishwanath Traders and Investment Ltd.	515479	3.40	515479	3.40
3	Anand Kumar Kesari	334064	2.20	333853	2.20
4	Dilwara Leasing and Investment Ltd.	133000	0.88	133000	0.88
5	Amit Goel	130423	0.86	130423	0.86
6	Ujwala Khanna	83869	0.55	83869	0.55
7	Vishwanath Agarwalla	78478	0.52	78478	0.52
8	Pankaj Nakra	66748	0.44	66748	0.44
9	Leela Agarwalla	66522	0.44	66522	0.44
10	Himanshu Ajmera	66150	0.44	66150	0.44

(v) Shareholding of Directors and Key Managerial Personnel

S. No.	Name of the Director/ KMP	Shareholding at the beginning of the year 31/03/2020		Cumulative Shareholding during the year 31/03/2021	
		No. of shares	% of total shares	No. of shares	% of total shares
1	At the beginning of the year (Mr. Devashish Poddar, Director)	400000	2.64	400000	2.64
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase I decrease (e.g. allotment I transfer I bonus/ sweat equity etc):	-			
	At the End of the year	400000	2.64	400000	2.64

V.INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs. in Lakhs)

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Total Indebtedness
i) Principal Amount	-	756.42	756.42
ii) Interest due but not paid	-	17.31	17.31
iii) Interest accrued but not due	-	50.20	50.20
Total (i+ii+iii)	**-**	**823.93**	**823.93**
Change in Indebtedness during the financial year	-		
• Addition	-	334.04	334.04
• (Reduction)	-	(300.46)	(300.46)
Net Change	**-**	**33.59**	**33.59**
Indebtedness at the end of the financial year	-		
i) Principal Amount	-	808.78	808.78
ii) Interest due but not paid	-	-	-
iii) Interest accrued but not due	-	48.74	48.74
Total (i+ii+iii)	-	**857.52**	**857.52**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Ranjan Kumar Poddar, Chairman & Managing Director	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites uls 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	- - -	- - -
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others,specify	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	Within the ceiling as per the Companies Act, 2013	

B. REMUNERATION TO OTHER DIRECTORS:

S. No.	Particulars of Remuneration	Name of Directors			Total Amount (in Rs.)
		Mr. Naresh Birla	Mr. Rakesh Bhartia	Mr. Suresh Kumar Lakhotia	
1	Independent Directors				
	Fee for attending board / committee meetings	8000	8000	8000	24000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1) (in Rs.)	8000	8000	8000	24000
2	Other Non-Executive Directors	**Mr. Devashish Poddar**	**Mrs. Malvika Poddar**		
	Fee for attending board / committee meetings	8000	6000		14000
	Commission	-	-		-
	Others, please specify	-	-		-
	Total (2) (in Rs.)	8000	6000		14000
	Total Managerial Remuneration (in Rs.)				38000
	Overall Ceiling as per the Act	Within the ceiling as per Section 197 of the Companies Act, 2013			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (In Rs.)

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	Chief Financial Officer	Total
		Ms. Ruchi Shrivastava	Mr. Sushil Kumar	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Inoome-taxAct,1961	4,53,600	7,45,033	11,98,633
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others. specify	-	-	-
5	Others, please specify	-	-	-
	Total	**4,53,600**	**7,45,033**	**11,98,633**

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ANNEXURE-CTO DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Aravali Securities & Finance Ltd (Aravali) governance philosophy is that the policies and procedures should be so strong that they don't leave any room for mistakes or manipulations. ARAVALI emphasis is on providing complete transparency in management and fixing authority and responsibility of every person in the organisation. This enables every person in the organisation to work for the achievement of the Company's goal and thereby maximising the return to the Company as also to the members of the Company.

ARAVALI's Corporate Governance is based on two core principles:

I. Management must have the executive freedom to drive the enterprise forward without undue restraints; and

II. This freedom of management should be exercised within a framework of effective accountability.

ARAVALI believes that any meaningful policy on Corporate Governance must provide empowerment to the executive management of the Company, and simultaneously create a mechanism of checks and balances which ensures that the decision making powers vested in the executive management are not misused, and used with care and responsibility to meet stakeholders' aspirations and societal expectations.

Corporate Governance is an integral element of Company's value system, management ethos and business practices. Good Corporate Governance is a continuing exercise and the Company is committed to ensure the same by focusing on strategic and operational excellence in the overall interest of its all stakeholders.

The above belief and core principles of Corporate Governance adopted by ARAVALI lead to Company's governance philosophy, trusteeship, transparency, accountability and responsibility which in turn are the basis of public confidence in corporate system.

2. BOARD OF DIRECTORS

I. Composition of the Board:

II. During the year the Composition of Board of Directors of the Company has been in conformity with the requirements of Regulation 17 of the Listing Regulations. The Chairman of the Board is an Executive Director. As on 31st March 2021, the Board consisted of one (1) Executive Director and five (5) Non-Executive Directors {including three (3) Independent Directors}. The Independence of a Director is determined by the criteria stipulated under Regulation 16 of the Listing Regulations and also under Section 149 of the Companies Act, 2013. The Board represents an optimal mix of professionalism, knowledge and experience.

Composition, Category of Directors and their other directorship as on March 31, 2021:

Name of Directors	Executive/Non Executive Director	Independent Status	No. of other Directorships held in other Companies	Committee position in other Companies Chairman/ Member	
Mr. Ranjan Kumar Poddar Chairman & Managing Director	Executive	Promoter	Nil	Nil	Nil
Mr. Devashish Poddar, Director	Non-Executive	Promoter Associate	One	Nil	Nil
Mrs. Malvika Poddar, Director	Non-Executive	Promoter Associate	Five	Nil	Nil
Mr. Suresh Kumar Lakhotia, Director	Non-Executive	Independent	Nil	Nil	Nil
Mr. Rakesh Bhartia, Director	Non-Executive	Independent	Three	Nil	Nil
Mr. Naresh Birla, Director	Non-Executive	Independent	Nil	Nil	Nil

Notes:

1. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a Member of more than ten committees or Chairman of more than five committees across all the public companies in which he/she is a director. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2021 have been made by the Directors. None of the Directors are related to each other.
2. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.
3. Other directorships do not include directorships of Foreign Companies and Companies under Section 8 of the Act. Chairmanships/ Memberships of the Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.
4. The Company has proper systems to enable the Board of Directors to periodically review compliance reports of all laws applicable to the Company.
5. The maximum time gap between any two meetings exceed four calendar months because of COVID-19. A Notification issued by MCA has come for extension the time gap between any two meetings could be 6 calendar months.

II. Director's interest in the Company and attendance records:

Director	No. of Board meetings attended during the year 2020-21	Last AGM attended	No. of equity shares held
Mr. Ranjan Kumar Poddar	4	Yes	Nil
Mr. Devashish Poddar	4	Yes	400000
Mrs. Malvika Poddar	3	Yes	Nil
Mr. Suresh Kumar Lakhotia	4	Yes	Nil
Mr. Rakesh Bhartia	4	No	Nil
Mr. Naresh Birla	4	Yes	Nil

Note : During the year, Four (4) meetings of the Board of Directors were held on 27th July, 2020, 25th August 2020, 11th November, 2020 and 08th February, 2021.

III. Mr. Devashish Poddar is the son of Mr. Ranjan Kumar Poddar. Mrs. Malvika Poddar is the spouse of Mr. Devashish Poddar. None of the other directors are related to any other director on the Board.

IV. The familiarisation program imparted during the year under review to the Independent Directors is placed on the Company's website viz., www.aravalisecurities.com

V. Meeting of Independent Director

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views to the Chairman and Managing Director. During the year, one meeting of Independent Directors was held on 30th March 2021 for reviewing the performance of each of the Non-independent Directors and the Board as a whole and assessing the quality, quantity and timeliness of flow of information between the Company's management and the Board, that is necessary for the Board to effectively and reasonably perform their duties.

