



COMFORT INTECH LIMITED

27TH ANNUAL REPORT 2020-21



BOARD OF DIRECTORS & KMP'S

Mr. Ankur Agrawal	:	Non-Executive Director
Mr. Devendra Lal Thakur	:	Non-Executive & Independent Director;
Mr. Milin Ramani	:	Non-Executive & Independent Director;
Mrs. Apeksha Kadam	:	Additional Executive Director (w.e.f. February 11, 2021)
Mrs. Kailash Purohit	:	Chief Financial Officer
Mr. Anil Agrawal	:	Chief Executive Officer
Mr. Hiren Gediya	:	Company Secretary and Compliance Officer

CIN: L74110DD1994PLC001678**REGISTERED OFFICE**

106, Avkar, Algani Nagar
Kalaria, Daman – 396210 (U.T.)

CORPORATE OFFICE

A-301, Hetal Arch, Opp. Natraj Market,
S. V. Road, Malad (West), Mumbai 400064
Tel: 91-22-6894-8508/09
Fax: 91-22-28892527
Email: info@comfortintech.com
Website: www.comfortintech.com

STATUTORY AUDITORS

M/s. A.R. Sodha & Co.; Chartered Accountants

INTERNAL AUDITORS

M/s. ASHP & Co.LLP. Chartered Accountants

REGISTRARS AND SHARE TRANSFER AGENTS

M/s. Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (East), Mumbai - 400059
Tel: 022-62638200
Fax: 022-62638299
Website : www.bigshareonline.com
Email ID: investor@bigshareonline.com

BANKERS

HDFC Bank
IDBI Bank
Union Bank of India

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27th Annual General Meeting through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")

Day & Date	Wednesday, September 29, 2021
Time	4:30 P.M.



NOTICE

NOTICE IS HEREBY GIVEN THAT THE 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF COMFORT INTECH LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 29, 2021 AT 04:30 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

- the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors’ and Auditor’s thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditor’s thereon.

2. To appoint a Director in place of Mr. Ankur Agrawal (DIN: 06408167), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and approve the appointment of Mrs. Apeksha Kadam (DIN: 08878724), as Executive Woman Director on the Board

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

“RESOLVED THAT pursuant to provisions of section 152 and other applicable provisions, if any, of Companies Act, 2013 (“the Act”) read with rules made thereunder (including any statutory modifications or reenactment thereof) and pursuant to the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, respectively, Mrs. Apeksha Kadam (DIN: 08878724) who was appointed as Additional Director of the Company with effect from February 11, 2021 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Executive Director, be and is hereby appointed as Executive Woman Director on the Board of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to schedule V to the Act, the Board of Directors be and is hereby authorised to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the said agreement between the Company and Mrs. Apeksha Kadam be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds, matters and things, as in their absolute discretion they may consider necessary, expedient or desirable and to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution or otherwise considered by them in the best interest of the Company.”

4. To approve the Related Party Transactions

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

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (“the Act”) and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any amendment, modification, variation or re-enactment to any of the foregoing), and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board), to approve all the material related party transactions (including any modifications, alterations or amendments thereto) to be entered into by the Company during, FY 2021-22 and thereafter in the ordinary course of business and on arm’s length basis with related Party/ies within the meaning of the Act and Listing Regulations, as per below framework.

Name of the Related Party	Comfort Fincap Limited	Luharuka Media Infra Limited	Flora Fountain Properties Limited	Comfort Securities Limited	Liquors India Limited
Name of the Director or Key Managerial Personnel who is/may be related	Mr. Ankur Agrawal and Mrs. Apeksha Kadam		Mr. Ankur Agrawal	Mr. Anil Agrawal and Mrs. Apeksha Kadam	Mr. Ankur Agrawal and Mr. Anil Agrawal
Nature of Relationship	Common Directors		Common Directors	Associate Company	Associate Company
Nature and particulars of the contract / arrangement	Inter - Corporate loans and / or Inter - corporate deposits, availing and / or providing guarantee, providing of security(ies) in connection with any loan taken / to be taken by entities and business advances for business purpose only				
Material terms of the contract / arrangement	As per the terms of the respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis.				
Monetary value of the contract / arrangement for FY 2021-22 and onwards	20 Crores	5 Crores	20 Crores	20 Crores	20 Crores
The indicative base price or current contracted price and the formula for variation in the price, if any	On Arms' length basis.				
Any other information relevant or important for the members to take a decision on the proposed resolution	None				

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board / any Committee thereof be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit within the aforesaid limits and the Board / any Committee thereof is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise with regard to such payment and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board / Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.”



5. To Re-appoint Mr. Devendra Lal Thakur (DIN: 00392511) as Non Executive Independent Director of the Company;

To consider and if thought fit, to approve with or without modification(s) the following resolution as an **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof for the time being in force), Mr. Devendra Lal Thakur (DIN: 00392511), who was appointed by the members of the Company as an Independent Director in 22nd Annual general Meeting of the Company and who has submitted the declaration that he meets the criteria for independence, and based on the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company respectively, be and is hereby re-appointed as Independent Director of the Company for the second term of five consecutive years commencing w.e.f. November 24, 2020 till November 23, 2025 and shall not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and / or Company Secretary be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds, matters and things, as in their absolute discretion they may consider necessary, expedient or desirable and to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution or otherwise considered by them in the best interest of the Company.”

BY ORDER OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

**Sd/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167**

DATE : AUGUST 11, 2021

PLACE: MUMBAI

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), setting out material facts concerning the business to be transacted at the ensuing Annual General Meeting (AGM) under item nos. 3 to 5 is annexed hereto.
2. A brief resume of each of the Director proposed to be appointed at this AGM, nature of their expertise in specific functional areas, names of Companies in which they hold the Directorship and Membership /Chairmanships of Board and Committees, Shareholding and relationship between directors inter-se as stipulated under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulation') and other requisite information as per Secretarial Standard-2 on General Meetings, are attached herewith.
3. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", circular no. 20/2020 dated May 5, 2020 and Circular no. 02/2021 dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to "Additional relaxation in

relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to “Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the CoVID -19 pandemic” (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

4. The Company’s Statutory Auditors, M/s. A. R. Sodha & Co. Chartered Accountants (Firm Registration No. FRN 110324W), were appointed as Statutory Auditors of the Company for a period of 5 consecutive years till the conclusion of the 28th AGM, subject to ratification by members every year.

Pursuant to the provisions Section 139 of the Act, and the Companies (Amendment) Act, 2018 effective from 7 May, 2018, the requirement of seeking ratification from the members for the continuation of re-appointment of the Statutory Auditors has been withdrawn from the Statute.

In view of the above, ratification from the members for continuing the re-appointment of the Statutory Auditors at this AGM is not being sought. M/s. A. R. Sodha & Co. Chartered Accountants, (Firm Registration No. FRN 110324W) have given a confirmation and consent under Sections 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The Board of Directors based on the recommendation of the Audit Committee shall determine the remuneration payable to the Statutory Auditors.

5. In case of joint holders attending the meeting through VC / OAVM, only such joint holder who is higher in the order of names will be entitled to vote.
6. Institutional / Corporate Members (ie other than Individuals/HUF/NRI) etc are required to send the scanned copy of the Board Resolution (pdf or jpg format) authorizing their representatives to attend the meeting through VC / OAVM on their behalf and to vote through remote e-voting. The said Resolution / Authorisation shall be sent to the Scrutinizer by email through its registered email address to ramavenigalla@gmail.com with a copy marked to evoting@nsdl.co.in.
7. Book Closure: The Register of Members and Share Transfer Books of the Company shall remain closed on September 22, 2021 for the purpose of the Annual General Meeting.
8. The Company has appointed, Mrs. Ramadevi Venigalla, Practicing Company Secretary (Membership no. FCS 7345 and CP no. 17889) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. Transfer of Unclaimed Dividend Amount and Shares to the Investor Education and Protection fund (IEPF) Authority:

Members are requested to note that dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, then dividend and the shares in respect of such unclaimed dividends are liable to be transferred to the demat account of the IEPF Authority. In view of the same, Members/ Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules. For details of Dividend, please refer to Report on Corporate Governance which is a part of this Annual Report.

Members who have not yet en-cashed their Final Dividends from financial year 2014-15 and thereafter are requested to make their claims to the Company / RTA. Members are requested to quote folio numbers / DP ID – Client ID in all their correspondence.



10. Pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30 November, 2018, it is advised that transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 1 April, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, members holding shares in physical form are requested to take action to dematerialise the Equity Shares, promptly to avoid inconvenience in future.
11. In compliance with provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, Annual Report for Financial Year 2020-21 of your Company has been sent via Electronic Mode (E-mail) to the Members whose E-mail ID was made available to us by the Depository Participants. We request the Members to register / update their e-mail address with their Depository Participant, in case they have not already registered/ updated the same.

