

38th
ANNUAL REPORT
2019-2020

OSWAL YARNS LIMITED

OSWAL YARNS LIMITED**BOARD OF DIRECTORS**

Sh. Tej Paul Oswal
Managing Director

Sh. Bharatt Oswal
Executive Director

Sh. Surinder Kumar Garg (resigned w.e.f. 13.7.2020)
Sh. Kulwant Rai Dhawan
Ms. Vama Oswal

AUDITORS

S.H.S.P & Associates
Chartered Accountants
657-B, Agar Nagar,
Ludhiana

BANKERS

State Bank of India
Civil Lines, Ludhiana

REGISTERED OFFICE & WORKS

Oswal House, Link Road, Industrial Area-A,
Ludhiana-141 003 (pb.)
Ph. 0161-2224256
E-mail:- oyllyarns@rediffmail.com

REGISTRAR & TRANSFER AGENT

Link Intime India Pvt. Ltd.
Noble Heights, 1st floor, Plot No NH-2, C-1 Block,
LSC, Near Savitri Market, Janakpuri,
New Delhi - 110058
E-mail: delhi@linkintime.co.in
011 41410591 to 94

38th ANNUAL GENERAL MEETING

Day :Wednesday

Date :30 September, 2020

Time :11.00 a.m.

Through electronic mode (VC/OAVM)

OSWAL YARNS LIMITED

NOTICE

NOTICE is hereby given that the **38th Annual General Meeting** of the Members of **Oswal Yarns Limited** will be held on **Wednesday, 30th day of September, 2020 at 11:00 A.M** through electronic mode [video conference ("VC") or other audio visual means ("OAVM")] to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Sh. Kulwant Rai Dhawan (DIN: 00781090), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

By order of the Board
For Oswal Yarns Limited
Sd/-
(Bharatt Oswall)
Whole-time Director
(DIN: 00469332)

Place: Ludhiana
Date: 20.08.2020

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 20 dated May 5, 2020 read with Circular No. 14 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 (hereinafter collectively referred to as "MCA Circulars") permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM.
2. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
3. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to vikasrai339@rediffmail.com with copies marked to the Company at oyllyarns@rediffmail.com and to its RTA at delhi@linkintime.co.in
4. Registration of email ID and Bank Account details:
In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.
In case the shareholder has not registered his/her/their email addresses with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:
 - i. Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration- fill in the details and upload the required documents and submit. OR

- ii. In the case of Shares held in Demat mode:
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
5. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2019-20 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2019-20 will also be available website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
6. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Instructions for e-voting and joining the Annual General Meeting are as follows:

The instructions for shareholders voting electronically are as under:

The voting period begins on Sunday, 27th September, 2020 at 9 A.M. and ends on Tuesday, 29th September, 2020 at 5 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2020 may cast their vote electronically.

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:
 - i. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
 - A. User ID: Enter your User ID
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders/ members holding shares in CDSL demat account shall provide either 'C' or 'D', above
 - Shareholders/ members holding shares in NSDL demat account shall provide 'D', above

- Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above ;
Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
i Click "confirm" (Your password is now generated).
NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.
 - 2. Click on 'Login' under 'SHARE HOLDER' tab.
 - 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.
 - 4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
 - 5. E-voting page will appear.
 - 6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour /3 Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
 - 7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
 - 8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
If you have forgotten the password:
 - o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
 - o Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
 - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
 - The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
 - It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in the Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000

Instructions for shareholders attending the AGM through VC/OAVM are as under:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
 - ▶ Select the "Company" and 'Event Date' and register with your following details: -
 - A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.: Enter your mobile number.
 - D. Email ID: Enter your email id, as recorded with your DP/Company.
 - i Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:
Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote

Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

OSWAL YARNS LIMITED

2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered

DIRECTORS' REPORT

To,

The Members

Oswal Yarns Limited,

Link Road, Industrial Area,

Ludhiana

Your Directors present the 38th Annual Report together with Audited Statement of Accounts for the financial year ended 31st March, 2020.

Financial Highlights

The summarized financial results of the company during the financial year 2019-20 are as under:

PARTICULARS	2019-20	2018-19
Total Revenue from operations	314.58	288.66
Profit before Depreciation, Interest & Tax (PBDIT)	6.94	12.27
Less: Interest & Financial Expenses	4.50	10.54
Profit Before Depreciation & Tax (PBDT)	2.44	1.73
Less: Depreciation	3.15	2.91
Profit Before Exceptional & Extraordinary Items and Tax	(0.71)	(1.18)
Exceptional Items	0.00	0.00
Profit Before Tax (PBT)	(0.71)	(1.18)
Less: Provision for Tax	0.29	0.11
Profit For The Period and After Tax (PAT)	(1.00)	(1.29)
Earnings Per Share (Rs.)		
-Basic	(0.02)	(0.03)
-Diluted	(0.02)	(0.03)

Dividend

Keeping in view that there are losses in the current year, the Board of Directors of the company have not recommended any dividend for the year 2019-2020.

Transfer to Reserves

As there are losses in the current year, therefore no amount has been transferred to the General Reserve.

Operational Review

The company's business predominantly comprises of only one segment i.e. manufacturing and trading of knitted cloth. It falls under the single business segment of Textile industry. During the year under review, the highlights of the Company's performance are as under:

- Revenue from operations declined from Rs. **314.58** Lakhs to Rs **288.66** Lakhs
- PBDIT increased from Rs. **12.27** Lakhs to Rs. **6.94** Lakhs
- Loss before Tax stood at Rs. **0.71** Lakhs
- The Company reported a Net Loss of Rs. **1.00** Lakhs as compared to loss of Rs. **1.29** Lakhs reported last year.

Report on Corporate Governance

Pursuant to provisions of regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of Regulation 27(2) are not applicable to the Company as on 31st March, 2020

as the paid-up Equity Share Capital and Net Worth was below Rs. 10 crores and Rs. 25 crores respectively.

Share Capital

During the year, the Company has neither issued any Shares with or without differential rights nor issued any Sweat Equity shares. The Company has not purchased its own equity shares. The Paid up Equity Share Capital as on 31st March, 2020 stood at Rs. 4,01,00,000/- comprising of 40,10,000 Equity Shares of Rs. 10/- each. The Company has not issued or granted any stock options.

Board Meetings

The Board meets at regular intervals to discuss and decide on policy and strategy apart from other business discussions. During the year under review, the Board of Directors met on seven occasions viz; 1st April, 2019; 28th May, 2019; 25th July, 2019; 25th October, 2019; 25th January, 2020; 27th February, 2020 and 20th March, 2020. The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

Public Deposits

The Company has not accepted any deposits from the public during the financial year 2019-20. There has not been any outstanding or unpaid or unclaimed deposit at the end of the financial year 2019-20 in terms of Section 73 of the Companies Act, 2013 including rules framed therein.

Directors and Key Managerial Personnel

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Ms. Vama Oswal (DIN: 08264613), retires by rotation at the forthcoming Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her re-appointment for the consideration of the Members of the Company at the forthcoming Annual General Meeting.

During the year, Smt. Mamta Jain (DIN: 02328913) resigned from the directorship. Further, the Board in its meeting held on 31.10.2018 had appointed Ms. Vama Oswal (DIN: 08264613) as an Additional Director (woman director) to hold the office upto the conclusion of this Annual General Meeting. The Company has received requisite notice in writing from a member proposing Ms. Vama Oswal's name for the office of Director. Accordingly, the Board recommends the resolution in relation to appointment of Ms. Vama Oswal as a Non-executive Director, for the approval by the members of the Company.