3. BOARD COMMITTEES, MEETINGS AND PROCEDURES

I. AUDIT COMMITTEE

As required under Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations and as a measure to good Corporate Governance and to provide assistance to the Board of Directors in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company, an Audit Committee has been constituted. The terms of reference of the Audit Committee includes all the matters prescribed under the applicable provisions of Companies Act, 2013 and the Listing Regulations and the Audit Committee considers and reviews other matters also, which are referred to it from time to time by the Board or it considers appropriate for discharge of its various functions. The Committee acts as a link between the Management, the Statutory and Internal Auditors and the Board of Directors of the Company. The Audit Committee is responsible for effective supervision of the financial reporting process, the appointment, independence, performance and remuneration of the Statutory Auditors and Internal Auditors ensuring financial and accounting controls and compliance with the financial and accounting policies of the Company. The Committee reviews the financial statements and Quarterly and Annual Results with special emphasis on accounting policies and practices, ensuring compliance with Indian Accounting Standards and other legal requirements concerning financial statements before they are submitted to the Board. The Internal Audit Reports on various matters covered by the Internal Auditors are regularly discussed in detail in the Audit Committee meetings. It scrutinizes the inter-corporate loans and investments by the Company and by its subsidiary companies. The Audit Committee approves the related party transactions and also grants its omnibus approval to related party transactions in appropriate cases. It also oversees the compliance under Vigil Mechanism (Whistle Blower Policy) of the Company. The Board has also

authorised the Audit Committee to review the compliances with the provisions of the Security and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and to verify the system for internal control are adequate and operating efficiently.

As on 31st March 2021, the Audit Committee comprised of three Directors out of which two are Independent Directors. The Chairman of the Committee is an Independent Director. All members of the Committee are financially literate. During the year, the Members of the Audit Committee met Four (4) meetings of the Board of Directors were held on 27th July, 2020, 25th August 2020, 11th November, 2020 and 08th February, 2021 and the attendance of the members at the meeting was as follows:

Name of member	Status	No. of meetings attended
Mr. Rakesh Bhartia	Chairman	4
Mr. Naresh Birla	Member	4
Mr. Devashish Poddar	Member	4

The General Manager - Commercial, Chief Financial Officer and Statutory Auditors are the permanent invitees. The Company Secretary is the secretary of the Committee.

II. NOMINATION AND REMUNERATION COMMITTEE

The Board has constituted Nomination and Remuneration Committee (NRC), which comprised three (3) Directors including two (2) Independent Directors. The Chairman of the NRC is an Independent Director. The terms of reference and role of the NRC includes:

a. Formulation of the criteria for the appointment of Directors and Senior Management.
b. Identify persons who are qualified to become Directors and who may be appointed in Senior Management.
c. Recommend to the Board appointment and removal of the Directors and Senior Management Personnel.
d. Formulation of criteria for evaluation of Independent, Executive and Non – Executive Director and the Board.
e. Carry out evaluation of every director's performance.
f. Recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees of the Company.
g. Devise a policy on Board diversity.
h. Formulate the criteria for determining qualifications, positive attributes and independence of the Directors.

The Committee met Four (4) meetings of the Board of Directors were held on 27th July, 2020, 25th August 2020, 11th November, 2020 and 08th February, 2021 during the year i.e. and the attendance of the members at the meeting was as follows:

Name of member	Status	No. of meetings attended
Mr. Naresh Birla	Chairman	4
Mr. Rakesh Bhartia	Member	4
Mr. Devashish Poddar	Member	4

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with NRC, has formulated a framework containing, *inter – alia*, the criteria for performance evaluation of the entire Board of the Company, its Committee and individual Directors, including Independent Directors.

Details of directors' remuneration paid for the year 2020-21.

(a) Executive Director	NIL (The Company does not pay any remuneration to its Executive Director.)
(b) Non Executive Directors	Rs. 38,000

Name of Director	Sitting Fees paid during 2020-21
Mr. Devashish Poddar	Rs. 8,000
Mr. Naresh Birla	Rs. 8,000
Mr. Rakesh Bhartia	Rs. 8,000
Mrs. Malvika Poddar	Rs. 6,000
Mr. Suresh Kumar Lakhotia	Rs. 8,000

Note: No remuneration except sitting fees for attending Board Meetings are paid to the non-executive Directors (no change in sitting fees). No remuneration is paid to any Director for attending Board level Committee meetings.

III. STAKEHOLDERS'RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee as on 31st March, 2021 comprises of Mr. Devashish Poddar, Mrs. Malvika Poddar & Mr. Naresh Birla.

The Company Secretary is entrusted with the responsibility to look into the redressal of the shareholder's complaints and report the same to the Committee.

The Committee has been formed by the Board of Directors to look into the matters relating to transfer/ transmission of shares and the redressal of shareholders/ investors complaints and also matters relating to shareholders value enhancement. The Committee takes care of the physical transfer/ transmission of equity shares of the Company on fortnightly basis and considers other relevant matters. During the year, the Committee met One (1) time & no complaint was received from a shareholder.

The Securities and Exchange Board of India vide its Notification dated 9th May, 2018 has amended the scope of Stakeholders' Relationship Committee. As per the aforesaid amendment, the Board of Director of the Company has expanded roles and responsibilities of the Stakeholders' Relationship Committee to include the following:

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

ii. Review of measures taken for effective exercise of voting rights by shareholders.

iii. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

iv. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

4. GENERAL BODY MEETINGS

I. Details of General Body Meetings:

Financial Year	Date	Day	Time	Venue
2019-20	30th September 2020	Wednesday	11.00 A.M.	Video Conferencing (VC)
2018-19	30th September 2019	Monday	11.00 A.M.	Plot No1, Sector 4, Behind HUDA Market, Gurgaon- 122006
2017-18	28th September, 2018	Wednesday	11.00 A.M.	Plot No1, Sector 4, Behind HUDA Market, Gurgaon- 122006

II. Special Resolutions passed in the previous three Annual General Meeting

Date	Description of Special Resolutions passed
30th September 2020	i. To re-appoint Mr. Suresh Kumar Lakhotia (DIN 00450723) as an Independent Director
30th September, 2019	i. To re-appoint Mr. Naresh Birla (DIN 02902650) as an Independent Director ii. To appoint Mr. Rakesh Bhartia (DIN 00877865), as an Independent Director
28th September, 2018	NIL

5. CODE OF CONDUCT

The Board of directors has adopted the Code of Business Conduct and Ethics for Directors and Senior Management. The said code has been communicated to the directors and members of the senior management.

6. DISCLOSURES

a) Related Party Transactions

The Company has adopted a 'Policy on Related Party Transactions' upon the recommendation of Audit Committee and the said Policy includes the material threshold and the manner of dealing with Related Party Transactions. The Audit Committee has laid down the criteria for granting the omnibus approval in the said Policy and grants omnibus approvals from time to time for the transactions which are frequent/ regular/ repetitive and are in the normal course of business. During the year, there were no transactions of material nature with the promoters, directors or the management or their subsidiaries or relatives etc. that had potential conflict with the interest of the Company. The policy on Related Party Transactions is posted on the Company's website viz., www.aravalisecurities.com.

b) Details of non-compliance by the Company

The Company has duly complied with all the requirements of the Listing Regulations as well as other Regulations and Guidelines issued by Securities and Exchange Board of India (SEBI) from time to time. There have neither been any instance of non-compliance nor any penalty or stricture have been imposed on the Company by Stock Exchanges or by SEBI or by any other statutory authorities on any matter related to the capital markets during the last three years.