Members are requested to join the Company in supporting the Green Initiative taken by Ministry of Corporate Affairs (“MCA”) to effect electronic delivery of documents to the members at the E-mail addresses registered for the said purpose. Members are hereby requested to register their E-mail addresses with their Depository Participant or with Bigshare Services Pvt. Ltd, Registrar and Share Transfer Agent (RTA) of the Company, for sending various Notices, Dividend intimation and other documents through Electronic Mode. Those members who have changed their E-mail Addresses are requested to register their E-mail ID / New Addresses with RTA, in case the shares are held in physical form and with the Depository Participants where shares are held in Demat mode.
12. Pursuant to the SEBI Listing Regulations, the Company is required to maintain Bank details of its members for the purpose of payment of Dividends, etc. Members are requested to register / update their Bank details with the Company in case shares are held in physical form and with their Depository Participants where shares are held in dematerialised mode to enable expeditious credit of the dividend into their respective Bank accounts electronically through the Automated Clearing House (ACH) mode.
13. All the relevant documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company on all working days (From Monday to Friday) during the business hours up to the date of AGM.
14. The Members, desiring any information relating to the Accounts, are requested to write to the Company at the Corporate Office of the Company, to enable us to keep the requisite information ready.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 and the Register of Contracts or Arrangements, in which the Directors are interested maintained under Section 189 of the Act, will be available for inspection during the AGM.
16. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on 8 February, 2019. A person is considered as a Significant Beneficial Owner (SBO) if he / she, whether acting alone, together or through one or more individuals or trust holds a beneficial interest of at least 10% or more. The beneficial interest could be in the form of a Company's shares or the right to exercise significant influence or control over the Company. If any members holding shares in the Company on behalf of other or fulfilling the criteria, is required to give a declaration specifying the nature of his / her interest and other essential particulars in the prescribed manner and within the permitted time frame.
17. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members whose email is not registered may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.comfortintech.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

18. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

19. Process and Manner of E-voting

- In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Regulation) (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April13, 2020, the Notice calling the AGM has been uploaded on the website of the Company a www.comfortintech.com. The Notice can also be accessed from the website of stock exchange where the shares of the Company are listed i.e BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

20. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER:-

The remote e-voting period begins on September 26, 2021 at (9:00 A.M. IST) and ends on September 28, 2021 at 5:00 P.M. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose



names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 22, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 22, 2021.

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


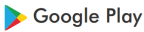


The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>     </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.



3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

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

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ramavenigalla@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in



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

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

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

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

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

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@comfortintech.com. The same will be replied by the company suitably at the AGM.

Additional information on Directors recommended for Appointment [Pursuant to Regulation 36(3) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings] Item No. 2, 3 & 5.

Particulars	Mr. Ankur Agrawal	Mrs. Apeksha Kadam	Mr. Devendra Lal Thakur
DIN	06408167	08878724	00392511
Date of Birth	23/11/1990	28/02/1982	May 28, 1960
Age (in years)	31 Years	39 years	60 Years
Date of Appointment	June 29, 2019	February 11, 2021	November 24, 2020
Nationality	Indian	Indian	Indian
Qualification	Mr. Ankur Agrawal is a fellow member of ICAI and CFA. He also holds a degree of family MBA from Indian School of Business	Mrs. Apeksha Kadam has completed Master of Business Administration from National Institute of Management (NIM). As a Director of the Company Mrs. Apeksha Kadam contributes towards the Management and Business Administration and accordingly, brings in value addition to the Company.	Mr. Devendra Lal Thakur is a fellow member of ICAI.
Expertise in specific Functional Area	He has more than 9 years of post qualification work experience in the field of Commerce, Finance, Audit and Accounts.	She has sound experience in the field of Management & Strategy, Human Resource Management And Business Administration	He has more than 30 years of experience in the field of Commerce, Finance, Audit and Accounts.
Directorships held in other public companies (excluding private, foreign companies and Section 8 companies)	<ul style="list-style-type: none"> • Luharuka Media & Infra Limited • Comfort Commotrade Limited • Liquors India Limited • Flora Fountain Properties Limited • Comfort Intech Limited 	<ul style="list-style-type: none"> • Luharuka Media & Infra Limited • Comfort Commotrade Limited • Comfort Intech Limited • Comfort Securities Limited 	<ol style="list-style-type: none"> 1. Comfort Fincap Limited 2. Luharuka Media & Infra Limited 3. Comfort Intech Limited
Shareholding in the Company as on March 31, 2021	Nil	Nil	NIL



<p>Memberships/ Chairmanships of Committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee)</p>	<p>Comfort Intech Limited</p> <ul style="list-style-type: none"> • Audit Committee – Member • Stakeholders Relationship Committee – Member <p>Comfort Commotrade Limited</p> <ul style="list-style-type: none"> • Audit Committee – Member • Stakeholders Relationship Committee – Chairman <p>Luharuka Media & Infra Limited</p> <ul style="list-style-type: none"> • Audit Committee- Member • Stakeholder Relationship Committee – Member <p>Comfort Fincap Limited</p> <ul style="list-style-type: none"> • Audit Committee- Member • Stakeholders Relationship Committee – Member 	<p>Luharuka Media & Infra Limited</p> <ul style="list-style-type: none"> • Stakeholders Relationship Committee- Chairman 	<p>Comfort Intech Limited</p> <ul style="list-style-type: none"> ➤ Audit Committee - Chairman ➤ Stakeholders Relationship Committee – Member <p>Comfort Commotrade Limited</p> <ul style="list-style-type: none"> ➤ Audit Committee - Chairman ➤ Stakeholders Relationship Committee – Member <p>Luharuka Media & Infra Limited</p> <ul style="list-style-type: none"> ➤ Audit Committee - Chairman ➤ Stakeholders Relationship Committee – Member <p>Comfort Fincap Limited</p> <ul style="list-style-type: none"> ➤ Audit Committee - Chairman ➤ Stakeholders Relationship Committee – Chairman
<p>No. of Board Meeting attended during the year of the Company</p>	<p>During the financial year ended on March 31, 2021, Mr. Ankur Agrawal attended Five Board Meeting of the Company.</p>	<p>NA</p>	<p>During the financial year ended on March 31, 2021, Devendra Lal Thakur attended five Board Meetings of the Company.</p>
<p>Disclosure of relationship between Directors inter-se</p>	<p>Mr. Ankur Agrawal is the son of Mr. Anil Agrawal - Chief Executive Officer of the Company</p>	<p>None</p>	<p>None</p>
<p>Key Terms and Conditions of the appointment</p>	<p>-</p>	<p>As per the Resolution at Item no. 3 of this Notice read with the explanatory statement thereto</p>	<p>As per the Item No. 5 of this Notice.</p>

Remuneration last drawn	Since the Director is a Non-Executive Director of the Company, only sitting fees for the Meeting attended was paid.	Mrs. Apeksha Kadam was appointed as Additional Director in the category of Executive Director w.e.f February 11, 2021. Accordingly Remuneration of Rs.1,17,000/- was paid.	NA. Only sitting fees paid for attending Board and Committee Meetings.
Remuneration sought to be paid	Since the Director is a Non-Executive Non Independent Director of the Company, only sitting fees and the commission, if any would be payable to him	Remuneration, if any, shall be paid pursuant to the provisions of section 197 read with schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014. (Including and statutory modification or re-enactment thereof)	Since the Director is a Non-Executive Director of the Company, only sitting fees and the commission, if any would be payable to him

BY ORDER OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

Sd/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167

DATE : AUGUST 11, 2021
PLACE: MUMBAI



EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Pursuant to the provisions of section 161 of the Companies Act, 2013 ("Act") read with applicable rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, had appointed Mrs. Apeksha Kadam (DIN: 08878724) as an Additional Director in the capacity of a Executive Director to hold office upto the date of the Annual General Meeting.

The Company has received from Mrs. Apeksha Kadam:

- i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- ii. Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013, Further, the Company has received notice in writing under the provisions of section 160 of the Companies Act, 2013 from member proposing the candidature of Mrs. Apeksha as director of the Company.

All the relevant documents for the appointment of Mrs. Apeksha Kadam as Executive Director of the Company shall be open for inspection by the Members at the Registered Office of the Company between 10:00 A.M. to 1:00 P.M. on all working days, (Monday to Friday) except Saturdays, Sundays and Public holidays upto the date of Annual General Meeting and the same shall be available at the time of Annual General Meeting.

Pursuant to provisions of section 149 read with 152 of Companies Act, 2013 and the Rules made thereunder, the resolution seeks the approval of members for the appointment of Mrs. Apeksha Kadam as an Non-Executive Non Independent Director of the Company, liable to retire by rotation. A brief profile of Mrs. Apeksha Kadam to be appointed as Executive Director is given in the table appearing before the explanatory statement.

Remuneration, if any, shall be paid pursuant to the provisions of section 197 read with schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014. (Including and statutory modification or re-enactment thereof)

Except Mrs. Apeksha Kadam, being the appointee, none of the Directors and/or Key Managerial Personnel's of the Company and/or their relatives are concerned or interested, financially or otherwise in the Resolution set out above.

The Board recommends the **Ordinary Resolution** as set out at item No. 3 for the approval of the Shareholders.

ITEM NO. 4

Your Company generally enters into transaction with related parties as prescribed in the table of resolution no. 4 in ordinary course of business and at arm's length basis, which would fall in the definition of "Related Parties" under the Companies Act, 2013 ("the Act") and/or the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules') exempts a company from obtaining consent of the Board of Directors and the members in case the related party transactions entered into by the Company are in the ordinary course of business and on arm's length basis.

However, Regulation 23 of the Listing Regulations requires approval of the members through a resolution for all material related party transactions, even if they are entered into in the ordinary course of business and on arm's length basis. For this purpose, a transaction with a related party is considered material if the transaction(s) to be entered into individually or taken

together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements.

Further, your Company may have to enter into material related party transactions in future requiring shareholders' approval, the framework of which has been recommended by the Audit Committee and approved by the Board of Directors of the Company in the text of the resolution proposed in the Notice. All the material related party transactions to be entered into by the Company (for which members approval is being sought) would be on arm's length basis and in the ordinary course of business and approval of the Audit Committee / Board would be obtained, wherever required. Information required to be given in the explanatory statement pursuant to Rule 15 of Rules forms part of the resolution

Shareholders' approval by way of a **Special Resolution** is therefore sought for the resolution set out in this Notice in terms of Regulation 23 of the Listing Regulations.