During the year, Mr. Devinder Bir Singh Gill (DIN: 00505957) resigned from the office for Independent Director w.e.f. 27th February, 2020. Further, the Company had received confirmation from Mr. Devinder Bir Singh Gill that there were no other material reasons for his resignation other than those which are provided in his resignation letter.

Particulars of Loans, Guarantee or Investments

The Company has not given any loans, guarantee or made investments in terms of Section 186 of the Companies Act, 2013.

Material changes and commitments, if any, affecting the financial position of the company

There are no material changes affecting the financial position of the company which have occurred between the end of the financial year 2019-20 of the company to which the financial statements relate and the date of the directors report.

Extract of Annual Return

As required pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 is enclosed as **Annexure -1** and forms part of this Report.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended 31st March, 2020, the applicable

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

Selection & Remuneration Policy

The Board of Directors of your company on the recommendation of the Nomination & Remuneration Committee has framed a policy for selection and appointment of directors, key managerial personnel, senior management employees and their remuneration.

Auditors

M/s SHSP and Associates, Chartered Accountants, Ludhiana (FRN 004267N) were appointed as Statutory Auditors of the company at the 35th Annual General Meeting of the Company to hold office till the conclusion of 40th Annual General Meeting of the Company subject to ratification of appointment at every Annual General Meeting. However, pursuant to the amendments made to the Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective May 7, 2018, the requirement seeking ratification of the Members every year has been withdrawn from the Statute. Hence the resolution seeking ratification of the Members for continuance of their appointment at this AGM is not being sought.

Cost Records

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is not required to maintain cost records.

Auditors' Report

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

Conservation of Energy, technology Absorption and Foreign Exchange Earning and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed herewith as **Annexure- 2** and forms part of this Report.

Secretarial Audit Report

The Board has appointed Mr. Vikas Rai Berry, Practicing Company Secretary as Secretarial Auditors of the Company for the financial year 2019-20. The Secretarial Audit Report for the financial year ended 31st March, 2020 is enclosed as **Annexure-3** to this report. The Secretarial Audit Report is self-explanatory and do not call for any further comments.

Particulars of Contracts or Arrangements with Related Parties

The company has not entered into any contract or arrangement or transactions with the related parties in terms of Section 188(1) of the Companies Act, 2013 during the year under review. Disclosure pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

Corporate Social Responsibility (CSR)

The stipulation of formulate Corporate Social Responsibility Committee is not applicable to your company in terms of Section 135 of the Companies Act, 2013.

Formal Annual Evaluation

The Board carries out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its various committees viz. Audit, Risk Management, Nomination & Remuneration and Stakeholders Relationships Committee.

Industrial Relations

Industrial relations remained cordial throughout the year under review.

Internal Control Systems and Audit

Your company has adequate internal control systems commensurate with the size and nature of the business. The company has engaged Berry Associates as its external independent agency to conduct internal audit of affairs of the company. The scope of their work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes and assessing the internal control strengths in all areas. Internal Auditors findings are discussed and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis.

Committees of the Board**1. Audit Committee**

The company has constituted an Audit Committee in terms of Section 177 of the Companies Act, 2013 read with SEBI (LODR) Regulations, 2015. As on 31st March, 2020, the Committee comprises of Sh. Surinder Kumar Garg as Chairman with Sh. Kulwant Rai Dhawan and Ms. Vama Oswal as Members. The recommendations of the audit committee are always accepted by the Board of Directors. The Audit Committee met 4 (four) times during financial year 2019-20 on 28th May, 2018; 25th July, 2019; 25th October, 2019 and 25th January, 2020.

2. Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been constituted by the Board in terms of Section 178 of the Companies Act, 2013 read with SEBI (LODR) Regulations, 2015. As on 31st March, 2020, the Committee consists of Sh. Surinder Kumar Garg as Chairman with Sh. Kulwant Rai Dhawan and Ms. Vama Oswal as members. It lays down criteria for the persons who are qualified to become directors and who may be appointed in senior management, makes recommendation to the Board for the appointment and removal of directors, key managerial personnel, senior management employees and their remuneration. During the financial year 2019-20, two meetings of the Nomination and Remuneration Committee were held on 1st April, 2019 and 20th March, 2020.

3. Stakeholders Relationship Committee

The Company has constituted Stakeholders Relationship Committee in terms of Section 178 of the Companies Act, 2013 read with stipulations of the SEBI (LODR), 2015. It comprises of Sh. Tej Paul Oswal as Chairman with Sh. Surinder Kumar Garg and Sh. Kulwant Rai Dhawan as members. It inter-alia considers and resolves the grievances of the shareholders and investors viz; transfer of shares, non-receipt of shares/annual reports etc. & reviewing the reports by the Registrar. The Stakeholders Relationship Committee met 4 (four) times during financial year 2019-20 on 28th May, 2018; 25th July, 2019; 25th October, 2019 and 25th January, 2020

4. Risk Management Committee

During the period under review, the Company has dissolved its Risk Management Committee as Company was not under any obligation to formulate the same. Earlier the Committee was formed voluntarily which is now dissolved by the Company.

Vigil Mechanism/Whistle Blower Policy

The company has a vigil mechanism / whistle blower policy whereby any personnel, who has genuine concerns and/or observes matters involving any alleged misconduct (not necessarily a violation of law), fraud and mismanagement, if any, can approach the Audit Committee without necessarily informing their supervisors. The company has provided protection to 'whistle blowers' from unfair termination and other

prejudicial employment practices. During the financial year 2019-2020, there has not been any instance of fraud/misconduct etc. reported under this policy of the company.

Subsidiaries/Joint Ventures and Associates

The company does not have any subsidiary/joint venture and associate company/concern.

Particulars of Employees

Information pertaining to employees in terms of Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013 is NIL.

Policy for Prevention of Sexual Harassment of Women at Work Place

Your Company has adopted a policy and constituted Internal Complaints Committee for prevention, prohibition and redressal of sexual harassment of women at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. During the financial year 2019-20, no complaint on sexual harassment was received by the company.

Listing

The securities of the Company are listed on BSE Limited (Scrip Code: 514460), Floor 25, P.J. Towers, Dalal Street, Mumbai - 400 001. However, the Company has not paid listing fee of the Stock Exchange against which BSE Limited has initiated insolvency proceedings against the Company. The Company cannot further comment on the same as the matter is subjudice.

Acknowledgment

Your company expresses gratitude to the Lenders, Creditors, Shareholders, Government Department, Customers and Business Constituents for their cooperation and support.

For & On Behalf of Board of Directors

For Oswal Yarns Limited

Sd/-

(Tej Paul Oswal)

Managing Director

(DIN: 00781144)

Sd/-

(Bharatt Oswal)

Whole-time Director

(DIN: 00469332)

Place: Ludhiana

Date: 20.08.2020

OSWAL YARNS LIMITED**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

Annexure 1

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L17111PB1982PLC005006
2.	Registration Date	16th June, 1982
3.	Name of the Company	Oswal Yarns Limited
4.	Category/Sub-category of the Company	Public Limited Company having share capital
5.	Address of the Registered office & contact details	Oswal House, Link Road, Industrial Area- A, Ludhiana 141003, PB (IN) Phone: 0161-2224256, Email: oyllyarns@rediffmail.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link in-time India Pvt. Ltd. Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110058 Phone: 011-41410592, 93, 94, Fax: 011-41410591, Email: delhi@linkintime.co.in

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	Knitted Clothes	1312	74.10%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

S.No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
		Nil			

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity) Category-wise Share Holding

Sr No	Category of Shareholders	Shareholding at the beginning of the year (As on 1st April, 2019)				Shareholding at the end of the year (As on 31st March, 2020)				%Change During the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									