During the year under review, Two notices were received from BSE Limited imposing fine of Rs. 2,12,400/- on the Company in respect of non-compliance with Regulation 23(9) of SEBI (LODR) Regulation, 2015 for the half year ended September 2020 for Non-compliance with disclosure of related party transactions on consolidated basis and Rs. 2,28,920/- on the Company in respect of non-compliances of Reg. 13(3) – Statement of Investor Complaints, Reg. 27(2) – Corporate Governance Report and Reg. 31 – Shareholding Pattern for March 2020. On the representation made by the Company, BSE Limited has waived the fines imposed by it on 25 June 2021 and 23 December 2020 respectively.

c) Whistle Blower Policy

In accordance with the requirement of Section 177 of the Companies Act, 2013 and the Rules made thereunder and Regulation 22 of Listing Regulations, the Company has formulated a 'Vigil Mechanism/ Whistle Blower Policy' which provides a tool to the Directors and Employees of the Company to report Genuine Concerns including unethical behavior, actual or suspected fraud or violation of the Code of Conduct or Policy.
The mechanism provides for adequate safeguards against victimization of director(s)/ employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The Whistle Blower Policy is posted on the Company's website viz., www.aravalisecurities.com.

d) In the preparation of the financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India. The significant accounting policies, which are consistently applied, are disclosed in Note No. 1 to the accounts in the annual report.

e) Business risk evaluation and management is an ongoing process within the Company. During the year under review a detailed exercise on 'Risk Assessment & Management' was carried out covering the entire gamut of business operations and Board was informed of the same.

f) Adoption of non-mandatory requirements of (1) of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

7. Means of Communication

Quarterly un-audited results and the Annual Audited financial results duly approved by the Board of Directors are sent to all the Stock Exchanges where the Company's shares are listed immediately after the Board Meeting and published in one vernacular newspaper viz. Jan Satta and one English newspaper viz. Financial Express. The Company also posts its financial results for all quarters on its own website viz.www.aravalisecurities.com. Official news releases are being displayed on the website of the Company. The Management of the Company is in regular touch with the investors' community and keeps sharing with them the performance of the Company and satisfy the queries raised by the Stakeholders.

8. General Shareholders Information

1. Annual General Meeting will be held on Thursday the 30th day of September, 2021 via VC/OACM at 11:00 A.M.

2.	Financial calendar	1st April 2021 to 31st March 2022
	First Quarter results	Before 15th August
	Annual General Meeting	Second Quarter of the Financial Year
	Second Quarter results	Before 15th November
	Third Quarter results	Before 15th February
	Fourth Quarter results	Before 30th May
3.	Dates of book closure	24.09.2021 To 30.09.2021 (both days inclusive)
4.	Dividend payment date	No dividend is recommended for payment
5.	Listing of equity shares on Stock	BSE Limited, Mumbai
	Exchanges at :	Calcutta Stock Exchange Ltd., Kolkata*
		Delhi Stock Exchange Ltd., New Delhi*

(*Application for delisting of shares of the Company has been moved to Delhi Stock Exchange and Calcutta Stock Exchange)
Annual Listing fees for the year 2020-21 have been duly paid to BSE Limited.

6.	Stock Code	BSE Limited	BSE:512344
		ISIN (for Dematerialisation)	INE068C01015

7. Stock Market Price data for the year 2020-21

Share Price on BSE

Month	**High (Rs.)**	**Low (Rs.)**
April, 2020	2.50	2.28
May, 2020	2.28	2.06
June, 2020	1.96	1.96
July, 2020	1.87	1.48
August, 2020	1.83	1.53
September, 2020	1.78	1.55
October, 2020	1.73	1.57
November, 2020	1.57	1.50
December, 2020	1.69	1.36
January, 2021	1.95	1.49
February, 2021	1.76	1.28
March, 2021	1.81	1.18

8. Share Transfer System:

The Company's shares are traded in the Stock Exchanges compulsorily in demat mode. In compliance with the SEBI directions, the Company has appointed the following registrar as common agency to handle both physical and demat share work w.e.f.1st April, 2003. The shares which are lodged for transfer with the Registrar and Transfer Agent of the Company are processed and returned to the shareholders within stipulated time. The address of the Registrar and Transfer Agent for correspondence is as under:

Skyline Financial Services Pvt. Ltd.
D-153/A, 1st Floor, Okhla Industrial Area,
Phase-I New Delhi-110 020

9. (a) Distribution of Shareholding as on 31st March, 2021

Number of Equity Shares	Number of Shareholders	Percentage (%)	Number of Equity Shares held	% to Total Amount
Up To 5,000	14364	90.33	20419210	13.47
5001 To 10,000	811	5.10	64571800	42.61
10001 To 20,000	353	2.22	5229880	3.45
20001 To 30,000	127	0.80	3266000	2.16
30001 To 40,000	44	0.28	1590240	1.05
40001 To 50,000	44	0.28	2116340	1.40
50001 To 1,00,000	83	0.52	5838170	3.85
1,00,000 and Above	75	0.47	106621480	70.36
Total	**15901**	**100**	**151538500**	**100**

(b) Categories of Shareholders as on 31st March, 2021

	Category	Number of shareholders	Number of equity shares held	(%) of shareholders
i)	Promoters & person acting in concert	3	6770863	44.68
ii)	Mutual Funds/ UTI	0	0	0.00
iii)	Public Financial Institution/ Banks	7	12905	0.09
iv)	Non Resident Indians	20	20040	0.13
v)	Other Bodies Corporate	126	2101648	13.87
vi)	Others	15745	6248394	41.23
	Total	**15901**	**15153850**	**100.00**

10. Dematerialisation of shares and liquidity

Trading in shares of ARAVALI is permitted only in dematerialised form as per circular issued by the Securities and Exchange Board of India (SEBI) and 84.01% of the Equity shares of the Company have been dematerialised upto 31st March 2021.

11. The address for correspondence is as mentioned below:

Registered Office

ARAVALI SECURITIES & FINANCE LIMITED
Plot No. 136, Fourth Floor, Rider House,
Sector 44, Gurgaon-122003, Haryana

Place: Gurgaon
Date: 12th August, 2021

By Order of the Board of Directors

Sd/-
Ranjan Kumar Poddar
Chairman & Managing Director
(DIN: 00290949)

ANNEXURE-D TODIRECTORS' REPORT

REMUNERATION POLICY

BACKGROUND

Aravali Securities & Finance Limited (hereinafter referred as the 'Company') practices a corporate culture that is based on the tenets of trusteeship, empowerment, accountability, control and ethical practices with transparency at its core for creation of maximum value for the stakeholders.

BRIEF OVERVIEW UNDER COMPANIES ACT 2013

{Section 178 and Companies [Meetings of Board and its Powers] Rules 2014}

- Constitution of the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be independent directors
- The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and senior management personnel i.e. employees at one level below the Board including functional heads.
- The Nomination and Remuneration Committee shall, while formulating the policy ensure that:—
  *the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
  *relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  *remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- Such policy shall be disclosed in the Board's report.

BRIEF OVERVIEW OF THE REVISED CLAUSE 49 OF LISTING AGREEMENT

IV. Nomination and Remuneration Committee

A. The company shall set up a Nomination and Remuneration committee which shall comprise at least three directors, all of whom shall be non-executive directors and at least half shall be independent. Chairman of the committee shall be an independent director.

B. The role of the committee shall *INTER-ALIA* include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
-

PRESENT POSITION OF DIRECTORS AND KMP OF THE COMPANY

- The Company has constituted a Nomination and Remuneration Committee of the Board of Directors (Board).
- At present there are total Six Directors on the Board of which four (2) are Non-Executive and (3) are Independent, and the remaining One (1) is Executive Director.
- Director draws remuneration from the Company.
- Key Managerial Personnel (KMP) consists of Managing Director, Chief Financial Officer and Company Secretary who is employees.

TERMS OF REFERENCE OF NOMINATION AND REMUNERATION COMMITTEE

- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- Act as Selection and Compensation Committee to evaluate suitability of candidates for various senior positions and determine appropriate compensation package for them. Selection of related persons whether or not holding place of profit in the Company to be carried out strictly on merit and where applicable, be subjected to review by the Audit Committee of and/or the Board with approval at each stage being obtained by disinterested Independent Directors only.
- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Removal should be strictly in terms of the applicable law/s and in compliance of principles of natural justice.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on the Board diversity.
- Recommend to the Board, remuneration including salary, perquisite and commission to be paid to the Company's Executive Directors on an annual basis or as may be permissible by laws applicable.
- Recommend to the Board, the Sitting Fees payable for attending the meetings of the Board/Committee thereof, and, any other benefits such as Commission, if any, payable to the Non- Executive Directors.
- Setting the overall Remuneration Policy and other terms of employment of Directors, wherever required.