Except Mr. Ankur Agrawal, Mrs. Apeksha Kadam and their along with their relatives, none of the Directors and/or any Key Managerial Personnel of the Company and/or their relatives may be concerned or interested (financially or otherwise) in the Resolution.

The Board recommends the Special Resolution as set out at item No. 4 for the approval of the Shareholders.

ITEM NO. 5:

Mr. Devendra Lal Thakur was appointed as an Independent Director of the Company for a period of five consecutive years from November 24, 2015. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 03rd November, 2020, has considered the re-appointment of Mr. Devendra Lal Thakur as an Independent Director, for a second term of five consecutive years w.e.f. November 24, 2020 at ensuing annual general meeting, not liable to retire by rotation. In accordance with the provisions of section 149(10) of the Companies Act, 2013 an Independent Director shall be eligible for re-appointment on passing of a special resolution by the members.

Based on the performance evaluation and on recommendation of the Nomination and Remuneration Committee, the Board of directors has considered that the continued association of Mr. Devendra Lal Thakur would be beneficial to the Company and he is eligible for re-appointment. In the opinion of the Board, Mr. Devendra Lal Thakur fulfills the conditions specified in the Companies Act, 2013 and rules made there under for his re-appointment. Further, he is not related to any Director/KMP. Mr. Devendra Lal Thakur aged 60 years is an Independent Director of our Company. He is a fellow member of ICAI and has more than 30 years of experience in the field of Commerce, Finance, Audit and Accounts. As an Independent Director of the Company and Chartered Accountant by profession, he contributes on the financial aspect and brings value addition to the Company.

The Board recommends the **special resolution** for re-appointment of Mr. Devendra Lal Thakur as an Independent Director for the second term, not liable to retire by rotation.

Except Mr. Devendra Lal Thakur, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in this item of the notice.

BY ORDER OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

Sd/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167

DATE : AUGUST 11, 2021
PLACE: MUMBAI

**DIRECTORS' REPORT****To the Members of the Company,**

Your Directors have pleasure in presenting the Twenty Seventh Annual Report of Comfort Intech Limited ("the Company") on the business and operations of your Company along with the Audited Financial Statement (Consolidated and Standalone) for the Financial year ended March 31, 2021.

1) FINANCIAL HIGHLIGHTS:

The summary of Audited Consolidated and Standalone Financial performance of the Company, for the financial year ended March 31, 2021 is summarized as under:

(Rs.In Lakhs)

PARTICULARS	STANDALONE		CONSOLIDATED	
	2020-2021	2019-2020	2020-2021	2019-2020
Revenue from Operations	12241.85	8343.33	12241.85	8343.33
Other operating Income	16.10	3.18	16.10	3.18
Total Revenue	12257.96	8346.51	12257.96	8346.51
Total Expenditure	11678.59	8356.78	11678.59	8356.78
Profit before Tax	579.37	(10.28)	579.37	(10.28)
Current Tax Expenses	133.47	51.43	133.47	51.43
Deferred Tax	(32.84)	0	(32.84)	0
Tax of earlier years	(3.82)	1.30	(3.82)	1.30
Profit for the Year	482.57	(63)	1020.99	(221.72)
Earnings Per Share (EPS in Rs.)	1.51	(0.20)	3.19	(0.69)

2) FINANCIAL PERFORMANCE

The Consolidated and Standalone Financial Statements of the Company for the year ended March 31, 2021 have been prepared in accordance with Indian Accounting Standards (IND-AS), the relevant provisions of section 129 and 133 of Companies Act, 2013, Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the SEBI Listing Regulations"), which have been reviewed by the Statutory Auditors. The Company is submitting the quarterly / half yearly / annual financial results on both Standalone and Consolidated basis.

At Standalone Level, the revenue from operations has increased to Rs. 12241.85 Lakhs for the F.Y. as compared to Rs. 8343.33 Lakhs in the Previous Year. The Net Profit for the F.Y. increased to Rs. 482.57lakhs against loss of Rs. 63 lakhs reported in the Previous Year.

The Consolidated revenue from operations increased to Rs. 12241.85 Lakhs for the F.Y. as compared to Rs. 8343.33Lakhs in the Previous Year. The Net Profit for the F.Y. increased to Rs. 1020.99 lakhs against loss of Rs. 221.72 lakhs reported in the Previous Year.

In accordance with the provisions contained in section 136 of the Companies Act, 2013, the Annual Report of the Company, containing Notice of the Annual General Meeting, Consolidated and Standalone Financial Statements, Report of the Auditor's and Board of Directors thereon are available on the website of the Company at www.comfortintech.com. Further, a detailed analysis of Company's performance is included in the Management Discussion and Analysis Report ("MDAR"), which forms part of this Annual report

3) DIVIDEND

Based on the Company's financial performance for the year 2020-21 and in order to conserve cash resources to face the challenges and the contingencies created by COVID19 pandemic, the Board of Directors have not recommended any dividend on equity shares for the year ended on March 31, 2021.

4) SHARE CAPITAL

During the year under review, there has been no change in share capital of the Company. The paid-up Equity Share Capital of the Company as on March 31, 2021 was Rs. 31,99,38,080.. Further, there was no public issue, rights issue, bonus issue or preferential issue, etc. during the year. The Company has not issued shares with differential voting rights or sweat equity shares, nor has it granted any stock options during the F.Y.

5) TRANSFER TO RESERVES

There was no amount, which was transferred to General Reserves during the year under review. The closing balance of the retained earnings of the Company for F.Y. 2020-2021, after all appropriation and adjustments was Rs. 7167.95 lakhs.

6) LISTING WITH THE STOCK EXCHANGE(S)

Your Company's equity shares are listed on the BSE Limited. Annual listing fees for the Financial Year 2020-21 and 2021-22 have been paid to BSE Limited (Scrip Code: 531216) where the shares of the company are listed.

7) SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES COMPANIES

The Company has three Associate Companies namely, Lemonade Shares & Securities Private Limited, Comfort Securities Limited and Liquors India Limited as on March 31, 2021. There are no Subsidiaries or joint venture Companies within the meaning of Section 2(87) and 2(6) of the Companies Act, 2013 ("Act").

Further, the report on the performance, financial position and overall contribution to company's profitability of the Associate Company and salient features of the financial statements in the prescribed Form AOC-1 is marked and annexed as "**Annexure 1**" to this report.

8) TRANSFER OF UNCLAIMED DIVIDEND AMOUNTS AND CONCERNED SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF) AUTHORITY

Your Company did not have any funds lying in unpaid or unclaimed dividend accounts for a consecutive period of seven years. Therefore, there were no funds which were required to be transferred to the Investor Education and Protection Fund (IEPF). Further, members who have not yet en-cashed their Final Dividends of financial years 2014-15, 2015-16 and 2016-17 are requested to make their claims to the Company / RTA. Members are requested to quote folio numbers / DP ID – Client ID in all their correspondence.

9) DEPOSITS

The Company has not accepted any deposits and as such no amount on account of principal or interest on public deposit under section 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014 was outstanding as on the date of the Balance Sheet.



10) MATERIAL CHANGES AFFECTING THE COMPANY

During the year under review, the company has received following orders from Securities and Exchange board of India:

1. Adjudication order no. Order/AP/SK/2020-21/10006 dated December 28, 2020 under Section 15-I of Securities and Exchange Board of India Act, 1992 read with rule 5 of SEBI (Procedure For Holding Inquiry And Imposing Penalties By Adjudicating Officer) Rules, 1995 and accordingly, the company had paid penalty of ₹ 1,00,000/- (Rupees One Lakh Only).
2. Order passed by Whole time member vide SEBI Order no. WTM/SM/IVD/ID5/10430/2020-21 dated February 15, 2021 Under Sections 11, 11(4) and 11B (1) of the Securities and Exchange Board of India Act, 1992, directing that the company has been restrain from accessing the securities market and further prohibit them from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with the securities market in any manner, for a period of six (06) months from the date of the Order. Further, Appeal was filed before SEBI SAT and vide order dated May 11, 2021, SEBI SAT had given stay order till pendency of the Appeal.

Further, It is hereby confirmed that there has been no other change in the nature of business of the Company.

Further, the COVID-19 pandemic has emerged as a global challenge, creating disruption across the world. In spite of the unprecedented situation, your Company has been successful in averting potential adverse impact on the business and on the contrary has grown and continues to outperform most of the industry peers. Based on the facts and circumstances, the company has been operating in normal course and there have been no adverse impacts on the liquidity, revenues or operational parameters during the F.Y. Most of your Company's costs are flexible and have been managed prudently. In stark contrast to the general perception, this unprecedented crisis has hastened the adoption of digital processes and systems across the entire country and the industry.

11) CORPORATE GOVERNANCE

Pursuant to Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, a separate section on Corporate Governance practices followed by Company, together with a Certificate from Practicing Company Secretary confirming compliance, forms an integral part of this Report.

A declaration with respect to the compliance with the Code of Conduct duly signed by the Chief Executive Officer and Chief Financial Officer of the Company also forms part of this Report.

12) BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

I. Board of Directors

Following were the Directors as on March 31, 2021:

Sr. No.	Name of the Person	DIN	Category
1	Mr. Ankur Agrawal	06408167	Non-Executive Non Independent Director
2	Mr. Devendra Lal Thakur	00392511	Non-executive Independent Director
3	Mr. Milin Ramani	07697636	Non-executive Independent Director
4	Mrs. Apeksha Kadam	08878724	Additional Director (Executive Women Director)

During Financial year following changes took place in Board of Directors of the Company;

a. Change in Directors:

- 1) Cessation/ Resignation: Ms. Divya Padhiyar (DIN: 08598655), Independent Director of the Company has resigned with effect from closing hours of February 11, 2021. Further, pursuant to Regulation 30 of SEBI Listing Regulations, she stated that there was no material reason other than personal and unavoidable circumstances mentioned in her resignation letter.
- 2) Appointment/Re-appointment:
 - Pursuant to Regulation 17 of the SEBI Listing Regulations read with section 161 of the Companies Act, 2013 and based on recommendation of Nomination and Remuneration Committee, the Board of Directors has appointed Mrs. Apeksha Kadam (DIN: 08878724) as Additional Woman Director with effect from February 11, 2021 to hold office up to the date of forthcoming Annual General Meeting. Further, on the Recommendation of Nomination and Remuneration Committee and the Board of Directors the Board and subject to approval of Shareholders at ensuing Annual General Meeting, it is proposed to appoint Mrs. Apeksha Kadam as Executive Woman Director of the Company. The Company has received requisite declarations from her.
 - Pursuant to section 149 of the Companies Act, 2013 and based on the recommendation of Nomination and Remuneration Committee, the board of Directors, it is propose to re-appoint Mr. Devendra Lal Thakur (DIN: 00392511) as Non- Executive Independent director of the Company w.e.f. November 24, 2020 for the second term. Further, the Company has received all the requisite declaration to re-appoint him as an Independent director of the Company.
 - During the year under review, the Executive Director of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission, perquisites and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board / Committees of the Company.
- 3) Director liable to retire by rotation: Pursuant to provisions of Section 152(6) of the Act, Mr. Ankur Anil Agrawal, Non-Executive Director, retires by rotation at the forthcoming Annual General Meeting and, being eligible offers himself for re-appointment. Brief profile of Mr. Ankur Agrawal as required under Regulation 36 (3) of the SEBI Listing Regulations read with SS-2 on General Meetings is provided in the Notice of the ensuing AGM.

None of the Directors are disqualified for being appointed as the Director of the Company in terms of Section 164 of the Companies Act, 2013. Further, the Company after due assessment took on record the necessary declarations received from the Independent Directors under Section 149(7) of the Companies Act, 2013, that they meets the criteria of Independence laid down in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations, Further, All the independent directors are registered with the Indian Institute of Corporate Affairs ("IICA"). The Independent Directors have confirmed that they are not aware of any circumstances or situation, which exists or reasonably anticipated that could impair or impact his ability to discharge his/her duties with an objective independent judgment and without any external influence.

II) Key Managerial Personnel's (KMP's)

Following were the Key Managerial Personnel's as on March 31, 2021:

Sr. No.	Name of the Person	Designation
1	Mr. Anil Agrawal	Chief Executive Officer
2	Mr. Kailash Purohit	Chief Financial Officer
3	Mr. Hiren Gediya	Company Secretary & Compliance Officer



- Change in Key Managerial Personnel's: The Board of Directors of the Company, on recommendation of Nomination and Remuneration Committee, had considered and approved the appointment of Mr. Kailash Purohit as Chief Financial Officer (CFO) w.e.f. September 10, 2020.
- Further, the Company has appointed Mr. Hiren Gediya as Company Secretary and Compliance Officer of the Company w.e.f. from July 15, 2020 and has resigned w.e.f July 15, 2021.

However, post financial year following changes took place in Key Managerial Personnel's of the Company.

- The Board of Directors of the Company, on recommendation of Nomination and remuneration Committee, appointed Ms. Nidhi Basu as Company Secretary and Compliance Officer of the Company w.e.f. from August 11, 2021.

III) Director's Evaluation

In terms of the requirement of the Companies Act, 2013 and Regulation 4 (2) (f) of the SEBI Listing Regulations, and annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness, on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Independent Director being evaluated.

In a separate meeting of Independent Directors held on February 11, 2021, the performance evaluation of the Board as whole, Chairman of the Company and the Non Independent Directors was evaluated. The Board of Directors expressed their satisfaction with the evaluation process based on the recommendation of the Nomination & Remuneration Committee.

IV) Familiarization program for Independent Director(s)

The familiarization program aims to provide the Independent Directors their roles, responsibilities in the Company, nature of the industry, business model, processes and policies and the technology and the risk management systems of the Company, the operational and financial performance of the Company, significant development so as to enable them to take well informed decisions in timely manner. Further, the Directors are encouraged to attend the training programmes' being organized by various regulators / bodies / institutions on above matters. The policy on Company's familiarization program for Independent Directors is hosted on the Company's website.

V) Meeting of the Board and its Committees:

The Board has established following Four Committees:

- a. Audit Committee ;
- b. Nomination and Remuneration Committee ;
- c. Stakeholders' Relationship Committee and
- d. Corporate Social Responsibility Committee

Details of the Board and its Committees along with their amended charters, composition, meetings held during the year are given under Corporate Governance Report appearing elsewhere as a separate section in this Annual Report.

13) AUDITORS**(a) STATUTORY AUDITOR**

The Company's Statutory Auditors, M/s. A. R. Sodha & Co., Chartered Accountants (FRN 110324W), were appointed for a period of 5 consecutive years till the conclusion of the 28th AGM, subject to ratification by members every year. Further, pursuant to the Companies (Amendment) Act, 2018 effective from 7 May, 2018, the requirement of seeking ratification from the members for the continuation of re-appointment of the Statutory Auditors has been withdrawn from the Statute. The statutory auditors have confirmed that they satisfy the independence criteria as required under the Companies Act, 2013. M/s. A. R. Sodha & Co. Chartered Accountants, (FRN 110324W) has confirmed their eligibility and consent under Sections 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 for their continuance as the Auditors of the Company for the financial year 2021-22. In terms of the SEBI Listing Regulations, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI. Further, the report of the Statutory Auditors along with the notes is enclosed with the Financial Statements.

The Auditors have issued modified opinion on the Financial Statements for the financial year ended March 31, 2021 as mentioned below:

The Company has not provided for defined benefit obligation in the nature of gratuity based on the requirement of Ind AS 19 i.e. "Employee Benefit", which requires defined benefit obligation to be recognized based on actuarial valuation basis. In absence of valuation we are unable to quantify the impact of above on the net profit for the year and liabilities as on reporting date.

Management's Explanation:

For-payment of gratuity, it is accounted-for on payment basis.

Further, the Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

(b) SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Mitesh J. Shah & Associates, Practicing Company Secretaries (Membership No.: F10070; Certificate of Practice No.: 12891), as Secretarial Auditor of the Company for the financial year 2020-21 to conduct the Secretarial Audit and issue the Secretarial Audit Report in Form MR-3. The report of the Secretarial Auditor for the financial year 2020-21 is annexed as **Annexure 2** to this report. The report is self-explanatory and contains some qualification, reservation and adverse as follows.

- I. The Company has not complied with provision of section 179 (3) of the Companies Act, 2013 w.r.t. removal of CFO and passing of necessary resolution under the said provision ;
- II. The Adjudication Order, has been passed by the Adjudicating officer, vide. SEBI No. Order/ AP/SK/2020-21/10006 dated December 28, 2020 and the Company has been charged under section 15A(b) of SEBI Act for Rupees One lakh Only.

Managements Explanation:-

- i) The Company has complied with the provision of section 179 (3) of the Companies Act, 2013. The word resigned was used instead of Removal.



- ii) As per the Adjudication order the Company has made the payment of Rupees One Lakh.

Pursuant to circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, issued by the SEBI, the company has obtained Annual Secretarial Compliance Report for the year ended March 31, 2021, from Practicing Company Secretaries on compliance of all applicable SEBI Regulations/circulars/ guidelines issued thereunder and the copy of the same has been submitted with the Stock Exchange(s) within the prescribed time.

(c) INTERNAL AUDITOR

M/s. Siddhant Shah & Co., Practicing Chartered Accountants, Mumbai performed the duties of internal auditors of the company for the F.Y. 2020-21 and their report is reviewed by the Audit committee from time to time. Further, Board of Directors of the Company were informed that M/s. Siddhant Shah & Co. has integrated its Organization with M/s. AHSP & Co. LLP hence, the Company has appointed M/s. AHSP & Co. LLP, as an Internal Auditors of the company for the F.Y. 2021-22.

(d) COST AUDITOR

The Maintenance of the cost records, for the services rendered by the Company is not required pursuant to Section 148(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Cost records and Audit) Rules, 2014 and accordingly it is not required to appoint Cost Auditor.

14) NOMINATION AND REMUNERATION POLICY

The Company has a Nomination and Remuneration Policy for Directors and Senior Managerial Personnel approved by the Nomination and Remuneration Committee and the Board. The policy is available at the website of the Company at web link <http://www.comfortintech.com/Investorrelation>. The purpose of the Remuneration Policy is to establish and govern the procedure applicable:

- To evaluate the performance of the members of the Board.
- To ensure remuneration payable to Directors, KMP's & other Senior Management strike appropriate balance and Commensurate among others with the functioning of the Company and its long term objectives.
- To retain motivate and promote talent within the Company and to ensure long term sustainability of the managerial persons and create competitive advantage.

The policy inter-alia covers the Directors' appointment and remuneration, Key Managerial Personnel and other senior management appointment and remuneration.

15) CODE OF CONDUCT

The Company has adopted a Code of Conduct for Prevention of Insider Trading and Code for Fair Disclosure with a view to regulate trading in securities by the Directors and designated person of the Company in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015. The code is available on website of the Company at web link <http://www.comfortintech.com/Investorrelation>.

16) RELATED PARTY TRANSACTIONS

The Company has put in place a policy for related party transactions ('RPT policy') which has been approved by the Board of Directors. The RPT policy provides for identification of related party transactions, necessary approvals by the Audit Committee/Board of Directors/ Shareholders, reporting and disclosure requirements in compliance with the Act

and the SEBI Listing Regulations. The said RPT policy has been uploaded on the website of the Company and can be accessed at the following link: <http://www.comfortintech.com/Investorrelation>.