OSWAL YARNS LIMITED

(a)	Individuals / Hindu Undivided Family	228	1814800	1815028	45.26	228	1815100	1815328	45.27	0.01
(b)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Any Other (Specify)									
	Sub Total (A)(1)	228	1814800	1815028	45.26	228	1815100	1815328	45.27	0.00
[2]	Foreign									
(a)	Individuals (Non-Resident)									
	Individuals / Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Government	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
(B)	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	228	1814800	1815028	45.26	228	1815100	1815328	45.27	0.00
	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(g)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Provident Funds/ Pension Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
[2]	Central Government/ State Government(s)/									
	President of India									
	Sub Total (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	301921	1635700	1937621	48.32	301921	1619500	1938517	48.34	0.02
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	26000	10700	36700	0.92	26000	10700	36700	0.92	0.00
(b)	NBFCs registered with RBI	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Employee Trusts	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Foreign Nationals	0	165300	165300	4.12	0	163900	163900	4.09	0.03
	Hindu Undivided Family	5153	0	5153	0.13	5153	0	5153	0.13	0.00
	Non Resident Indians (Non Repat)	8000	0	8000	0.20	8000	0	8000	0.20	0.02
	Non Resident Indians (Repat)	9268	0	9268	0.23	9868	0	9868	0.25	0.02
	Clearing Member	300	0	300	0.00	203	0	203	0.00	0.00
	Bodies Corporate	26230	6400	32630	0.82	25931	6400	32331	0.81	0.01
	Sub Total (B)(3)	376872	1818100	2194972	54.74	394172	1800500	2194672	54.73	0.01

OSWAL YARNS LIMITED

[1]	Indian Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	377100	3672900	2194972	54.75	376872	1817800	2194672	54.73	0.00
	Total (A)+(B)	377100	3632900	4010000	100.00	394400	3615600	4010000	100.00	0.00
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.00	0	0	0	0.00	0.00
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.00	0	00	0.00	0.00	
	Total (A)+(B)+(C)	377100	3632900	4010000	100.00	394400	3615600	4010000	100.00	0.00

B) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in share holding during the year
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	
1	Tej Paul Oswal	886100	22.10	886100	22.10	0.00
2	Yashovardhan Oswal	360778	9.00	361078	9.01	0.01
3	Bharat B. Oswal	278600	6.95	278600	6.95	0.00
4	Suresh Oswal	144100	3.59	144100	3.59	0.00
5	Anju Oswal	69900	1.74	69900	1.74	0.00
6	Bharat B. Oswal-HUF	41550	1.04	41550	1.04	0.00
7	Neena Oswal	34000	0.85	34000	0.85	0.00
	Total	1815028	45.26	1815328	45.27	0.01

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Yashovardhan Oswal				
	At the beginning of the year	360778	9.00	360778	9.00
	Date Reason				
	05/04/2019 Purchase	300	0.01		
	At the end of the year			361078	9.01

OSWAL YARNS LIMITED

D) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRS):

Sr No.	Name Of the Shareholder	For each of the Top 10 Shareholders	Shareholding at th beginning of the year		Cumulative Shareholding at the end of the year		
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1.	Anjul	At the beginning of the year	13200	0.33	13200	0.33	
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /	NIL	NIL	NIL	NIL	
		At the end of the year			13200	0.33	
2.	Lalitaben Amritlal Shah	At the beginning of the year	12800	0.32	12800	0.32	
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase	NIL	NIL	NIL	NIL	
		At the end of the year			12800	0.32	
3.	Bharat Bhushan Finance and Commodity	At the beginning of the year	12800	0.32	12800	0.32	
		Date wise Increase / Decrease in Share holding during the year	NIL	NIL	NIL	NIL	
		At the end of the year			12800	0.32	
4.	Surekha Mahendra Khetani	At the beginning of the year	12800	0.32	12800	0.32	
		Date	Reason				
		06/07/2018	Sale	(12800)	(0.32)	0.00	0.00
		07/09/2018	Purchase	12800	0.32	12800	0.32
		At the end of the year			12800	0.32	
5.	Lalita Jain	At the beginning of the year	10700	0.27	10700	0.27	
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase	NIL	NIL	NIL	NIL	
		At the end of the year			10700	0.27	
6.	Surya Kashyap Janamanchi	At the beginning of the year	3500	0.09	3500	0.09	
		Date	Reason				
		19/04/2019	Purchase	500	0.01	4000	0.10
		10/05/2019	Purchase	1000	0.02	5000	0.12
		17/05/2019	Purchase	695	0.02	5695	0.14
		24/05/2019	Purchase	1505	0.04	7200	0.18
		31/05/2019	Purchase	375	0.00	7575	0.19
		23/08/2019	Sale	752	0.02	6823	0.17
		30/08/2019	Purchase	627	0.01	7450	0.18
		06/09/2019	Purchase	100	0.01	7550	0.19
		13/09/2019	Purchase	25	0.00	7575	0.19
		At the end of the year			10100	0.25	
7.	Jayant Share Broking Pvt. Ltd.	At the beginning of the year	10100	0.25	10100	0.25	
		Date	Reason				
		20/09/2019	Sale	(100)	0.00	10000	0.25
		At the end of the year			10000	0.25	
8.	Gajjan Singh Thind	At the beginning of the year	9100	0.23	9100	0.23	
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /	NIL	NIL	NIL	NIL	
		At the end of the year			9100	0.23	

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9.	Neena Jain	At the beginning of the year Date wise Increase / Decrease holding during the year in Share specifying the reasons for increase At the end of the year	7900 NIL	0.20 NIL	7900 NIL 7900	0.20 NIL 0.20
10.	Anju Jain	At the beginning of the year Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase At the end of the year	7900 Sale	0.20 (55)	7900 0.00 7900	0.20 11588 0.20

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Tej Paul Oswal	886100	22.10	886100	22.10
2.	Bharatt Oswal	278600	06.94	278600	06.94

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	57,71,604	3,08,353	---	60,79,957
ii) Interest due but not paid	---	--	---	--
iii) Interest accrued but not due	---	--	---	--
Total (i+ii+iii)	57,71,604	3,08,353	---	60,79,957
Change in Indebtedness during the financial year				
* Addition	--	--	--	--
* Reduction	(26,29,943)	(49,111)	---	(26,79,054)
Net Change	(26,29,943)	(49,111)	---	(26,79,054)
Indebtedness at the end of the financial year				
i) Principal Amount	31,41,661	2,59,242	---	34,00,903
ii) Interest due but not paid	---	--	--	--
iii) Interest accrued but not due	---	--	--	--
Total (i+ii+iii)	31,41,661	2,59,242	---	34,00,903

OSWAL YARNS LIMITED

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager Sh. Bharatt Oswal Whole Time Director	Total Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 1,33,400/-	Rs. 1,33,400/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission as % of profit others, specify...	-	-
5	Others, please specify	Nil	Nil
	Total (A)	Rs. 1,33,400/-	Rs. 1,33,400/-
	Ceiling as per the Act	Rs. 30,00,000/-	Rs. 30,00,000/-

B. REMUNERATION TO OTHER DIRECTORS

Except as stated above, no Remuneration has been to any other director of the Company.

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

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	CS (Ms. Mani Saggi)	CFO	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	30,410/-	1,19,425	1,49,835/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	30,410/-	1,19,425	1,49,835/-

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/ punishments/ compounding of offences for breach of any section of the Companies Act, 2013 against the Company, it's Directors or other officers in default, during the Financial year ended March 31, 2019.