CRITERIA FOR DETERMINING THE FOLLOWING:-

Qualifications for appointment of Directors (including Independent Directors):

- Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service.
- Their financial or business literacy/skills.
- Appropriate other qualification/experience to meet the objectives of the Company.
- As per the applicable provisions of Companies Act 2013, Rules made there under and Clause 49 of Listing Agreement.

The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate/s.

Positive attributes of Directors (including Independent Directors):

- Directors are to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively, and the willingness to address issues proactively.
- Actively update their knowledge and skills with the latest developments in the market conditions and applicable legal provisions.
- Willingness to devote sufficient time and attention to the Company's business and discharge their responsibilities
- To assist in bringing independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct.
- Ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company.
- To act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees
- Independent Directors to meet the requirements of the Companies Act, 2013 read with the Rules made there under and Clause 49 of the Listing Agreement as amended from time to time

Criteria for appointment of KMP/Senior Management:

- To possess the required qualifications, experience, skills and expertise to effectively discharge their duties and responsibilities.
- To practice and encourage professionalism and transparent working environment.
- To build teams and carry the team members along for achieving the goals/objectives and corporate mission.
- To adhere strictly to code of conduct

POLICY RELATING TO REMUNERATION OF DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL:

- To ensure that the level and components of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and other employees of the quality required to run the Company successfully.
- No director / KMP/ other employee is involved in deciding his or her own remuneration.
- The trend prevalent in the similar industry, nature and size of business is kept in view and given due weightage to arrive at a competitive quantum of remuneration.
- It is to be ensured that relationship of remuneration to the performance is clear and meets appropriate performance benchmarks which are unambiguously laid down and communicated.
- Improved performance should be rewarded by increase in remuneration and suitable authority for value addition in future.
- Remuneration packages should strike a balance between fixed and incentive pay, where applicable, reflecting short and long term performance objectives appropriate to the Company's working and goals.

- Following criteria are also to be considered:
  Responsibilities and duties;
  Time and efforts devoted;
  Value addition;
  Profitability of the Company and growth of its business;
  Analyzing each and every position and skills for fixing the remuneration yardstick;
  Standards for certain functions where there is a scarcity of¬ qualified resources. Ensuring tax efficient remuneration structures.
  Ensuring that remuneration structure is simple and that the cost¬ to the Company (CTC) is not shown inflated and the effective take home remuneration is not low. Other criteria as may be applicable.¬
- Consistent application of remuneration parameters across the organisation.
- Provisions of law with regard making payment of remuneration, as may be applicable, are complied.
- Whenever, there is any deviation from the Policy, the justification /reasons should also be indicated / disclosed adequately.

REVIEW

The policy shall be reviewed by the Nomination and Remuneration Committee and the Board, from time to time as may be necessary.

Certificate on Corporate Governance

To,
The Members,
ARAVALI SECURITIES AND FINANCE LIMITED
R.O. Plot No. - 136, Fourth Floor,
Rider House, Sector-44, Gurgaon - 122003

We have examined the Compliance with conditions of Corporate Governance by **ARAVALI SECURITIES AND FINANCE LIMITED** ("the Company") for the year ended March 31, 2021, as stipulated in Regulation 27(2) , of LODR, 2015 of the Listing Agreement of the said Company with the Stock Exchanges concerned in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and Management, we certify that the Company has complied with all the conditions of Corporate Governance as stipulated in Regulation 27(2), of LODR, 2015 of the above mentioned Listing Agreement.

We state that in respect of the investor Grievances, the Registrar and Share Transfer Agent of the Company has maintained the relevant records and certified that as on 31st March, 2021 there was no investor grievance pending against the Company.

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

sd/-
Gaurav Arora
(Company Secretary in Practice)
CP No. 17696

Date: 12/08/2021
Place: NEW DELHI

CEO/ CFO CERTIFICATION

To
The Board of Directors
Aravali Securities & Finance Ltd.

Dear Sirs,

a) We have reviewed the financial statements and the cash flow statement of Aravali Securities & Finance Ltd. (the Company) for the year ended March 31, 2021 and to the best of our knowledge and belief:

   i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:

   ii. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or in violation of the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal Control Systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, significant deficiencies in the design of operation of internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee:

   i) Significant changes in internal control over financial reporting during the year;

   ii) Significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements; and

   iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's Internal Control System over financial reporting.

Sd/-
Sushil Kumar
Chief Financial Officer

Sd/-
Ranjan Kumar Poddar
Chairman & Managing Director
(DIN: 00290949)

Date : 12th August, 2021

CODE OF CONDUCT

DECLARATION

I, Ranjan Kumar Poddar, Chairman & Managing Director of the Company, hereby certify that the Board Members and Senior Management Personnel have affirmed compliance with the Rules of Code of Conduct for the financial year ended 31st March, 2021, Pursuant to the requirements of Clause 49 of the Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date: 12th August, 2021

For Aravali Securities & Finance Limited

Sd/-
Ranjan Kumar Poddar
Chairman & Managing Director
(DIN: 00290949)

INDEPENDENT AUDITORS' REPORT

To the Members of Aravali Securities & Finance Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of ARAVALI SECURITIES & FINANCE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS 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 together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Other Information

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

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Ind AS financial statements, or our knowledge obtained in the 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 Ind AS Financial Statements

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 and presentation of these Ind AS 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 Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, Board of Directors 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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 Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of sub- section (11) of Section 143 of the Act, we give in the 'Annexure A' statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required under the provisions of Section 143(3) of the Act, we report that:

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

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

c. The Balance Sheet, the Statement of Profit and Loss, including other comprehensive income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account:

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

e. On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

f. With respect to the adequacy of internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate report in 'Annexure-B';

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

i. The Company does not have any pending litigations which would impact its financial position;

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

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Rajan Goel & Associates
Chartered Accountants
(Firms Regn.No.004624N)

Sd/-

Place: Gurgaon
Date: 28th June, 2021

Rajan Kumar Goel
Proprietor
Membership No. 083829

ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date to the members of Aravali Securities & Finance Limited as at and for the year ended 31st March, 2021)

i. a. The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.

b. The fixed assets of the Company were physically verified by the management during the year. In our opinion, frequency of physical verification is reasonable having regard to the size of the operation of the Company. On the basis of explanations received, in our opinion, no discrepancy between the book records and physical inventory has been noticed in respect of assets physically verified.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

ii The Company does not have inventories and accordingly, paragraph 3 (ii) of the Order is not applicable to the Company.

iii. The Company has not given any loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.

iv. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, made investments or provided any guarantees or securities to the parties covered under section 185 and 186 of the Companies Act 2013.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).

vi. The Central Government has not prescribed maintenance of the cost records under section 148(1) of the Companies Act, 2013 in respect of any of the company's activities.

vii. (a) According to the information and explanations given to us and the books and records as produced and examined by us, in our opinion, the undisputed statutory dues including in respect of 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 other statutory dues as applicable have been regularly deposited by the Company during the year with the appropriate authorities. There were no undisputed statutory dues as at the last day of the financial year outstanding for a period of more than six months from the date they became payable.