During the year under review, all related party transactions are at an arm's length basis, in the ordinary course of business. All related party transactions are placed before the Audit Committee for review and approval of the Committee and to the Board for approval.

The Company has not entered into any material transactions with related parties referred to in Section 188(1) of the Companies Act, 2013 and in compliance with the SEBI Listing Regulations. Accordingly, the details are not required to be given under AOC-2.

Pursuant to Regulation 23(9) of the SEBI Listing Regulations, your Company has filed the half yearly reports on related party transactions with the Stock Exchanges.

17) WHISTLE BLOWER POLICY / VIGIL MECHANISM

In Compliance with Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations, the Company has adopted a Whistle Blower Policy. The Company's vigil mechanism/ Whistle blower Policy aims to provide the appropriate platform and protection for Whistle Blowers to report instances of fraud and mismanagement, if any, to promote reporting of any unethical or improper practice or violation of the Company's Code of Conduct or complaints regarding accounting, auditing, internal controls or suspected incidents of violation of applicable laws and regulations including the Company's code of conduct or ethics policy or Code of Conduct for Prevention of Insider Trading in the Company, Code of Fair practices and Disclosure.

The Vigil Mechanism provides a mechanism for employees of the Company to approach the Chairman of the Audit Committee of the Company for redressal. Details of the Vigil Mechanism and Whistleblower policy are made available on the Company's website at <http://www.comfortintech.com/Investorrelation>

During the Financial Year 2020-21, no cases under this mechanism were reported to the Company.

18) PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed to uphold and maintain the dignity of woman employees and to provide a safe and conducive work environment to all its employees and associates working in the Company. In Compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your company has put in place Policy on Prevention of Sexual Harassment at Workplace. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Your Directors further state that during the financial year 2020-21, there were no complaints received pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

19) ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for F.Y. 2020-21 is available on Company's weblink http://www.comfortintech.com/Admin/File/Form_MGT_7-1_.pdf.

20) DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, and to the best of Board's knowledge and belief and according to the information and explanations obtained by them, your Directors confirm the following statements:



- i. In the preparation of the annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed and there are no material departures.
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 of the Company for the year under review.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts on a going concern basis.
- v. 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.
- vi. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

21) MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as stipulated under the SEBI Listing Regulations, is presented in a separate section forming part of this Annual Report. It provides details about the overall industry structure, global and domestic economic scenarios, developments in business operations/ performance of the Company's various businesses, internal controls and their adequacy, risk management systems, human resources and other material developments during the financial year 2020-21.

22) REMUNERATION TO DIRECTORS, PARTICULARS OF EMPLOYEES AND HUMAN RESOURCES (HR):

Your Company had 7 employees as on March 31, 2021. The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read along with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employees were in receipt of remuneration above the limits specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further, the ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read along with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure 3** and forms part of this Report.

Your Directors would like to record their appreciation of the efficient and loyal service rendered by the employees.

23) CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year the company has identified the following as the focus area for its CSR activity(ies) : Promoting Education, skill development and vocational training. The CSR Policy is hosted on the Companies website at www.comfortintech.com

The composition of the CSR Committee, CSR Policy and other required details are given in the Annual Report on CSR Activities annexed to this Report as **Annexure 4**.

24) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

25) CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company is taking all possible measures to conserve energy. Several environment friendly measures are adopted by the Company. The Company continued to give major emphasis for conservation of Energy, and the measures taken during the previous years were continued. The Company regularly reviews power consumption patterns across its units and implement requisite improvements / changes in the process in order to optimize power consumptions.

The Company's operations do not require significant import of technology

Foreign Exchange Earnings and Outgo

Details of foreign exchange earnings and outgo required under Section 134 (3) (m) of the Act read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are as under:

Total Foreign Exchange used and earned by the Company is as follows:

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Foreign Exchange Used	-	-
Foreign Exchange Earned	-	-

26) BUSINESS RISK MANAGEMENT

Pursuant to section 134 (3) (n) of the Companies Act, 2013, the company has adequate risk management mechanism and is periodically reviewed by the Board. The major risks identified by the business are systematically addressed through mitigating actions on a continuing basis and cost-effectively risks are controlled to ensure that any residual risks are at an acceptable level. The company has been addressing various risks impacting the company and brief view of the company on risk management is provided in Management Discussion and Analysis Report.

27) PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Loans, Guarantee and Investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

28) CHIEF EXECUTIVE OFFICER & CHIEF FINANCIAL OFFICER CERTIFICATION

Chief Executive Officer & Chief Financial Officer Certification as required under Regulation 17 (8) read with Part B of Schedule II of the SEBI Listing Regulations, certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs has been obtained.



29) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the Financial Year 2020-21, there were no significant or material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and operations of the Company in the future.

30) SECRETARIAL STANDARDS

Your Company has complied with the applicable Secretarial Standard SS-1 and SS-2 with respect to Board Meetings and General Meetings respectively specified by the Institute of Company Secretaries of India.

31) ACKNOWLEDGEMENTS

Your Board takes this opportunity to place on record our deep appreciation to our Shareholders, Customers, Business Partners, Vendors, Bankers, Financial Institutions, Regulatory and Government Authorities and other Stakeholders at large for all support rendered during the year under review. We strive to build rewarding relationships with our stakeholders – clients, employees, shareholders, business partners, communities and regulators – for achieving our long-term vision aligned with our stakeholders' interests.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

**SD/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167**

**PLACE: MUMBAI
DATE : AUGUST 11, 2021**

ANNEXURE 1**FORM AOC-1**

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

HIGHLIGHTS OF PERFORMANCE OF SUBSIDIARIES AND THEIR CONTRIBUTION TO OVERALL PERFORMANCE OF THE COMPANY

PART “A”: Subsidiaries:

The Company does not have any Subsidiary Company during the year.

Part “B”: Associates and Joint Ventures:

The Company does not have any Joint Venture during the year. However, Company has three Associate Company (ies) and the details of the said company (ies) are mentioned here in below:

	Name of Associates or Joint Ventures	Lemonade Shares and Securities Private Limited	Comfort Securities Limited	Liquors India Limited
1.	Latest audited Balance Sheet Date	March 31,2021	March 31,2021	March 31,2021
2.	Date on which the Associate or Joint Venture was associated or acquired	November 2012	May 2007	June 2013
3.	Shares of Associate or Joint Ventures held by the company on the year end			
	Number of shares:	2,20,000	57,50,000	42,00,000
	Amount of Investment in Associates or Joint Venture:	Rs. 22,00,000/-	Rs. 5,75,00,000/-	Rs. 4,20,00,000/-
	Extent of Holding (in percentage):	46.81%	48.94%	47.96%
4.	Description of how there is significant influence	Equity Holding		
5.	Reason why the associate / joint venture is not consolidated	Not applicable, since it is consolidated		
6.	Net-worth attributable to shareholding as per latest audited Balance Sheet	4,67,51,007/-	34,78,82,554/-	69,29,269/-
7.	Profit or Loss for the year	2,484/-	11,13,88,636/-	(14,02,764)/-
	i. Considered in Consolidation	1,163/-	5,45,13,599/-	(6,72,766)/-
	ii. Not Considered in Consolidation	1,321/-	5,68,75,037/-	(20,75,530)/-
8.	Other Comprehensive Income	-	15,02,365/-	-
	i. Considered in Consolidation	-	7,35,257/-	-
	ii. Not Considered in Consolidation	-	7,35,257/-	-

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

**SD/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167**

**PLACE: MUMBAI
DATE : AUGUST 11, 2021**



ANNEXURE 2

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

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

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021**

To,
The Members,
Comfort Intech Limited
106, AvkarAlgani Nagar
Kalaria Daman-396210

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Comfort Intech Limited CIN: L74110DD1994PLC001678, having its registered office at 106, AvkarAlgani Nagar, Kalaria Daman-396210 and its corporate office at 301, Hetal Arch, Opp. Natraj Market, S.V.Road, Malad (w) Mumbai – 400064 (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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 my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time;(There were no events requiring compliance during the audit period)

- d. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;(There were no events requiring compliance during the audit period)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(There were no events requiring compliance during the audit period)
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;(There were no events requiring compliance during the audit period)
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (There were no events requiring compliance during the audit period)
 - i. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulation, 2013; (There were no events requiring compliance during the audit period)
 - j. The Securities and Exchange Board of India (Depository and Participants) Regulations 2018;
- vi. We have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under various applicable Laws, Rules and Regulations the Company as follow:
- 1. The Employees Provident Fund and Miscellaneous Provisions Act, 1952.
 - 2. The payment of Gratuity Act, 1972.
 - 3. The Payment of Bonus Act, 1965.
 - 4. The Employee State Insurance Act, 1948.
 - 5. The Income Tax Act, 1961.
 - 6. The Indian Stamp Act, 1899.
 - 7. The State Stamp Acts.
 - 8. Negotiable Instruments Act, 1881.
 - 9. Shops and Establishment Act, 1953 and the rules, notifications issued thereunder.
 - 10. Legal Metrology Act, 2009.
 - 11. Water (Prevention & Control of Pollution) Act 1974 and rules thereunder.
 - 12. Air (Prevention & Control of Pollution) Act 1981 and rules thereunder.
 - 13. The Environment (Protection) Act, 1986.

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

- i. Secretarial Standards with regard to Meeting of the Board of Directors (SS - 1) and General Meeting (SS - 2) issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as SEBI (LODR)).