Place: Ludhiana
Date: 20.08.2020

For & On Behalf of Board of Directors
For Oswal Yarns Limited

Sd/- (Bharatt Oswal) Whole-time Director (DIN: 00469332)	Sd/- (Tej Paul Oswal) Managing Director (DIN: 00781144)
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OSWAL YARNS LIMITED

Annexure-2

**DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY
ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**
[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the
Companies (Accounts) Rules, 2014]**A. Conservation of Energy:****Steps Taken or impact on conservation of energy:**

Energy conservation continues to be priority area of the management of your company. Steps taken in this regard includes stress on preventative maintenance, plugging of leakages and replacement of worn out wires.

Steps taken for utilizing alternate sources of energy

No such steps were taken. However LED lights and the improvised ventilation system facilitate form part of steps taken for source of energy.

Capital Investment on Energy Conservation Equipments

No capital investment has been made on energy conservation equipments

Total energy consumption is given below:**Power and Fuel Consumption:**

Description	Financial Year 2019-20	Financial Year 2018-19
Electricity Purchase Units (KWH)	79800	83788
Total Amount (Rs.)	792430	778140
Rate/Unit (Rs.)	9.93	9.29
Own Generation/Steam Oil	Nil	Nil

B. Technology Absorption:

The technology used by the company is completely indigenous. It is continuously upgraded by inhouse efforts for product improvement and cost effectiveness.

No technology has been imported.

C. Foreign Exchange Earning and Outgo

There has not been any foreign exchange earning and outgo

For & On Behalf of Board of Directors
For Oswal Yarns Limited

Sd/-

(Bharatt Oswal)

WHOLE TIME DIRECTOR

(DIN: 00469332)

Sd/-

(Tej Paul Oswal)

Managing Director

(DIN: 00781144)

Place: Ludhiana

Date: 20.08.2020

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2020
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Oswal Yarns Limited
Ludhiana

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Oswal Yarns Limited (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 our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2020 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; Provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made there under are not attracted during the audit period as there was no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings as informed to us.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- Not Applicable as the Company is not listed on any stock exchange;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- Not Applicable as the Company is not listed on any stock exchange;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable as the Company is not listed on any stock exchange;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

OSWAL YARNS LIMITED

- Not Applicable as the Company is not listed on any stock exchange;

- (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 - Not Applicable as the Company is not registered as Registrars to an Issue and Share Transfer Agents;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not Applicable as the Company is not listed on any stock exchange; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not Applicable as the Company is not listed on any stock exchange.

I have also examined compliance with the applicable clauses of the following:
Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards mentioned above and there is an adequate compliance management system for the purpose of other applicable laws i.e. Labour Laws and Environmental Laws. I have relied on the representations made by the Company and its officers for compliance of other applicable laws and Regulations and for the systems and mechanisms formed by the Company for compliances of these Laws.

I further report that:

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

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions of the Board of Directors are approved unanimously or by majority and same are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that BSE Limited has initiated insolvency proceedings against the Company in the Hon'ble National Company Law Tribunal. The matter is subjudice therefore; no further comments can be made on the same.

For Vikas Rai Berry
Practicing Company Secretaries

Place: Ludhiana
Date: 20.08.2020

Sd/-
Vikas Rai Berry
Prop.
FCS No. 4013
CP No. 12365
UDIN: F004013B000600477

Annexure A to Secretarial Audit Report

To
The Members
Oswal Yarns Limited
Ludhiana

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

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. I have followed the audit practices and processes as I deem appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of Financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedure on test basis and where ever required, I have obtained and relied on the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
7. During the course of my examination of the books and records of the Company carried out in accordance with generally accepted practices in India, I have neither come across any instance of fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed me of any such case.

For Vikas Rai Berry
Practicing Company Secretaries

Place: Ludhiana
Date: 20.08.2020

Sd/-
Vikas Rai Berry
Prop.
FCS No. 4013
CP No. 12365
UDIN: F004013B000600477

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**Industry Structure and Developments**

The world currently suffering from the Covid-19 pandemic which has adversely affected the world economy on the whole. The world is currently fighting a health pandemic as well as an economic pandemic. The outbreak of Covid-19 has posed one of the biggest unforeseen threat to the Global Economy. The company predominantly operates in one segment i.e. manufacturing and trading of knitted cloth. It falls under the single business segment of Textiles. Covid-19 pandemic has hit the textile sector very hard. Fall in consumer demand with the continuous rise in inputs has adversely affected the sector on the whole. Looking forward, this pandemic has posed unforeseen and unprecedented challenges.

Opportunities and Threats

Strategically located unit in the heart of the industrial town of Ludhiana is an opportunity for the company in these difficult times. Strong core competence fundamentals of promoters and easily accessible customer base are the other strengths of the Company.

Poor macro-economic conditions and uncertainty in the markets going ahead pose significant threat to the Company. The Company has been into losses for many years which makes it difficult for the Company to meet working capital fund requirements

Performance and Future Outlook

During the year under review, Revenue from operations increased to Rs. 314.58 Lakhs from Rs 288.66 Lakhs. Loss before Tax stood at Rs. 0.71 Lakhs and the Company has reported a Net Loss of Rs. 1.00 Lakhs as compared to loss of Rs. 1.29 Lakhs reported last year Keeping in view the current situation of the economy as well as financial position of the Company, the future outlook remains uncertain for the Company.

Internal Control System

Your company has adequate internal control system commensurate with the size and nature of business to ensure utilization and protection of assets, compliance with statues and proper recording of transactions. The company has engaged "Berry & Associates" as its external agency to conduct internal audit of affairs of the company. The scope of their work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes and assessing the internal control strengths in all areas. Internal Auditors findings are discussed and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis.

Cautionary Statement

Statements in the Management Discussion and Analysis Report describing the Company's expectations, estimates and projections may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF OSWAL YARNS LIMITED
OPINION**

We have audited the accompanying financial statements of OSWAL YARNS LIMITED ("the Company") which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and notes to the 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 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 31 March 2020 and its Profit and its Cash Flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 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.

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

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

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

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and

estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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.

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 of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure B', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of written representations received from the directors as on March 31st, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2020, from being appointed as a director in terms of Section 164(2) of the Act;
 - f) As With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
 - 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 has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivatives contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, if any, to the Investor Education and Protection Fund by the Company.

Place Ludhiana
Dated 28.07.2020

For S.H.S.P. & ASSOCIATES
Chartered Accountants
FRN:004267N
Sd/-
Hari Pal Gupta
Place: - Ludhiana Partner
Dated: - M.No: 088848

Annexure A to Independent Auditors' Report

(Referred to in paragraph [2 (f)] under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Oswal Yarns Limited)

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

We were engaged to audit the internal financial controls over financial reporting of Oswal Yarns Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act 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 ICAI.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, 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.

Place: - Ludhiana
Dated: 28.07.2020

For S.H.S.P. & Associates.
Chartered Accountants
FRN:004267N
Hari Pal Gupta
Partner
M.No: 088848

Annexure B to Independent Auditors' Report

(Referred to in paragraph [1] under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Oswal Yarns Limited)

- (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
- (b) The fixed assets of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
- (c) The title deeds of immovable properties, as disclosed in Note [3] to the financial statements, are held in the name of the Company.
- ii. The inventory have been conducted at reasonable intervals by the Management during the year. There were no material discrepancies noticed on physical verification of inventory as compared to book records.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, other parties covered in the register maintained under Section 189 of the Act.
- iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.
- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

OSWAL YARNS LIMITED

- xii. As the Company is not a Nidhi Company. Therefore provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 177 of the Act. The Company does not have any transactions with related parties under the provisions of Section 188 of the Act. Accordingly, the provisions of Clause 3(xiii) of the Order are not applicable to the Company.
- xiv. According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non cash transactions with its directors or persons connected with him.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For S.H.S.P. & ASSOCIATES.
Chartered Accountants
FRN:004267N
Sd/-
Hari Pal Gupta
Partner
M.No: 088848

Place: Ludhiana
Dated: 28.07.2020

OSWAL YARNS LIMITED

Balance Sheet as at 31st March 2020

Amount in Rs.