(b) According to the records of the company, there were no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise Value Added Tax, which have not been deposited on account of disputes.

viii. The Company does not have any outstanding dues to financial institutions, banks or government and debenture holders.

ix. The Company has not raised any money by way of initial public offer or further public offer (including debit instruments) and term loans during the period. Accordingly, paragraph 3 (ix) of the Order is not applicable to the Company.

x. In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees have been noticed or reported during the year.

xi. The Company has not paid/provided for managerial remuneration and accordingly paragraph 3 (xi) of the Order is not applicable to the Company.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and on the basis of 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 period. Accordingly, paragraph 3 (xiv) of the Order is not applicable to the Company.

xv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable to the Company.

xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For Rajan Goel & Associates
Chartered Accountants
(Firms Regn.No.004624N)

Place: Gurgaon
Date: 28th June, 2021

sd/-
Rajan Kumar Goel
Proprietor
Membership No. 083829

ANNEXURE-B TO THE INDEPENDENT AUDITORS' REPORT

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

(Referred to in Paragraph 2(f) of Report on Other Legal and Regulatory Requirements of our report of even date to the members of Aravali Securities & Finance Limited as at and for the year ended 31st March, 2021)

We have audited the internal financial controls over financial reporting of Aravali Securities & Finance Limited (“the Company”) as of 31st March, 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these Ind-AS 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Ind-AS financial statements 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 with reference to these Ind- AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Ind- AS financial statements assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind As financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to these Ind- AS financial statements, 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 with reference to these Ind- AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these Ind- AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Ind- AS financial statements and such internal financial controls over financial reporting with reference to these Ind- AS financial statements were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Rajan Goel & Associates
Chartered Accountants
(Firms Regn.No.004624N)

Place: Gurgaon
Date: 28th June, 2021

sd/-
Rajan Kumar Goel
Proprietor
Membership No. 083829

ARAVALI SECURITIES & FINANCE LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2021

	Note No		As at 31st March, 2021	As at 31st March, 2020
			Rupees	Rupees
ASSETS				
1) Non-Current Assets				
(a) Property, Plant & Equipment	**4**		**20643290**	21225860
(b) Deffered Tax Assets	**5**		**2281169**	2259026
(c) Other Non Current Assets	**6**		**10330732**	10791931
Total Non-Current Assets		**(A)**	**33255191**	34276817
2) Current Assets				
(a) Financial Assets				
Investments	**7**		**639192**	617864
Cash and Cash Equivalents	**8**		**3888074**	4672213
Loans & Advances	**9**		**31611229**	28497522
Others	**10**		**3130570**	2763707
(b) Current Tax Assets (Net)	**11**		**902187**	**-**
(c) Other Current Assets	**12**		**2367757**	2960131
Total Current Assets		**(B)**	**42539009**	39511437
		TOTAL (A)+(B)	**75794200**	73788254
EQUITY AND LIABILITIES				
1) Equity				
(a) Equity Share Capital	**13**		**151538500**	151538500
(b) Other Equity	**14**		**(166278438)**	(166991252)
Total Equity		**(A)**	**(14739938)**	(15452752)
2) Current Liabilities				
(a) Financial Liabilities				
Borrowings	**15**		**75342000**	75642000
Other Financial Liabilities	**16**		**10409952**	6751357
(b) Other Current Liabilities	**17**		**3704829**	4892052
(c) Provisions	**18**		**1077357**	1955597
Total Current Liabilities		**(B)**	**90534138**	89241006
		TOTAL (A)+(B)	**75794200**	73788254
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	**3**			

The accompanying notes form an integral part of the Financial Statements
As per our report of even date

For RAJAN GOEL & ASSOCIATES
Chartered Accountants
(Firm Registration No. 004624N)

sd/-
RAJAN KUMAR GOEL
Proprietor
Membership No.083829
Place : Gurgaon
Dated: 28th June 2021

For and on behalf of the Board of Directors

Ranjan Kumar Poddar
sd/-
Chairman & Managing Director
sd/-
Devashish Poddar
Malvika Poddar
Rakesh Bhartia
Suresh Kumar Lakhotia
Naresh Birla
Directors

sd/-
Ruchi Shrivastava
Company Secretary

sd/-
Sushil Kumar
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

	Note No	For the year ended 31st March, 2021	For the year ended 31st March, 2020
		Rupees	Rupees
INCOME :			
Revenue from Operations	**19**	**7500000**	5082232
Other Income	**20**	**6957478**	54709874
Total Income		**14457478**	59792106
EXPENSES :			
Changes in Inventories of Shares & Securities	**21**	**-**	276351
Employee Benefits Expense	**22**	**3836617**	3945320
Finance Costs	**23**	**6504692**	7266840
Depreciation and Amortisation Expenses	**24**	**582570**	604489
Other Expenses	**25**	**2774782**	4127951
Total Expenses		**13698661**	16220951
Profit before Tax		**758817**	43571155
Tax Expenses			
Current Tax		**173778**	6399200
Deffered Tax		**(31359)**	517968
Mat Credit Entitelment		**-**	(6399200)
Income Tax in respect of earlier year		**(141078)**	-
Total Tax Expenses		**1341**	517968
Profit for the year		**757476**	43053187
Other Comprehensive Income			
(i) Items that will not be reclassified to Profit & Loss			
a) Fair value of investment in Mutual Fund routed through Other Comprehensive Income		**21328**	35529
b) Remeasurement of Defined Benefit Asset/(Liability)		**(56774)**	(67446)
		(35446)	(31917)
(ii) Income Tax relating to Items that will not be reclassified to Profit & Loss		**9216**	5085
Total Other Comprehensive Income		**(44662)**	(37002)
Total Comprehensive Income for the year		**712814**	43016185
Earning Per Share (Par value of Rs. 10/- each)			
Basic (Rs.)		**0.05**	2.84
Diluted (Rs.)		**0.05**	2.84
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	**3**		

The accompanying notes form an integral part of the Financial Statements
As per our report of even date

For RAJAN GOEL & ASSOCIATES
Chartered Accountants
(Firm Registration No. 004624N)

sd/-
RAJAN KUMAR GOEL
Proprietor
Membership No.083829
Place : Gurgaon
Dated: 28th June 2021

For and on behalf of the Board of Directors

sd/-
Ranjan Kumar Poddar
Chairman & Managing Director

sd/-
Devashish Poddar
Malvika Poddar
Rakesh Bhartia
Suresh Kumar Lakhotia
Naresh Birla
Directors

sd/-
Ruchi Shrivastava
Company Secretary

sd/-
Sushil Kumar
Chief Financial Officer

ARAVALI SECURITIES & FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

	Year ended 31st March, 2021		Year ended 31st March,2020	
	Rupees	**Rupees**	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax and extraordinary items		**757476**		43053187
Adjustment for				
Depreciation	**582570**		604489	
Dividend on Investments	**-**		(297)	
Provision for Tax	**1341**		517968	
Profit on sale of Assets	**-**		(44000000)	
Loss on Sale of Investment	**-**		53759	
Interest	**6504692**		7266840	
Provision for Leave Encashment	**76474**	**7165077**	44625	(35512616)
Operating Profit before Working Capital Changes		**7922553**		7540571
Adjustment for				
Trade & Other Receivables	**(2539173)**		(4724675)	
Inventories	**-**		276351	
Trade & Other Payables	**(1187223)**	**(3726396)**	(13107324)	(17555648)
Cash generated from Operations		**4196157**		(10015077)
Taxes paid	**(1834199)**	**(1834199)**	(3926941)	(3926941)
NET CASH FLOW FROM OPERATING ACTIVITIES		**2361958**		(13942018)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Sale of Fixed Assets	**-**		44500000	
Purchase of Fixed Assets	**-**		(47000)	
Sale of Investments	**-**		47193	
Dividend received on Investments	**-**		297	
NET CASH FLOW FROM INVESTING ACTIVITIES		**-**		44500490
C. CASH FLOW FROM FINANCING ACTIVITIES				
Increase / (Decrease) in other borrowings	**(300000)**		(22325000)	
Finance Cost	**(2846097)**		(13868543)	
NET CASH FLOW FROM FINANCING ACTIVITIES		**(3146097)**		(36193543)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		**(784139)**		(5635071)
CASH AND CASH EQUIVALENT AS AT 31-03-2020		**4672213**		10307284
CASH AND CASH EQUIVALENT AS AT 31-03-2021		**3888074**		4672213

Note :- Figures in bracket represents outflow.