During the period under review and subject to explanations submitted to us and representations made by the management, the Company with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following:

- 1. The Company has not complied with provision of section 179(3) of the Companies Act, 2013 w.r.t. removal of CFO and passing of necessary resolution under the said provision;***



II. The Adjudication Order, has been passed by the Adjudicating Officer, vide. SEBI No. Order/AP/SK/2020-21/10006 dated December 28, 2020 and the company has been Charged under section 15A (b) of the SEBI Act for Rupees One Lakh only.

I report that:

- The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation in the meeting.
- The decisions of the Board Meetings were carried out with requisite majority.
- As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including actions for corrective measures, wherever found necessary.

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

I further report that during the audit period the Company has not transacted any activities having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For Mitesh J. Shah & Associates
Company Secretaries**

**Mitesh Shah
Proprietor
FCS No.: 10070
C. P. No.: 12891**

**UDIN: F010070C000487657
Date : 21 June, 2021
Place : Mumbai**

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

To,
The Members,
Comfort Intech Limited
106, Avkar Algani Nagar
Kalaria Daman-396210

My report of even dated is to be read along with this letter:

Management's Responsibility Statement

- i. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

Auditor's Responsibility Statement

- ii. I have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of 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 that I follow provide a responsible basis for my opinion.
- iii. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- iv. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

- v. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
- vi. The secretarial audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.
- vii. As per the guidance provided by ICSI to members to carry out professional assignments during Covid 19 pandemic dated 04.05.2020 and 20.04.2021, PCS may carry Secretarial Audit by using appropriate information technology tools like virtual data room, cloud-based servers or remote desktop access tools, also PCS can obtain electronically signed extracts of minutes or any other relevant records, wherever required after disclosing the same in his report. The Auditor places reliance on the said guidance note while giving his report. All the judgements are based on the said circular. It is to be noted that necessary disclosures will be taken from the company after the end of this lockdown.

For Mitesh J. Shah & Associates
Company Secretaries
Mitesh Shah
Proprietor

FCS No.: 10070
C. P. No.: 12891

Date : 21 June, 2021
Place : Mumbai



ANNEXURE 3

Statement under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

(a) The ratio of the remuneration of each Director and Key Managerial Personnel's (KMP) to the median remuneration of the employees of the Company for the financial year 2020-21:

Name of Directors/ KMP	Designation	Ratio of Remuneration of each Director / Employee to the median remuneration	Remuneration (in Rs.)	
			FY 2020-21	FY 2019-20
Mr. Anil Agrawal	Chief Executive Officer	4.28	3600000	5600000
Mr. Devendra Lal Thakur	Non-Executive Independent Director	0.08	65000	95000
Mr. Ankur Agrawal	Non Executive Non Independent Director, Chairman	0.08	65000	55000
Mr. Milin Ramani	Non-Executive Independent Director	0.10	85000	65000
Ms. Divya Padhiyar*	Non-Executive Independent Director	0.10	85000	25000
Mrs. Apeksha Kadam~	Additional Director (Executive Woman Director)	0.14	117000	-
Mr. Kailash Purohit^	Chief Financial Officer	0.26	217147	-
Mr. Hiren Gediya#	Company Secretary	0.16	136000	-

* Resigned as Director w.e.f. February 11, 2021

~ Appointed as Director w.e.f February 11, 2021

^ Appointed as Chief Financial Officer w.e.f September 10, 2020

Appointed as Company Secretary w.e.f July 15, 2020 and resigned w.e.f July 15, 2021

(b) The percentage increase in remuneration of each Director, Group Chief Financial Officer, Company Secretary in the financial year 2020-21 as compared to financial year 2020-21:

Name of Directors/ KMP	Designation	No increase / decrease in Remuneration
Mr. Anil Agrawal	Chief Executive Officer	(35.71)
Mr. Devendra Lal Thakur	Non-Executive Independent Director	Not Comparable
Mr. Ankur Agrawal	Non Executive Non Independent Director, Chairman	Not Comparable
Mr. Milin Ramani	Non-Executive Independent Director	Not Comparable

Name of Directors/ KMP	Designation	No increase / decrease in Remuneration
Ms. Divya Padhiyar*	Non-Executive Independent Director	Not Comparable
Mrs. Apeksha Kadam~	Additional Director (Executive Woman Director)	NA
Mr. Kailash Purohit^	Chief Financial Officer	NA
Mr. Hiren Gediya#	Company Secretary	NA

(c) The Percentage increase in the median remuneration of employees in the financial year 2020–21:

The percentage increase in the median remuneration of all employees in the financial year was (22.44) %.

(d) The number of permanent employees on the rolls of Company as on March 31, 2021:

The number of permanent employees on the rolls of Company as on 31st March, 2021 were 7.

(e) Average percentile increase / decrease already made in the salaries of employees other than the Managerial Personnel's in the last financial year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the Managerial Remuneration:

Average percentage Decrease made in the salaries of the employees other than the Managerial Personnel in the financial year was 02.39 % vis a vis of 40.92 % in the salaries of Managerial Personnel.

(f) Affirmation that the remuneration is as per the Nomination and Remuneration Policy of the Company:

We affirm that the remuneration is as per the Nomination and Remuneration Policy of the Company.

Please note that the details required to be given as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company since the remuneration drawn by the Directors, KMP'S and Employees are below the limits specified.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

**SD/-
ANKUR AGRAWAL
CHAIRMAN & DIRECTOR
DIN: 06408167**

**PLACE : MUMBAI
DATE : AUGUST 11, 2021**



ANNEXURE 4

Report on Corporate Social Responsibility as per Rule 8 of Companies
(Corporate Social Responsibility Policy) Rules, 2014

1. Brief outline on CSR Policy of the Company:

The details of the programs/projects to be undertaken has been given in Corporate Social Responsibility Policy of the Company which is attached in the Annual Report and is also available on the Company's website <http://www.comfortintech.com/Investorrelation>.

2. Composition of the CSR Committee as on March 31, 2021:

Sr No.	Name of the Member(s)	Position in the Committee	Nature of Directorship
1	Mrs. Apeksha Kadam	Chairman	Additional Director (Executive Woman Director)
2	Mr. Milin Ramani	Member	Non-Executive Independent Director
3	Mr. Devendra Lal Thakur	Member	Non-Executive Independent Director
4	Mr. Ankur Agrawal	Member	Non-Executive – Non-Independent Director

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. - <http://www.comfortintech.com/Investorrelation>.

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). - Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No	Financial Year	Amount available for set-off from preceding financial years (in Lakhs)	Amount required to be set-off for the financial year, if any (in Lakhs)
		NIL	

6. Average net profit of the company as per section 135(5): Rs. 3,52,37,028/-

- 7. (a) Two percent of average net profit of the company as per section 135(5) – Rs. 7,04,741/-
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – NIL
- (c) Amount required to be set off for the financial year, if any -NIL
- (d) Total CSR obligation for the financial year (7a+7b-7c) – Rs. 7,04,741/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)					
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).			
	Name of the	Amount.	Date of transfer.	Fund	Amount.	Date of transfer.
Rs. 8,00,000/-	-	-	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year: NA

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	current financial Year (in Rs.).	Mode of Implementation - Direct (Yes/ No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
1.												
2.												
3.												
	TOTAL											

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No)	Mode of implementation - Through Implementing agency	
				State	District			Name	CSR registration number
1.	Development, Enrichment and Empowerment of 300 Million Varvasi of Bharat	1. Section (ii)-promoting education, including special education namely cultural education Promoting employment enhancing vocational skills 2. Section (iii)-Reducing inequalities faced by socially and economically backward groups. 3. Section (x)- Rural development 4. Adult literacy among those belonging to BPL 5. Counseling of Parents 6. Sponsoring of Cultural event/s to restore Indian Cultural Traditions and Values	Yes	Maharashtra	Mumbai	5,00,000/-	No	Shrihari Satsang Samiti (Cultural Society for Tribals)	CSR00003396
2.	Food and Shelter facilities to needy people	Food and Shelter facilities to needy people	Yes	Maharashtra	Mumbai	3,00,000/-	No	Seth Govindram Charitable Trust	CSR00014394
	TOTAL					8,00,000/-			



- (d) Amount spent in Administrative Overheads : NA
- (e) Amount spent on Impact Assessment, if applicable - NA
- (f) Total amount spent for the Financial Year $-(8b+8c+8d+8e)- 8,00,000/-$
- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	704741/-
(ii)	Total amount spent for the Financial Year	800000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	95,259/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	95,259/-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1.	2019-20	-	14,00,000/-*	-	-	-	NIL
2.	2018-19	-	5,01,000/-				3,33,294/-**
3.	2017-18	-	NIL				4,06,000/-**
	TOTAL		19,01,000				7,39,294/-

* Total CSR Obligation of the Company for F.Y. 2019-20 was Rs. 5,41,380.14/-. The Company has spent Rs. 14 lakhs during the year 2019-20 towards CSR expenditure including unspent amount of preceding financial years.

** The Company spent unspent amount in F.Y. 2019-20.

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NA

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1.								
2.								
3.								
	TOTAL							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year -NA
- (a) Date of creation or acquisition of the capital asset(s).
 - (b) Amount of CSR spent for creation or acquisition of capital asset.
 - (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
 - (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) - NA

BY ORDER OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

**SD/-
APEKSHA KADAM
CHAIRPERSON OF CSR COMMITTEE
DIN: 08878724**

**SD/-
ANKUR AGRAWAL
DIRECTOR
DIN: 06408167**

**DATE : AUGUST 11, 2021
PLACE: MUMBAI**



CORPORATE GOVERNANCE REPORT

This Corporate Governance Report relating to the Financial year ended on March 31, 2021 has been prepared in compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and amendments thereof and forms a part of the Report of the Directors to the members of the Company.