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
Assets			
Non-current assets			
(a) Property, Plant and Equipment	3	5,436,875.07	4,606,395.07
(b) Capital work-in-progress		-	-
(c) Financial Assets			
(i) Trade receivables		-	-
(ii) Loans		-	-
(iii) Other financial assets	4	248,276.00	248,276.00
(d) Deferred tax assets (net)		-	-
(e) Other non-current assets		-	-
		5,685,151.07	4,854,671.07
Current assets			
(a) Inventories	5	24,551,840.92	19,952,543.00
(b) Financial Assets			
(i) Trade receivables	6	16,351,461.33	27,222,344.15
(ii) Cash and cash equivalents	7	707,253.04	575,758.04
(iii) Bank balances other than (ii) above		-	-
(iv) Other financial assets		-	-
(c) Current Tax Assets (Net)		-	-
(d) Other current assets	8	272,831.00	124,287.00
		41,883,386.29	47,874,932.19
Total Assets		<u>47,568,537.36</u>	<u>52,729,603.26</u>
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	9	40,100,000.00	40,100,000.00
(b) Other Equity	10	(2,852,541.61)	(2,730,415.72)
		37,247,458.39	37,369,584.28
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	929,087.63	308,353.00
(ii) Trade payables		-	-
(iii) Other financial liabilities		-	-
(b) Provisions	12	385,543.00	358,887.00
(c) Deferred tax liabilities (Net)		-	-
(d) Other non-current liabilities		-	-
		1,314,630.63	667,240.00
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	2,222,719.69	5,771,604.00
(ii) Trade payables	14	6,107,605.00	8,493,726.00
(iii) Other financial liabilities	15	385,731.65	334,377.00
(b) Other current liabilities	16	272,817.00	81,733.00
(c) Provisions		-	-
(d) Current Tax Liabilities (Net)	17	17,575.00	11,338.50
		9,006,448.34	14,692,778.50
Total Equity and Liabilities		<u>47,568,537.36</u>	<u>52,729,602.78</u>

The accompanying notes forms an integral part of the Financial Statement

AUDITORS' REPORT In terms of our Report of even date.

FOR S.H.S.P. & ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
(HARI PAL GUPTA)
PARTNER
Membership No. : 088848
Firm Reg. No.: 004267N
PLACE : LUDHIANA
DATED : 28.07.2020

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

for and on behalf of the Board
OSWAL YARNS LIMITED
Sd/-
(BHARATT OSWALL)
WHOLE TIME DIRECTOR
(DIN: 0469332)

OSWAL YARNS LIMITED**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2020****Amount in Rs.**

Particulars	Note No.	For the period ended 31.03.2020	For the period ended 31.03.2019
REVENUE			
Revenue From Operations	18	31,458,109.00	28,865,554.00
Other Income	19	11,638.00	-
Total Income		31,469,747.00	28,865,554.00
EXPENSES			
Cost of materials consumed	20	3,638,784.50	2,410,807.00
Purchase of Stock-in-Trade		31,307,847.94	22,480,383.13
Changes in inventories of finished goods and work-in-progress	21	(7,501,100.92)	(563,492.00)
Employee benefits expense	22	1,335,356.00	1,420,390.00
Finance costs	23	450,098.95	1,054,363.00
Depreciation expense	24	314,559.00	291,311.00
Other expenses	25	2,011,200.92	1,889,608.92
Total Expenses		31,556,746.39	28,983,371.05
Profit before exceptional items and tax		(86,999.39)	(117,817.05)
Exceptional Items			
Add : Profit on Sale of Tangible Fixed Assets		16,500.00	-
Profit before tax		(70,499.39)	(117,817.05)
Less: Tax expense:			
(1) Current tax		29,354.00	11,338.50
(2) Deferred tax		-	-
Profit for the period		(99,853)	(129,155.55)
Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		-	-
(a) Remeasurement of the defined benefit plans		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Total Other Comprehensive Income for the period		-	-
Total Comprehensive Income for the period		(99,853.39)	(129,155.55)
Earnings per equity share:	26		
(Nominal value of equity share - ` 10/-)			
Basic		(0.02)	(0.03)
Diluted		(0.02)	(0.03)

The accompanying notes forms an integral part of the Financial Statement

AUDITORS' REPORT In terms of our Report of even date.

FOR S.H.S.P. & ASSOCIATES

Sd/-

CHARTERED ACCOUNTANTS

(HARI PAL GUPTA)

PARTNER

Membership No. : 088848

Firm Reg. No.: 004267N

PLACE : LUDHIANA

DATED :28.07.2020

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

for and on behalf of the Board

Sd/-

OSWAL YARNS LIMITED
(BHARATT OSWAL)
WHOLE TIME DIRECTOR
(DIN: 00469332)

Significant Accounting Policies

Following significant accounting policies are being followed by the company:-

a) Basis of preparation and presentation of financial statements

"These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The company has adopted Ind AS with April 1, 2016 as the transition date and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements are presented in Indian Rupees ("INR") and all values are rounded to the nearest lakhs, except otherwise indicated.

b) Inventories

Raw materials, work-in-progress, finished goods, stores & spares have been valued at cost or net realizable value whichever is lower. The cost in respect of various items of inventory is computed as under:

- Raw materials at actual cost plus direct expenses incurred to bring the stock at its present position and location excluding any taxes.
- Work-in-progress at raw material cost plus conversion cost depending upon the stage of completion.
- Finished goods at raw material cost plus conversion cost incurred to bring the goods up to their present condition and location.
- Stores & spares at actual cost plus direct expenses incurred to bring the stock at its present position and location excluding any taxes.
- Waste has been valued at net realizable value.

c) Revenue Recognition

Sale of Products & services: Sales are recognised when all the significant risks and rewards of ownership are transferred to the buyer and the company retains no effective control of the goods transferred to a degree associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods.

d) Fixed Assets

"On adoption of Ind AS the company retained the carrying value of all its property plant and equipment as recognized in financial statement as at the date of transition to Ind AS measured as per previous GAAP and used that as deemed cost as permitted by Ind AS 101.

Fixed Assets have been stated at cost including any attributable costs relating to acquisition and installation thereof and duties and taxes less any tax credits, if any, and less depreciation up to date. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Losses arising from the retirement of, and gains or losses arising from disposal of tangible assets are recognised in the Statement of Profit and Loss.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under "Capital work-in-progress"

e) Depreciation

Depreciation on fixed assets has been provided on the basis of useful life and in the manner specified in Schedule - II to the Companies Act, 2013

f) Earnings Per Share

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax 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.

g) Impairment of Assets

The Company has considered all the external sources of information and internal sources of information indicating whether an individual asset or a cash-generating unit of the company has impaired. On the basis of those sources of information, no indication of a potential impairment loss is present, as such no formal estimate of recoverable amount has been made at the balance sheet date

h) Employee Benefits**(i) Provident Fund and ESI**

Contribution to Provident Fund and ESI is made in accordance with the provisions of their respective acts and is recognised in the statement of profit & loss.

(ii) Leave with Wages

Provision for leaves, if any, is made on the basis of leaves accrued to the employees during the year.