As per our report of even date attached.
For RAJAN GOEL & ASSOCIATES
Chartered Accountants
(Firm Registration No. 004624N)

sd/-
RAJAN KUMAR GOEL
Proprietor
Membership No.083829

Place : Gurgaon
Dated: 28th June 2021

For and on behalf of the Board
sd/-
Ranjan Kumar Poddar
Chairman & Managing Director
sd/-
Devashish Poddar
Malvika Poddar
Rakesh Bhartia
Suresh Kumar Lakhotia
Naresh Birla
Directors

sd/-
Ruchi Shrivastava
Company Secretary

sd/-
Sushil Kumar
Chief Financial Officer

1 Corporate Information

ARAVALI SECURITIES & FINANCE LIMITED (the 'Company') is a Company domiciled in India, with its registered office situated at Plot No 136, Rider House, 4th Floor, Sector 44, Gurgaon -122003, Haryana. The Company has been incorporated under the provisions of Companies Act, 1956 and its equity shares are listed on the BSE Limited (BSE), in India.

The Company is presently engaged in providing Financial and Other Advisory Services besides dealing in Shares and Securities.

2 Basis of Preparation

A. Statement of Compliance

The Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provision of the Act.

The Financial Statements have been prepared under the historical cost convention on an accrual basis of accounting except for certain financial assets (refer accounting policy regarding financial assets) which are measured at fair values.

B. Functional and Presentation Currency

These financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest rupee, except when otherwise indicated.

C. Basis of Measurement

The financial statements have been prepared on the historical cost basis except for the following item:

Items	Measurement basis
Certain financial assets and liabilities	Fair Value
Net defined benefit (asset)/ liability	Present value of defined benefit obligation

D. Use of Estimates

In preparing these financial statements, Management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The management believes that these estimates and assumptions are reasonable and prudent. However actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Assumptions and Estimation Uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are furnished in the relevant notes.

E. Measurement of Fair Values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

For the purpose of Fair value disclosures the company has determined classes of assets and liabilities on the basis of nature characteristics and risk of assets or liabilities and the level of fair value hierarchy, as explained above, this note summarizes accounting policies for fair value and the other fair value related disclosures are given in relevant notes .

3 Summary of Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, unless otherwise indicated.

a) Property, Plant & Equipment

All items of property, plant and equipment are stated at historical cost less accumulated depreciation. Historical cost comprises of purchase price including duties and taxes and expenditure that is directly attributable to the acquisition of the items.

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

Any gain or loss on disposal of item of an item of property, plant and equipment is recognized in the Statement of Profit and Loss.

Depreciation

Depreciation is calculated on cost of item of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognised in the Statement of Profit and Loss.

Freehold land is not depreciated.

The estimated useful lives of items of property, plant and equipment are estimated by the management which are equal to the life prescribed under Schedule II of the Companies Act, 2013. The residual values are not more than 5% of the original cost of the asset. The asset's residual value & useful lives are reviewed & adjusted if appropriate, at the end of each reporting period. Depreciation on additions and disposals is provided on pro rata basis i.e. from/upto the date on which asset is ready for use or disposed off.

b) Current versus Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

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

All other assets are classified as non- current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

c) Financial Instruments

i. Recognition and initial measurement

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- Amortised Cost;
- Fair Value through Other Comprehensive Income (FVOCI) - equity investment ; or
- Fair Value through Profit & Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL :

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at the amortised cost	These assets are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled,or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at each reporting date. Changes in the fair value of any derivative instrument are recognised immediately in the statement of profit and loss and are included in other income or expenses.

d) Valuation of Inventories

Inventories are valued at cost or net realizable value whichever is lower.

e) Impairment

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

f) Leases

Company as a Lessee

i. Determining whether an arrangement contains a Lease

At inception of an arrangement, it is determined whether the arrangement is or contains a lease. At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for the lease and those for other elements on the basis of their relative fair values. If it is concluded for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. The liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the incremental borrowing rate.

ii. Assets held under Leases

Leases of property, plant and equipment that transfer to the Company substantially all the risks and rewards of ownership are classified as finance leases. The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to similar owned assets.

Assets held under leases that do not transfer to the Company substantially all the risks and rewards of ownership (i.e. operating leases) are not recognised in the Company's balance sheet.

iii. Lease Payments

Payments made under operating leases are generally recognised in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Lease incentives received are recognised as an integral part of the total lease expense over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

g) Employee Benefits

i. Short-Term Employee Benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed during the period as the related service is provided. A liability is recognised for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Defined Benefit Plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

Gratuity liability is a defined benefit obligation and is provided for on the basis of a valuation on projected unit credit method made at the end of each financial year. The Company has created an approved gratuity fund, which has taken a group gratuity cum insurance policy with Life Insurance Corporation of India (LIC) for future payment of gratuity to employees. The Company accounts for gratuity liability of its employees on the basis of actuarial valuation carried out at the year end by 'the independent actuary. When calculation results in potential asset for the Company, the recognized asset is limited to its present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan (the asset ceiling) in order to calculate present value of economic benefits, consideration is given to any minimum funding requirement.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest), the effect of the asset ceiling, (excluding interest) are earnings through Other Comprehensive Income in the period in which they occur.

iii. Defined Contribution Plans

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company recognizes contribution payable to the scheme as an expenditure, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the respective funds.

iv. Compensated Absences

The employees can carry forward a portion of the unutilised accrued compensated absences and utilize it in future service periods or receive cash compensation. Company treats compensated absences, as short-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement.

h) Revenue

i. Sale of Goods

Revenue from sale of goods is recognized when significant risk and rewards of ownership pass to the buyer, as per the terms of the contract and it is probable that the economic benefits associated with the transaction will flow to the Company.

ii. Revenue from Service

Revenue from Services is recognized in the accounting period in which the services are rendered and when invoices are raised.

iii. Rental Income

Rental Income form property is recognized as part of other income in the Statement of Profit and Loss.

i) Recognition of Dividend Income, Interest Income or Expense

Dividend income is recognized in profit or loss on the date on which the Company's right to receive payment is established. Interest income or expense is recognized using the effective interest method.

j) Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

k) Taxes on Income

Tax expenses for the relevant period comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax for the year. The Company recognizes MAT credit available as an asset only to the extent it is probable that sufficient taxable profit will be available to allow all or part of MAT credit to be utilized during the specified period, i.e., the period for which such credit is allowed to be utilized. In the year in which the Company recognizes MAT credit as an asset, it is created by way of credit to the Statement of Profit and Loss and shown as non-current asset. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Deferred tax is recognized, subject to consideration of prudence, on all timing difference between taxable income and accounting income that originate in one period and are capable of being reversed in one or more subsequent periods. The accumulated deferred tax liability is adjusted by applying the tax rates and tax laws applicable at the year-end

l) Segment Reporting

Identification of segments

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which the customers of the Company are located.

Allocation of common costs

Common allocable costs are allocated to each segment on a case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, are included under the head "Unallocated".

Unallocated items

Unallocated items include general corporate income and expense items which are not allocated to any business segment.

m) Provision, Contingent Liabilities and Contingent Assets

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre- tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Expected future operating losses are not provided for.

Contingencies

Provision in respect of loss contingencies relating to claims, litigations, assessments, fines and penalties are recognized when it is probable that a liability has been incurred and the amount can be estimated reliably.