(iii) Gratuity

Liability for gratuity is provided through a policy taken from Life Insurance Corporation of India (LIC) by a trust formed for the purpose. The liability is provided on the basis of actuarial valuation made by LIC as at the close of the year to cover the year's liability and such liability is charged to the profit and loss account.

1) Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

ii) Accounting for Taxes on Income

Tax Expense comprise current and deferred tax. Provision for current tax is made in accordance with the provisions of Income Tax Act, 1961. Deferred Tax resulting from timing differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. However, deferred tax assets arising on account of brought forward losses and unabsorbed depreciation are recognized only when there is virtual certainty by convincing evidence that sufficient future taxable income will be available against which such deferred tax can be realised.

k) Accounting policies not specifically referred to are consistent with generally accepted accounting practices

2) First-time adoption of Ind-AS

These standalone financial statements of Oswal Yarns Limited for the year ended March 31, 2020 have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016. For the purposes of transition to Ind AS, the Company has followed the guidance prescribed in Ind AS 101 - First Time adoption of Indian Accounting Standard, with April 1, 2016 as the transition date. The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes thereto and accounting policies and principles. The accounting policies set out in Note 1 have been applied in preparing the standalone financial statements for the year ended March 31, 2020

**For and on behalf of the Board of
OSWAL YARNS LIMITED**

Sd/-

**(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)**

**(BHARAT OSWAL)
WHOLE TIME DIRECTOR
(DIN: 00469332)**

OSWAL YARNS LIMITED

ASSETS

Non-Current Assets

3. Property, Plant and Equipment

Description of assets	Gross carrying amount			Depreciation			Net carrying amount			
	As at 01.04.2019	Additions during the period	Disposals	As at 31.03.2020	Opening accumulated depreciation	Depreciation for the period	Eliminated on disposal of assets	Closing accumulated depreciation	As at 31.03.2020	As at 31.03.2019
Freehold land	2,021,309.00	-	-	2,021,309.00	-	-	-	-	2,021,309.00	2,021,309.00
Buildings	2,723,751.00	-	-	2,723,751.00	2,158,928.54	85,670.00	-	2,244,598.54	479,152.46	564,822.46
Plant and Equipment	29,910,175.00	-	-	29,910,175.00	28,316,060.37	14,132.00	-	28,330,192.37	1,579,982.63	1,594,114.63
Furniture and Fixtures	57,527.72	-	-	57,527.72	54,651.08	-	-	54,651.08	2,876.64	2,876.64
Vehicles	2,689,991.06	1,145,039.00	-	3,835,030.06	2,266,718.72	214,757.00	-	2,481,475.72	1,353,554.34	423,272.34
Total	37,402,753.78	1,145,039.00	-	38,547,792.78	32,796,358.71	314,559.00	-	33,110,917.71	5,436,875.07	4,606,395.07
Previous year's Total	37,402,753.78	-	-	37,402,753.78	32,505,047.71	291,311.00	-	32,796,358.71	4,606,395.07	4,897,706.07

Description of assets	Gross carrying amount			Depreciation			Net carrying amount			
	As at 01.04.2018	Additions during the period	Disposals	As at 31.03.2019	Opening accumulated depreciation	Depreciation for the period	Eliminated on disposal of assets	Closing accumulated depreciation	As at 31.03.2019	As at 31.03.2018
Land	2,021,309.00	-	-	2,021,309.00	-	-	-	-	2,021,309.00	2,021,309.00
Buildings	2,723,751.00	-	-	2,723,751.00	2,073,328.54	85,600.00	-	2,158,928.54	564,822.46	650,422.46
Plant and equipment	29,910,175.00	-	-	29,910,175.00	28,298,119.37	17,941.00	-	28,316,060.37	1,594,114.63	1,612,055.63
Furniture and fixtures	57,527.72	-	-	57,527.72	54,651.08	-	-	54,651.08	2,876.64	2,876.64
Vehicles	2,689,991.06	-	-	2,689,991.06	2,078,948.72	187,770.00	-	2,266,718.72	423,272.34	611,042.34
Total	37,402,753.78	-	-	37,402,753.78	32,505,047.71	291,311.00	-	32,796,358.71	4,606,395.07	4,897,706.07

As per our report of even date.
FOR S.H.S.P. & ASSOCIATES
CHARTERED ACCOUNTANTS

for and on behalf of the Board
OSWAL YARNS LIMITED

Sd/-
(HARI PAL GUPTA)
PARTNER
Membership No. : 088848
Firm Reg. No.: 004267N
PLACE : LUDHIANA
DATED : 28.07.2020

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

Sd/-
(BHARATT OSWALL)
WHOLE TIME DIRECTOR
(DIN: 00469332)

OSWAL YARNS LIMITED

	<u>As at</u> <u>31.03.2020</u>	<u>As at</u> <u>31.03.2019</u>
4. Other financial assets		
Financial assets at amortized cost		
Security Deposits	248,276.00	248,276.00
Total	248,276.00	248,276.00
<hr/>		
Current Assets		
5 Inventories		
(Refer note no. 2 (h) for mode of valuation)		
Raw materials	1,702,752.00	4,613,211.00
Work-in-progress	398,801.00	160,020.00
Finished goods	8,162,903.92	5,205,302.00
Stores and spares	65,210.00	56,554.00
Trading Goods	14,222,174.00	9,917,456.00
Total	24,551,840.92	19,952,543.00
<hr/>		
6 Trade receivables		
(unsecured, considered good)		
Outstanding for a period exceeding six months from the date they are due for payment	8,035,555.33	14,312,692.12
Outstanding for a period not exceeding six months from the date they are due for payment	8,315,906.00	12,909,652.03
Total	16,351,461.33	27,222,344.15
<hr/>		
7 Cash and cash equivalents		
Balances with Banks		
- in current/ cash credit accounts	11,983.56	10,750.56
Cheques, drafts on hand	-	-
Cash on hand	695,269.48	565,007.48
Total	707,253.04	575,758.04
<hr/>		
8 Other current assets		
Advances other than capital advances		
Advances to suppliers of goods and services	30,000.00	-
Other advances	43,319.00	35,026.00
Taxes and duties recoverable/ refundable	178,787.00	79,221.00
Prepaid expenses	20,725.00	10,040.00
Total	272,831.00	124,287.00

(TEJ PAUL OSWAL)
(MANAGING DIRECTOR)

(BHARATT OSWALL)
(WHOLE TIME DIRECTOR)

OSWAL YARNS LIMITED

9. Equity Share Capital

Particulars	As at 31.03.2020		As at 31.03.2019	
	Number of shares	Amount	Number of shares	Amount
Authorised				
Equity shares of ` 10/- each	4250000	42,500,000.00	4250000	42,500,000.00
Total		42,500,000.00		42,500,000.00
Issued				
Equity shares of ` 10/- each	4010000	40,100,000.00	4010000	40,100,000.00
Total		40,100,000.00		40,100,000.00
Subscribed and fully paid				
Equity shares of ` 10/- each	4010000	40,100,000.00	4010000	40,100,000.00
Total		40,100,000.00		40,100,000.00

Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the period:

Equity shares of `10/-each:

Particulars	Number of shares	Amount	Number of shares	Amount
Number of shares and amount at the beginning of the period	4010000	40100000	4010000	40100000
Change in number of shares and amount during the period	-	-	-	-
Number of shares and amount at the end of the period	4010000	40100000	4010000	40100000