Contingent Liabilities and Contingent Assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

Contingent assets has to be recognized in the financial statements in the period in which if it is virtually certain that an inflow of economic benefits will arise. Contingent assets are assessed continually and no such benefits were found for the current financial year.

n) Earnings per share

Basic Earnings Per Share ('EPS') is computed by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included. The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for the share splits.

o) Cash Flow Statement

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

p) Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and in hand and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible(including interest thereon) to known amounts of cash and which are subject to an insignificant risk of changes in value.

q) **Events after Reporting Date**

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

4 Property, Plant & Equipment

Particulars	Freehold Land	Building	Furniture & Office Equipments	Vehicles	Computers	Total
Gross Carrying Value						
As at 1st April, 2019	3425098	28865465	1997145	817804	576834	35682346
Additions	-	-	-	-	47000	47000
Disposals	500000	-	-	-	-	500000
Other Adjustments	-	-	-	-	-	-
As at 31st March, 2020	2925098	28865465	1997145	817804	623834	35229346
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-
As at 31st March, 2021	**2925098**	**28865465**	**1997145**	**817804**	**623834**	**35229346**
Depreciations						
As at 1st April, 2019	-	10657121	1582985	586952	571939	13398997
Charges for the year	-	429295	64494	100492	10208	604489
Disposals	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-
As at 31st March, 2020	-	11086416	1647479	687444	582147	14003486
Charges for the year	-	428122	64980	89468	-	582570
Disposals	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-
As at 31st March, 2021	**-**	**11514538**	**1712459**	**776912**	**582147**	**14586056**
Net Carrying Value						
As at 31st March, 2020	2925098	17779049	349666	130360	41687	21225860
As at 31st March, 2021	**2925098**	**17350927**	**284686**	**40892**	**41687**	**20643290**

NOTE 5 : DEFFERED TAX ASSETS (NET)

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Deferred Tax Assets		
Losses under Income Tax Act	**1798407**	1802259
Depreciation	**74633**	59305
Expenditure allowed on payment basis under Income Tax Act	**280113**	260230
Other Comprehensive Income	**128016**	137232
Deferred Tax Assets (Net)	**2281169**	2259026

NOTE 6 : OTHER NON CURRENT ASSETS

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Mat Credit Entitlement	**8200830**	8256232
Security and Other Deposits	**1495856**	1841500
Prepaid Expenses	**634046**	694199
	10330732	10791931

NOTE 7 : CURRENT INVESTMENTS

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Quoted - At FVTOCI		
In Mutual Funds		
HDFC Liquidity Fund - Growth	**639192**	617864
	639192	617864

NOTE 8 : CASH AND CASH EQUIVALENTS

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Cash in hand	**22645**	30205
Balances with Scheduled Banks:		
In Current Accounts	**1246998**	642008
In Fixed Deposit Accounts (Maturing with 12 months)	**2618431**	4000000
	3888074	4672213

NOTE 9 : LOANS & ADVANCES

	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
Loans and Advances (Unsecured,considered good)		
To Others	**31611229**	28497522
	31611229	28497522

NOTE 10 : OTHER CURRENT FINANCIAL ASSETS

	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
Interest accrued on loans	**3130570**	2763707
	3130570	2763707

NOTE 11 : CURRENT TAX ASSETS (NET)

	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
Income tax payments and tax deducted at source (net of provisions)	**902187**	-
	902187	-

NOTE 12 : OTHER CURRENT ASSETS

	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
Other Income Receivables	**2336964**	2912335
Advances to Employees	**17136**	15120
Other Advances	**6496**	6496
Prepaid Expenses	**7161**	26180
	2367757	2960131

NOTE 13 : EQUITY SHARE CAPITAL

	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
Authorised		
20000000 (20000000) Equity Shares of Rs. 10 each	**200000000**	200000000
Issued, Subscribed and Paid Up		
15153850 (15153850) Equity Shares of Rs.10 each fully paid up	**151538500**	151538500
	151538500	151538500

(a) Reconciliation of Number of Shares outstanding at the beginning and at the end of the year

	As at 31st March, 2021		As at 31st March, 2020	
	No of Shares	**Amount Rupees**	No of Shares	Amount Rupees
Opening Balance	**15153850**	**151538500**	15153850	151538500
Add: Addition during the year	**-**	**-**	-	-
Less: Deduction during the year	**-**	**-**	-	-
Closing Balance	**15153850**	**151538500**	15153850	151538500

(b) Terms/Rights attached to equity shares

The Company has only one class of Equity Shares having a par value of Rs 10. Each holder of Equity Shares is entitled to one vote per share. There are no restricitions attached to any Equity Shares. The Company declares and pays dividends, if any, in Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the share holders in the ensuing Annual General Meeting. 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 respective shareholders.

(c) Details of Bonus Shares

The Company issued 533750 Equity Shares as Bonus Shares in the ratio of 5:1 during the year 1989-90 and 960750 Equity Shares as Bonus Shares in the ratio of 10:3 during the year 1992-93.

(d) Details of Shareholder holding more than 5% Equity Shares in the Company

	As at 31st March, 2021		As at 31st March, 2020	
Name of Shareholder	**% of holding**	**No. of Shares**	% of holding	No. of Shares
Chandra Lekha Poddar	**37.74**	**5718603**	37.74	5718603

NOTE 14 : OTHER EQUITY

	Securities Premium Reserve	NBFC RESERVE FUND	General Reserve	Reatined Eranings	Total
Balance as at 1st April 2019	127062200	16427862	-	(353497499)	(210007437)
Profit/(Loss) for the year				43053187	43053187
Other Comprehensive Income				(37002)	(37002)
Transferred to General Reserve		16427862	16427862		
Balance as at 31st March 2020	127062200	-	16427862	(310481314)	(166991252)
Profit for the year				**757476**	**757476**
Other Comprehensive Income				**(44662)**	**(44662)**
Total Comprehensive Income for the year				**712814**	**712814**
Balance as at 31st March 2021	**127062200**	-	**16427862**	**(309768500)**	**(166278438)**

NOTE 15 : BORROWINGS

	As at 31st March, 2021	As at 31st March, 2020
Unsecured	**Rupees**	Rupees
12.5% Fully Convertible Debentures		
2272 (2272) Debentures of Rs.125 each	**284000**	284000
Less: Allotment money in arrears	**142000**	142000
	142000	142000
Loans repayable on demand		
From Others	**29000000**	34000000
From Related Parties	**46200000**	41500000
	75342000	75642000

Fully Convertible Debentures of Rs. 125 each were allotted on 25.01.1993 which were convertible into 5 fully paid up Equity Shares of Rs.10 each at a premium of Rs. 15 per Equity Share after six months of allotment.

NOTE 16 : OTHER FINANCIAL LIABILITIES

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Interest accured on borrowings	**10409952**	6751357
	10409952	6751357

NOTE 17 : OTHER CURRENT LIABILITIES

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Statutory Dues	**556868**	775357
Other Liabilities for Expenses	**3147961**	3216695
Advances & Deposits	**-**	900000
	3704829	4892052

NOTE 18 : PROVISIONS

	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Provision for Leave Encashment	**1077357**	1000883
Provision for Income Tax (Net of payments)	**-**	954714
	1077357	1955597

NOTE 19 : REVENUE FROM OPERATIONS

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Sale of Shares	**-**	82232
Service Charges received	**7500000**	5000000
	7500000	5082232

NOTE 20 : OTHER INCOME

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Interest Income from Financial Assets	**3565263**	3609529
Interest Income - Other	**59036**	87218
Dividend Income	**-**	297
Rental Income	**3328679**	6313586
Net Gain on disposal of Property , Plant & Equipment	**-**	44000000
Miscellaneous Income	**4500**	699234
Excess Provision Written Back	**-**	10
	6957478	54709874

NOTE 21 : CHANGES IN INVENTORIES OF SHARES & SECURITIES

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Opening Inventory		
Shares & Securities	**-**	276351
Less: Closing Inventory		
Shares & Securities	**-**	**-**
Decrease in Inventory	**-**	276351

NOTE 22 : EMPLOYEE BENEFIT EXPENSES

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Salaries, Bonus & Allowances	**3480440**	3526268
Contribution to Provident & Allied Funds (including Administration Charges)	**221227**	208753
Contribution to Gratuity Fund	**6061**	5642
Welfare Expenses	**128889**	204657
	3836617	3945320

NOTE 23 : FINANCE COST

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Interest paid on		
Borrowings	**6493751**	7266617
Others	**10941**	223
	6504692	7266840

NOTE 24 : DEPRECIATION AND AMORTISATION EXPENSE

	Year ended 31st March, 2021	Year ended 31st March, 2020
	Rupees	Rupees
Depreciation of Property, Plant & Equipment (Refer Note No 4)	**582570**	604489
	582570	604489

NOTE 25 : OTHER EXPENSES

		Year ended 31st March, 2021	Year ended 31st March, 2020
		Rupees	Rupees
Rent		**320820**	312000
Rates & Taxes		**200843**	174579
Insurance		**8377**	9952
Directors' Meeting Fee		**38000**	42000
Travelling & Conveyance		**169519**	188891
Vehicles' Expenses		**268878**	159574
Printing & Stationery		**49133**	340303
Postage & Telephone Expenses		**199198**	899739
Legal & Professional Charges		**897579**	1214897
Advertisement Expenses		**43380**	39331
Electricity &Water Charges		**55682**	40466
Miscellaneous Expenses		**339289**	435308
Auditors' Remuneration :			
As Audit Fee	**30000**		30000
For Tax Audit	**5000**		5000
For Certification	**12500**	**47500**	5000
Repairs and Maintenance :			
On Others		**136569**	177152
Loss on sale of Non Current Inverstments		**-**	53759
Sundry Balances Written off		**15**	**-**
		2774782	4127951

26. First-time adoption of Ind AS

The financial statements, for the year ended 31st March 2020, were the first financial statements the Company prepared in accordance with Ind AS as per accounting standards notified under section 133 of the Companies Act, 2013.

Accordingly, the company has prepared financial statements which comply with Ind AS applicable for periods ending on 31st March 2021, as described in the summary of significant accounting policies.

Exemptions applied

Optional Exemptions Availed :-

Ind AS 101 allows first-time adopters certain exemption from the restrospective application of certain requirements under Ind AS. The company has applied the following exemptions:

1) Property, Plant and Equipment :-

IND AS 101 permits use of carrying values of property, plant and equipment, intangible assets as on the date of transition to Ind AS (which are measured in accordance with previous GAAP and after making adjustments relating to decommissioning liabilities prescribed under Ind AS 101, if any) if there has been no change in its functional currency on the date of transition. The Company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment.

Mandatory Exemptions Availed :-

1) Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS).

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

a) Fair valuation of financial instruments carried at FVTPL and/ or FVOCI.

b) Determination of the discounted value for financial instruments carried at amortised cost.

c) Impairment of financial assets based on the expected credit loss model.

2) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively except where the same is impracticable

27 2272 12.5% Fully Convertible Debentures of Rs.125 each alloted on 25th January, 1993 have not been converted into fully paid equity shares since allotment money has not been received. Additions to subscribed and paid up share capital will be made as and when allotment money is received.

28 Accounts relating to allotment money in arrears of Fully Convertible Debentures are not reconciled.

29 The Company has not recognized Deferred Tax Asset in respect of long term and short capital losses under the Income Tax Act, 1961, considering prudence in terms of Accounting Standard 22 'Accounting for Taxes on Income' issued by the Institute of Chartered Accountants of India.

30 Contingent Liabilities

Sales tax liabilities pending company's appeals / rectifications **NIL** (Rs. 160969)

31 Employee Benefit

The Company has a defined benefit gratuity plan. The gratuity plan is governed by The Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The scheme is funded with an insurance company in the form of qualifying insurance policy.

The following tables summarize the components of net benefit expense recognized in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan.

	For year ended 31st March, 2021	For year ended 31st March, 2020
I. Net Asset/(Liability) recognised in the Balance Sheet		
As at end of the year		
Present Value of Defined Benefit Obligations (DBO)	**1491453**	1329681
Fair Value of Plan Assets	**2125499**	2023880
Funded Status - Surplus	**634046**	694199
Net Asset/(Liability) recognised in the Balance Sheet	**634046**	694199
II. Changes in DBO during the year		
Present Value at beginning of the year	**1329681**	1119637
Current Service Cost	**57533**	58625
Interest Cost	**86961**	83973
Acturial Losses / (Gains)	**56774**	67446
Benefits Paid	**(39496)**	-
Present Value at the end of the year	**1491453**	1329681
III. Changes in Fair Value of Plan Assets during the year		
Plan Assets at beginning of the year	**2023880**	1883857
Actual return on Plan Assets	**138433**	136956
Contributions	**2682**	3067
Benefits Paid	**(39496)**	-
Plan Assets at the end of the year	**2125499**	2023880
IV. Components of Employers' expenses		
Current Service Cost	**57533**	58625
Interest Cost	**86961**	83973
Expected return on Plan Assets	**(138433)**	(136956)
Acturial Losses / (Gains)	**56774**	67446
Expenses / Income recognised in the Profit & Loss Account	**62835**	73088
V. Actual Contribution and Benefits Payment for the year		
Actual Benefits Payments	**-**	-
Actual Contributions	**3067**	3067
Discount Rate	**6.32%**	6.54%
Expected return on Plan Assets	**7.00%**	7.27%
Salary Escalation	**6.00%**	6.00%

32 Related Party Disclosures

(A) List of Related Parties and Relationships, where control exists and other related parties with whom transaction have taken place during the year.

	Name of the Party	Relation
I.	Carma Arts & Crafts Private Limited Devi Developers Private Limited Devi Overseas Private Limited Carma Creative Private Limited Remus India Private Limited Thomas Goode India Private Limited Jahanluxury Exhibitions Private Limited Sisqo Engineering Private Limited	Enterprise in which a Director or his/her relative has significant influence or is a Key Management Personnel
II.	Key Management Personnel	
	Mr. Ranjan Kumar Poddar	Chairman & Managing Director
	Ms Ruchi Shrivastava	Company Secretary
	Mr. Sushil Kumar	Chief Financial Officer
III.	Non Executive Directors and Independent Directors	
	Mr. Devashish Poddar	Non Executive Director
	Mrs. Malvika Poddar	Non Executive Director
	Mr. Naresh Birla	Independent Director
	Mr. Suresh Kumar Lakhotia	Independent Director
	Mr. Rakesh Bhartia	Independent Director

(B) Related Party Transactions

Transactions	Enterprise in which a Director or his/her relative has significant influence or is a Key Management Personnel	Directors	Key Management Personnel
	Rupees	Rupees	Rupees
Lease/Rent Income	**2885000** (5786000)		
Interest Expenditure		**3541764** (5699478)	
Rent paid	**92820** (-)		
Remuneration paid			**1198633** (1102230)
Sitting Fees		**38000** (42000)	
Loans Received		**4700000** (9000000)	
Loans repaid		**-** (11825000)	
Balances outstanding as on 31.3.2021			
Outstanding/receivables (debit)	**2289873** (2748441)		
Outstanding/payable (credit)	**-** (-)	**52630542** (44654410)	

33 Basic and diluted earnings per equity share

	For year ended 31st March, 2021	For year ended 31st March, 2020
Net Profit /(Loss) after tax	**Rs 757476**	Rs 43053187
Weighted average number of equity shares	**15153850**	15153850
Basic and diluted earnings per equity share	**Rs. 0.05**	Rs. 2.84

34 The Company's operations at present are confined to only one segment i.e. providing Financial and Other Advisory Services and accordingly there are no separate reportable operating segments as per Ind AS 108 - Opertating Segments.

35 Quantitative Details

Name of item	Unit	Opening Stocks		Purchases		Sales		Closing Stocks	
	Nos	Qty.	Amount Rupees	Qty.	Amount Rupees	Qty.	Amount Rupees	Qty	Amount Rupees
Shares & Securities		**-** (72678)	**-** (276351)	**-** (-)	**-** (-)	**-** (72678)	**-** (82232)	**-** (-)	**-** (-)

The notes referred to above form an integral part of the Financial Statements

As per our report of even date attached.

For RAJAN GOEL & ASSOCIATES
Chartered Accountants
(Firm Registration No. 004624N)

sd/-
RAJAN KUMAR GOEL
Proprietor
Membership No.083829
Place : Gurgaon
Dated: 28th June 2021

For and on behalf of the Board of Directors

sd/-
Ranjan Kumar Poddar
Chairman & Managing Director

sd/-
Devashish Poddar
Malvika Poddar
Rakesh Bhartia
Suresh Kumar Lakhotia
Naresh Birla
Directors

sd/-
Ruchi Shrivastava
Company Secretary

sd/-
Sushil Kumar
Chief Financial Officer