The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution and repayment of capital: Equity Shares: The company has one class of equity shares having a par value of Rs. 10 per share. Every member present in person at a general meeting shall have one vote by a show of hand and on a poll every member shall have one vote in respect of each share held by such member. In the event of liquidation the equity shareholders are eligible to remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding

Shares in the company held by each shareholder holding more than 5 percent shares

Name of the shareholder	Number of shares	%held	Number of Shares	%held
Name of the shaes of `10/- each	-	-	-	-
Tej Paul Oswal	886100	22.10	886100	22.10
Bharatt Oswal	278600	6.95	278600	6.95
Yashovardhan Oswal	361078	9.00	361078	9.00

10 Other Equity

Particulars	As at 31.03.2020	As at 31.03.2019
a. Retained Earnings		
Balance at the beginning of the period	(2,730,415.72)	(2,599,691.17)
Add: Profit for the period	(99,853.39)	(129,155.55)
Less:- Income Tax for earlier years	22,272.50	1,569.00
Balance at the end of the period	(2,852,541.61)	(2,730,415.72)
Total	(2,852,541.61)	(2,730,415.72)

OSWAL YARNS LIMITED

Non Current liabilities

11. Borrowings Secured (*) Term loans from Banks

HDFC Bank Car Loan	669,845.63	-
SBI Bank Car Loan	-	-

Nature of security & Terms of Repayment*

Nature of security	Amount	Terms of Repayment
(i) Term loan facilities from HDFC Bank for the purchase of car (Honda City)	1,000,000	Repayable in 60 monthly installments of Rs.20,758/- pm. First installments due from 07.10.2019

Unsecured

Loans and advances from related parties	259,242.00	308,353 .00
Total	929,087.63	308,353.00

12. Provisions

Provision for gratuity	385,543.00	358,887.00
Total	385,543.00	358,887.00

Current liabilities

13. Borrowings

Secured ()**

Loan repayable on demand from bank (cash credit)	2,222,719.69	5,771,604.00
Total	2,222,719.69	5,771,604.00

() Nature of security and guarantee by directors or others:** Working capital limits are repayable on demand and secured by hypothecation of stocks of raw material, semi-finished, finished goods, and receivables, and collaterally secured by equitable mortgage of factory land & building in the name of company. Further secured by personal guarantee of one of the directors.

Default in payment of Interest : NIL (Previous year: NIL), Period of continuing default in payment of interest : NIL (Previous Year: NIL)

14. Trade payables

Micro, small and medium enterprises (***)	5,994,434.00	--
Others	113,171.00	8,493,726.00
Total	6,107,605.00	8,493,726.00

15. Other financial liabilities

Employees liabilities	198,279.00	201,283.00
Accrued expenses	187,452.65	133,094.00
Total	385,731.65	334,377.00

OSWAL YARNS LIMITED

16 Other current liabilities

a. Current maturities of long-term debt

HDFC Bank Limited 249,096.00 -

b. Other Payables

Statutory remittances 23,721.00 81,733.00

Total 272,817.00 81,733.00

17 Current Tax Liabilities (net)

Provision for current income tax
(net of prepaid taxes) 17,575.00 11,338.50

Total 17,575.00 11,338.50

18. Revenue From Operations

Sale of products

Trading Goods 28,378,459.00 25,013,154.00

Manufactured goods 3,079,650.00 3,852,400.00

Total 31,458,109.00 28,865,554.00

19. Other income

Interest income 11,638.00 -

Total 11,638.00 -

20. Cost of materials consumed

Cost of raw materials consumed

Opening stock of raw materials 4,613,211.00 7,024,018.00

Add: purchase of raw materials 728,325.50 -

Total 5,341,536.50 7,024,018.00

Less :

Sale of raw materials - -

Closing stock of raw materials 1,702,752.00 4,613,211.00

Cost of materials consumed - Total 3,638,784.50 2,410,807.00

Closing inventories

21 Changes in inventories of finished goods and work-in-progress

Closing inventories

Finished goods 22,385,077.92 15,122,758.00

Work-in-progress 398,801.00 160,020.00

Total 22,783,878.92 15,282,778.00

Opening inventories

Finished goods 15,122,758.00 14,540,752.00

Work-in-progress 160,020.00 178,534.00

Total 15,282,778.00 14,719,286.00

(-) Increase/ decrease in inventories of finished goods
and work-in-progress

Finished goods -7,262,319.92 -582,006.00

Work-in-progress Changes in inventories of
finished goods and work-in-progress-total -238,751.00 18,514.00

Total -7,501,100.92 -563,492.00

OSWAL YARNS LIMITED

22 Employee benefits expense

Salaries, wages and bonus	1,098,199.00	1,161,240.00
Contribution to provident and other funds	182,961.00	187,104.00
Gratuity expense	26,656.00	53,476.00
Staff welfare expenses	27,540.00	18,570.00
Total	1,335,356.00	1,420,390.00

23 Finance costs

Interest	273,155.63	914,684.00
Other borrowing costs	176,943.32	139,679.00
Total	450,098.95	1,054,363.00

24 Depreciation Expense

Depreciation on property, plant and equipment (refer note no. 3)	314,559.00	291,311.00
Total	314,559.00	291,311.00

25 Other expenses

Manufacturing Expenses:-		
Electric Charges	792,430.00	778,140.00
Lubricant & Chemicals	127,394.00	146,679.00
Consumable Store	23,678.00	40,230.00
Packing Expenses	127,442.00	126,758.00
Freight & Cartage	38,320.00	31,150.00
Machinery Repair	70,648.00	34,628.00
Electric Repair	11,947.60	4,436.00
	1,191,859.60	1,162,021.00
Auditors remuneration	28,000.00	28,000.00
Fees and Taxes	50,856.65	47,650.86
Legal and professional charges	284,135.66	195,748.40
Printing & Stationery	56,767.10	54,723.80
Telephone Expenses	10,453.00	17,102.00
Postage & Telegrams	70,110.00	87,030.00
Insurance	50,673.00	34,415.00
News Paper & Periodicals	4,860.00	5,510.00
Vehicle Repair & Maintenance	18,973.00	64,385.00
Conveyance	86,250.00	68,700.00
Building Repair	36,890.00	20,025.00
General Expenses	26,386.00	24,630.00
General Repair	12,350.00	1,800.00
VAT Penalty & Intt.	2,000.00	-
Electricity Expenses Office	29,617.00	34,308.00
House Tax/Property Tax	28,760.44	28,751.00
Amount Written off	8,993.47	4,658.86
VAT Assessment	1,116.00	-
Computer Expenses	12,150.00	10,150.00
Total	2,011,200.92	1,889,608.92

OSWAL YARNS LIMITED

Stores & Spare

Indigenous	361110	352731
% of Total Consumption	100	100
Imported	0	0
% of Total Consumption	0	0

Total	361110	352731
--------------	---------------	---------------

32. Balances of various parties are subject to confirmation. However, in the opinion of the Board of Directors, all the Current Assets, Loans & Advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated, except as expressly stated otherwise.
33. As a matter of prudence, deferred tax assets amounting to Rs. 0.19 Lacs (Previous year Rs. 0.28 Lacs) on account of timing difference in depreciation has not been recognised in accounts.

34 Employee Benefits

i) The summarized position of Post-employment benefits and long term employee benefits recognized in the profit & Loss account and Balance Sheet as required in accordance with Accounting Standard - 15 (Revised) are as under :-

(a) Changes in the present value of the obligation :

Particulars	As At 31.03.2020	As At 31.03.2019
1. Present value of obligation as at the beginning of the period	693,490.00	615,878.00
2. Current Service Cost	31,973.00	30,016.00
3. Interest Cost	52,012.00	49,270.00
4. Net actuarial (-) gain/loss recognised in the period	(13,800.00)	(1,674.00)
5. Present value of obligation as at the end of the period	763,675.00	693,490.00
6. Current liability of obligation as at the end of the period	385,543.00	334,683.00
7. Non-current liability of obligation as at the end of the period	378,132.00	358,807.00

(b) Expenses recognised during the period :

Particulars	As At 31.03.2020	As At 31.03.2019
1. Current service cost	31,973.00	30,016.00
2. Interest cost	52,012.00	49,270.00
3. Net actuarial (-) gain/loss recognised in the period	(13,800.00)	(1,674.00)
4. Expenses to be recognised in the statement of Profit & Loss	70,185.00	77,612.00
5. Net effect of prior period adjustment for accrued gratuity	(24,565.00)	(24,216.00)
6. Expenses recognised in the statement of profit and loss	45,620.00	53,396.00

cActuarial assumptions:

1. Discount rate	7.25%	7.50%
2. Salary growth rate	7.00%	7.00%
3. Mortality Rate	LIC (1994-96) ultimate	LIC (1994-96) ultimate
4. Withdrawal rate on age	1% to 3% depending on age	1% to 3% depending on age

OSWAL YARNS LIMITED

35 Disclosures in respect of Micro, Small and Medium Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the company, are as specified below:

Particulars	"Year ended March 31, 2020"	"Year ended March 31, 2019"
The principal amount remaining unpaid for more than forty five days as at the end of year;	3,442,428.00	147,638.00
The interest due thereon;	Nil*	Nil*
Total interest paid on all delayed payments during the year under the provisions of the Act.	Nil*	Nil*
The amount of interest due and payable, On delayed payments made but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	Nil*	Nil*
The amount of interest accrued and remaining unpaid at the year end	Nil*	Nil*

* The Company has not provided for interest on the balance outstanding as the Company does not envisage any material impact on the financial statements in this regard.

36 Previous year figures have been grouped or regrouped wherever necessary to make the figures comparable

37 The outbreak of COVID-19 pandemic caused significant disturbance and slowdown of economic activity in global market. Further, due to the lockdown imposed by Government of India Company temporarily suspended the operations in all the units in compliance with the lockdown instruction issued by Central and State Governments. The Company started its operations on 17.05.2020 after the extended lockdown was discontinued.

AUDITORS' REPORT

In terms of our Report of even date.

FOR S.H.S.P. & ASSOCIATES
CHARTERED ACCOUNTANTS

for and on behalf of the Board of
OSWAL YARNS LIMITED

Sd/-
(HARI PAL GUPTA)
PARTNER
Membership No. : 088848
Firm Reg. No.: 004267N

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

Sd/-
(BHARATT OSWAL)
WHOLE TIME DIRECTOR
(DIN: 00469332)

PLACE : LUDHIANA
DATED : 28-07-2020

OSWAL YARNS LIMITED

CASH FLOW STATEMENT FOR THE PERIOD 1ST APRIL, 2019 TO 31ST MARCH, 2020 PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT

	As at 31.03.2020	(Rs. in thousand) As at 31.03.2019
A. CASH FLOW FORM OPERATING ACTIVITIES		
Net Profit before taxation	(70,499)	(117,817)
Add: Adjustment for		
Depreciation	314,559	291,311
Profit on sale of Fixed Asset	(16,500)	-
Interest paid	273,156	914,684
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	500,715	1,088,178
Adjustment for working capital:		
Increase / (Decrease) in other financial liabilities	51,355	(37,150)
Increase / (Decrease) in provisions	26,656	53,476
Increase / (Decrease) in Trade payables	(2,386,121)	(1,211,301)
Increase / (Decrease) in Other current liabilities	191,084	53,441
Decrease / (Increase) in Inventories	(4,599,298)	1,847,363
Decrease / (Increase) in Trade receivables	10,870,883	(574,949)
Decrease / (Increase) in Other current assets	(148,544)	44,115
CASH GENERATED FORM OPERATION	4,506,730	1,263,173
Interest Paid	(273,156)	(914,684)
Direct Tax Paid	(45,390)	(7,950)
Cash Flow before extraordinary item	4,188,184	340,539
Net cash from Operating Activities	4,188,184	340,539
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(1,145,039)	-
Sale of fixed assets	16,500	-
Interest Income	-	-
Net cash used in investing activities	(1,128,539)	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Shares		
Receipt/ (Repayment) of long term borrowings	620,735	-
Receipt/ (Repayment) of Short term loans	(3,548,884)	(1,018,025)
Net Cash received in financing activities	(2,928,150)	(1,018,025)
Net (decrease) / increase in cash and cash equivalents (A + B + C)	131,495	(677,486)
Cash and Cash equivalents as at		
1st April(Opening Balance)	575,758	1,253,244
Cash and Cash equivalents as at		
31st March(Closing Balance)	707,253	575,758

AUDITORS' CERTIFICATE

We have verified the above cash flow statement of Oswal Yarns Limited derived from the audited annual financial statements for the year ended 31st March, 2020 and found the same to be drawn in accordance therewith.

FOR S.H.S.P. & ASSOCIATES
CHARTERED ACCOUNTANTS
Sd/-
(HARI PAL GUPTA)
PARTNER
Membership No. : 088848
Firm Reg. No.: 004267N
PLACE : LUDHIANA
DATED : 28.07.2020

for and on behalf of the Board of
OSWAL YARNS LIMITED

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

Sd/-
(BHARATT OSWALL)
WHOLE TIME DIRECTOR
(DIN: 00469332)

OSWAL YARNS LIMITED

Particulars	As at 31.03.2020		As at 31.03.2019	
	Number of shares	Amount	Number of shares	Amount
Equity Share Capital				
Balance at the beginning of the reporting period	4010000	40100000	4010000	40100000
Changes in equity share capital during the period	-	-	-	-
Balance at the end of the reporting period	4010000	40100000	4010000	40100000

Particulars	Equity component of compound financial instruments	Retained Earnings	Remeasurement of defined benefit plans	Total
B. Other Equity				
Balance as at 01.04.2019	-	(2,730,415.72)	-	(2,730,415.72)
Change in equity for the period ended 31st Decemebr 2019				
Profit for the period		(99,853.39)		(99,853.39)
Other comprehensive income/ (-) loss for the period		(22,272.50)	-	(22,272.50)
Total comprehensive income/ (-) loss for the period		(122,125.89)	-	(122,125.89)
Balance as at 31.03.2020	-	(2,852,541.61))	-	(2,852,541.61)
Balance as at 01.04.2018	-	(2,599,691.17))		(2,599,691.17)
Impacts due to Ind As Adjustment	-			
Restated balance at the beginning of the reporting period	-	(2,599,691.17)		(2,599,691.17)
Profit for the period		(129,155.55)		(129,155.55)
Other comprehensive income/ (-) loss for the period		(1,569.00)	-	(1,569.00)
Total comprehensive income/ (-) loss for the period		(130,724.55)	-	(130,724.55)
Balance as at 31.03.2019	-	(2,730,415.72)	-	(2,730,415.72)

As per our report of even date.
FOR S.H.S.P. & ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
(HARI PAL GUPTA)
PARTNER
Membership No. : 088848
Firm Reg. No.: 004267N
PLACE : LUDHIANA
DATED : 28.07.2020

Sd/-
(TEJ PAUL OSWAL)
MANAGING DIRECTOR
(DIN: 00781144)

for and on behalf of the Board
OSWAL YARNS LIMITED

Sd/-
(BHARATT OSWAL)
WHOLE TIME DIRECTOR
(DIN: 00469332)

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