Company’s Philosophy on Corporate Governance:

Our Corporate Governance practices are a reflection of our value system encompassing our culture, policies, and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders at all times. Corporate governance is about maximizing shareholders value legally, ethically and sustainably. At Comfort, the Board exercises its fiduciary responsibilities in the widest sense of the term.

The Company’s Corporate Governance philosophy is based on an effective independent Board, the separation of the Board’s supervisory role from the executive management and the Board Committees. Our Board has Independent Directors, highly respected for their professional integrity as well as rich experience and expertise. The Company has always strived to go beyond the Statutory and Regulatory requirements of Corporate Governance. Our endeavor is to follow good governance both in letter as well as in spirit.

THE BOARD OF DIRECTORS

Composition of Board of Directors

The Composition of the Board of Directors is in conformity with section 149 of the Companies Act, 2013 (“the Act”) read with Regulation 17 of the SEBI Listing Regulations, 2015.

The Board of Directors as on March 31, 2021 consisted of Four Directors, out of which, two Directors are Non- Executive Independent Directors, one Additional Executive Woman Director and one Director is Non-Executive Director.

The Composition of Board as on March 31, 2021 are as follows:

Sr. No.	Name of Directors	Designation
1.	Mr. Ankur Agrawal	Non-Executive Director and Chairman
2.	Mr. Devendra Lal Thakur	Non- Executive Independent Director
3.	Mr. Milin Ramani	Non- Executive Independent Director
4.	Mrs. Apeksha Kadam	Additional Director (Executive Woman Director)

Directorships and Committee Memberships/Chairmanships in other Companies as on March 31, 2021 are given below:-

Name of the Director	DIN	Category (Executive/ Non - Executive/ Independent)	No. of shares held in the Company	No. of Directorship in Other entities (1) (Including your Company)	Position in Committees in other entities (2) (Including your Company)	
					Member	Chairman
Mr. Ankur Agrawal	06408167	Non-Executive Non- Independent Director, Chairperson	-	6	7	1

Name of the Director	DIN	Category (Executive/ Non - Executive/ Independent)	No. of shares held in the Company	No. of Directorship in Other entities (1) (Including your Company)	Position in Committees in other entities (2) (Including your Company)	
					Member	Chairman
Mr. Devendra Lal Thakur	00392511	Non-Executive-Independent Director	4,294	4	3	5
Mr. Milin Ramani	07697636	Non-Executive-Independent Director	-	6	8	1
Mrs. Apeksha Kadam	08878724	Additional Director (Executive Woman Director)	-	5	0	1

- (1) Excluding Private Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act 2013, alternate Directorship and Memberships of Managing Committees of various Chambers/ Institutions/Boards.
- (2) Represents Chairmanship /Membership of Audit Committee and Stakeholders' Relationship Committees of other Companies.
- (3) None of the Directors on the Board holds Directorships in more than ten public companies. None of the Independent Directors serves as an Independent Director on more than seven listed entities. Further, none of the Director acts as a member of more than ten (10) committees or Acts as a chairman of more than five (5) committees across all Public Limited Companies in which they are Director.
- (4) No Director is related to any other Director on the Board in terms of the definition of 'Relative' given under the Companies Act, 2013.

➤ **Skills / Expertise / Core Competencies of the Board**

The Board of the Company is structured having requisite level of education/qualifications, professional background, sector expertise, special skills. The Board after taking into consideration the Company's nature of business, core competencies and key characteristics has identified the following core skills/ expertise/ competencies as required in the context of its business(es) & sector(s) for it to function effectively and which are currently available with the Board as per the below table.

Sr. No.	Name of Directors	Skills / expertise / competence	Category	Names of the other listed entities where the person is a Director
1.	Mr. Ankur Agrawal	<ul style="list-style-type: none"> ➤ Corporate Governance & Ethics ➤ Management & Strategy ➤ Business Administration ➤ Personnel Management ➤ Global Business Perspective ➤ Strategy and Planning ➤ Financial Management & Taxation 	Non-Executive Director, Chairman	<ul style="list-style-type: none"> ➤ Comfort Commotrade Limited ➤ Comfort Fincap Limited ➤ Luharuka Media & Infra Limited



Sr. No.	Name of Directors	Skills / expertise / competence	Category	Names of the other listed entities where the person is a Director
		<ul style="list-style-type: none"> ➤ Operations and General Management ➤ Audit & Accounts 		
2.	Mr. Devendra Lal Thakur	<ul style="list-style-type: none"> ➤ Corporate Governance & Ethics ➤ Management & Strategy ➤ Business Administration ➤ Personnel Management ➤ Global Business Perspective ➤ Strategy and Planning ➤ Financial Management & Taxation ➤ Operations and General Management ➤ Audit & Accounts 	Non-Executive Independent Director	<ul style="list-style-type: none"> ➤ Comfort Commotrade Limited ➤ Comfort Fincap Limited ➤ Luharuka Media & Infra Limited
3.	Mr. Milin Ramani	<ul style="list-style-type: none"> ➤ Corporate Governance & Ethics ➤ Management & Strategy ➤ Personnel Management ➤ Strategy and Planning ➤ Secretarial & Compliance ➤ Audit & Accounts 	Non-Executive Independent Director	<ul style="list-style-type: none"> ➤ Comfort Commotrade Limited ➤ Comfort Fincap Limited ➤ Luharuka Media & Infra Limited ➤ Tree House Education & Accessories Limited
4	Mrs. Apeksha Kadam	<ul style="list-style-type: none"> ➤ Management & Strategy ➤ Human Resource Management ➤ Business Administration ➤ Operations and General Management 	Additional Director (Executive Woman Director)	<ul style="list-style-type: none"> ➤ Comfort Commotrade Limited ➤ Comfort Fincap Limited ➤ Luharuka Media & Infra Limited

➤ **Number of Board Meetings**

During the financial year ended March 31, 2021, 5 (Five) Board Meetings were held on July 24, 2020, August 28, 2020, September 10, 2020, November 03, 2020 and February 11, 2021. The details of attendance of Directors at Board Meetings during the financial year 2020-21 and at the Annual General Meeting (AGM) of the Company are as reproduced as:

Sr. No.	Name of Director	Category	No. of Meetings attended			Attendance at AGM held on November 05, 2020
			Held During the tenure	Attended	% of attendance	
1	Mr. Ankur Agrawal	Non-Executive Director, Chairperson	5	5	100	Yes
2	Mr. Devendra Lal Thakur	Non-Executive –Independent Director	5	4	80	Yes

Sr. No.	Name of Director	Category	No. of Meetings attended			Attendance at AGM held on November 05, 2020
			Held During the tenure	Attended	% of attendance	
3	Mr. Milin Ramani	Non-Executive Independent Director	5	5	100	Yes
4	Ms. Divya Padhiyar *	Non- Executive – Independent Woman Director	5	5	100	Yes
5	Mrs Apeksha Kadam^	Additional Director (Executive Woman Director)	-	-	-	-

* Resigned w.e.f. February 11, 2021

^ Appointed w.e.f. February 11, 2021

➤ Independent Directors

Independent Directors play a vital role in the governance process of the Board and its Committees. With their expertise in various fields, they enrich the decision making process at the Board and the Committees level. The Appointment / Re-appointment of Independent Directors are carried out in a structured manner in accordance with the Provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The Nomination and Remuneration Committee identifies potential candidates based on certain criteria and considers the Diversity of the Board and accordingly makes such recommendations to the Board.

Meetings of the Independent Directors

During the year under review, as per the Schedule IV of the Act and the Rules there under mandate the Independent Directors should meet at least once in a year, without the attendance of non-Independent Directors and members of the Management.

During the year, the independent directors met once without the presence of the Management on February 11, 2021 and all Independent Directors were present at their Meeting.

➤ Performance evaluation of the Board

In terms of Section 178 of the Act and Regulation 19 read with Schedule II to the SEBI Listing Regulations, the Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the Board as a whole, its Committees and individual Directors. Based thereon, the evaluation was carried out by the Board. To improve the effectiveness of the Board and its committees, as well as that of each individual director, a formal and rigorous Board review is internally undertaken on an annual basis. The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness, on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Independent Director being evaluated.

In a separate meeting of Independent Directors, the performance evaluation of the Board as whole, Chairman of the Company and the Non Independent Directors was evaluated. The Board of Directors expressed their satisfaction with the evaluation process based on the recommendation of the Nomination & Remuneration Committee.



COMMITTEES OF THE BOARD:

The Board as on March 31, 2021 has following three Committees:

- Audit Committee;
- Stakeholders Relationship Committee;
- Nomination and Remuneration Committee and
- Corporate Social Responsibility Committee.

1) AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of SEBI Listing Regulations. The Committee comprises of three Directors out of which 2/3rd are Independent Directors and Chairperson of the committee is an Independent Director. All members are financially literate and bring in expertise in the fields of finance, accounting, development, strategy and management.

Number of Audit Committee Meeting during the financial year 2020-21 is as follow:

During the financial year under review, the Audit Committee met 4 (Four) times on July 24, 2020, September 10, 2020, November 03, 2020, and February 11, 2021.

Composition and Attendance of the members during the Financial Year 2020-21 are as follows:

Sr. No.	Name of Member	Category	Designation	No. of Meetings attended		
				Held During the tenure	Attended	% of attendance
1.	Mr. Devendra Lal Thakur	Non-Executive - Independent Director	Chairperson	4	3	75
2.	Mr. Ankur Agrawal	Non-Executive Director	Member	4	4	100
3.	Mr. Milin Ramani	Non-Executive - Independent Director	Member	4	4	100
4.	Ms. Divya Padhiyar*	Non-Executive - Independent Director	Member	4	4	100

* Resigned w.e.f February 11, 2021

Terms of Reference

The terms of reference stipulated by the Board of Directors to the Audit Committee are as contained under Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013.

2) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI Listing Regulations. The Nomination and Remuneration Committee comprises of three directors out of which majority are Independent directors and Chairperson of the committee is also an Independent Director.

Number of Nomination & Remuneration Committee Meeting during the financial year 2020-21 is as follow:

During the financial year under review, the Nomination & Remuneration Committee met 4 (Four) times held on July 24, 2020, September 10, 2020, November 3, 2020 and February 11, 2021.

Composition and Attendance of the members during the Financial Year 2020-21 is as follow:

Sr. No.	Name of Member	Category	Designation	No. of Meetings attended		
				Held During the tenure	Attended	% of attendance
1	Mr. Devendra Lal Thakur	Non-Executive - Independent Director	Chairperson	4	3	75
2	Mr. Milin Ramani	Non-Executive - Independent Director	Member	4	4	100
3	Ms. Divya Padhiyar ^	Non-Executive – Independent Director	Member	4	4	100
4	Mr. Ankur Agrawal#	Non Executive Non Independent Director	Member	-	-	-

^ Resigned w.e.f February 11, 2021

Member w.e.f. February 11, 2021

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee are as contained under Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013.

Remuneration Policy

Your Company's Nomination and Remuneration Policy for Directors and Senior Managerial Personnel approved by the Nomination and Remuneration Committee and the Board It is driven by the success and performance of the individual employees and the Company. Through its compensation programme, Company endeavors to attract, retain, develop and motivate a high performance workforce The purpose of the Remuneration Policy is to establish and govern the procedure applicable:

- To evaluate the performance of the members of the Board.
- To ensure remuneration payable to Directors, KMP's & other Senior Management strike appropriate balance and commensurate among others with the functioning of the Company and its long term objectives.
- To retain motivate and promote talent within the Company and to ensure long term sustainability of the managerial persons and create competitive advantage.

The policy inter-alia covers the Directors' appointment and remuneration, Key Managerial Personnel and other senior management appointment and remuneration.



The Remuneration Policy as required under Section 178 of the Companies Act, 2013, is available on the website of the Company and can be accessed at web link <http://www.comfortintech.com/Investorrelation>.

a. Pecuniary Relationship or Transactions with Non-Executive Directors.

During the year, there were no pecuniary relationships or transactions entered into between the Company and any of its Non-Executive / Independent Directors apart from payment of sitting fees and / or commission / perquisites as approved by the members.

b. Criteria of making payment of Remuneration to Non-Executive Directors

Non-Executive Directors (“NEDs”) are paid remuneration by way of Sitting Fees;

- During the financial year 2020-21, no Commission was paid to the Non-Executive Directors;
- No amount by way of loan or advance has been given by the Company to any of its Directors;
- The sitting fees payable to the NEDs for attending the Board and Committee meetings is fixed subject to the statutory ceiling. The detail of sitting fees paid to the Non-Executive Independent Director and Non- Executive Non-Independent Directors for the financial year 2020-21 are given in **Annexure 3** of the boards Report.

c. Details of Remuneration paid to Executive Director:

The details of remuneration paid to the Executive Directors for the Financial Year 2020-21 are given in **Annexure 3** of the Board’s Report.

3) STAKEHOLDERS’ RELATIONSHIP COMMITTEE

Company’s Stakeholders’ Relationship Committee is constituted pursuant to section 178 (5) of Companies Act, 2013 and Regulation 20 of SEBI Listing Regulations. The Committee comprises of three directors out of which two are Independent Directors. The Chairperson of the Committee is Independent Director.

Number of Stakeholders’ Relationship Committee Meetings held during the financial year 2020-21 is as follow:

During the financial year under review, the Stakeholders’ Relationship Committee met 4 (Four) on July 24, 2020, September 10, 2020, November 03, 2020, and February 11, 2021.

Composition and Attendance of the members during the financial year 2020-21 is as follow:

Sr. No.	Name of Member	Category	Designation	No. of Meetings attended		
				Held During the tenure	Attended	% of attendance
1	Mr. Milin Ramani	Non-Executive - Independent Director	Chairperson	4	4	100
2	Mr. Devendra Lal Thakur	Non-Executive Independent Director	Member	4	3	75
3	Ms. Divya Padhiyar ^	Non-Executive - Independent Director	Member	4	4	100
4	Mr. Ankur Agrawal	Non-Executive – Non-Independent Director	Member	4	4	100

^Resigned w.e.f February 11, 2021

Terms of Reference:

The terms of reference of the Stakeholders' Relationship Committee are as contained under Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013.

Status of Transfers

There were no pending share transfers as on March 31, 2021.

Complaints

The details of shareholders' complaints received and disposed of during the year under review are as follows:

Sr. No.	STATUS OF INVESTOR COMPLAINTS	
1	Pending at the beginning of the financial year	0
2	Received during the financial year	0
3	Disposed off during the financial year	0
4	Pending at the end of the financial year	0

4) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Company's Corporate Social Responsibility Committee is constituted pursuant to section 135 of Companies Act, 2013 and rules framed under Schedule VII as applicable, besides other terms as referred by the Board of Directors. The Committee comprises of four directors out of which two are Independent Directors. The Chairperson of the Committee is Executive Director.

The Corporate Social Responsibility Committee Meeting was held on February 11, 2021

Composition and Attendance of the members during the financial year 2020-21 is as follow:

Sr. No.	Name of Member	Category	Designation	No. of Meetings attended		
				Held During the tenure	Attended	% of attendance
1	Mrs. Apeksha Kadam #	Additional Director (Executive Woman Director)	Chairperson	1	1	100
2	Mr. Devendra Lal Thakur	Non-Executive – Independent Director	Member	1	1	100
3	Mr. Milin Ramani	Non-Executive Independent Director	Member	1	1	100
4	Ms. Divya Padhiyar^	Non-Executive - Independent Director	Member	-	-	-
5	Mr. Ankur Agrawal	Non-Executive – Non-Independent Director	Chairperson	1	1	100

^Resigned w.e.f. February 11, 2021

#Appointed w.e.f. February 11, 2021



Code of Conduct

Regulation 17(5) of the SEBI Listing Regulations requires listed companies to lay down a code of conduct for its directors and senior management, incorporating duties of directors as laid down in the Companies Act, 2013. The Company has also adopted a Code of Conduct for Directors and senior management. A declaration duly signed by the Chief Executive Officer has been annexed to this report. The code of conduct has been posted on the website of the Company [http:// www.comfortintech.com/Investorrelation](http://www.comfortintech.com/Investorrelation)

➤ **GENERAL BODY MEETINGS**

a. Details of Date, Time, Location and Special Resolutions Passed during last three years

YEAR	LOCATION	DATE	TIME	NATURE OF SPECIAL RESOLUTIONS IF ANY PASSED
2017-18	Hotel Cidade De Daman, Devka Beach, Nani Daman - 396210 (U.T of Daman and Diu)	September 01, 2018	04.30 P.M	To revise the remuneration payable to Mr. Anil Agrawal, (DIN: 00014413), Managing Director of the Company. 2. To Consolidate Face Value of Equity Shares of The Company 3. To Alter Memorandum of Association of the Company 4. Approval/ratification of the Related Party Transaction(s) of the Company. 5. To Alter the Main Objects of the Memorandum of Association of the Company 6. Consent of Members for increase in the limits applicable for making investments /extending loans and giving guarantees or providing securities in connection with loans to Persons/Bodies Corporate 7. Providing loan(s), guarantee(s) and security(ies) pursuant to Section 185 of the Companies Act, 2013.
2018-19	The Gold Beach Resort, Plot No. 2/1-B & 2/1-C, Devka Beach Road, Marwad, Nani Daman, Daman- 396210 (U.T of Daman and Diu)	September 14, 2019	04.30 P.M	Appointment of Mr. Ankur Anil Agrawal (DIN: 06408167) as a Non - Executive Non - Independent Director. 2. To appoint Mr. Milin Jagdish Ramani (DIN: 07697636), as Non-Executive Independent Director of the Company to hold office for a term of 5 consecutive years i.e. from June 29, 2019 to June 28, 2024. 3. To approve and ratify the Related Party Transactions

YEAR	LOCATION	DATE	TIME	NATURE OF SPECIAL RESOLUTIONS IF ANY PASSED
2019-20	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") so the deemed venue shall be the registered office of the Company	November 05, 2020	3:30 P.M	<ol style="list-style-type: none"> 1. To appoint Ms. Divya Padhiyar (DIN: 08598655), as Non-Executive Independent Director of the Company to hold office for a term of 5 consecutive years i.e. from October 30, 2019 to October 29, 2024 2. To approve the Related Party Transactions 3. To consider and approve for creation of Security on the properties of the Company, both present and future, in favour of Lenders. 4. To consider and approve borrowing money (ies) for the purpose of business of the company.

b. Extra-Ordinary General Meetings

There were no Extra-Ordinary General Meetings held during the year under review.

c. Means of Communication

- **Website:** Your Company maintains a website www.comfortintech.com, wherein there is a dedicated section 'Investor Relation'. The website provides details, inter alia, about the Company, its performance including quarterly financial results, annual reports, press release, investor presentation, share price data, unpaid dividend details, shareholding pattern, contact details, etc.
- **Extracts** of the Quarterly / Half-yearly / Annual results subjected to Limited Review / Audit Report by Statutory Auditors are generally published in the Free Press Gujarat and Lokmitra and also made available on the website of the Company at web link <http://www.comfortintech.com/Investorrelation>. Other information relating to Shareholding Patterns and other Compliance requirement are uploaded on BSE Portals and on Company's website at <http://www.comfortintech.com/Investorrelation>.
- **Stock Exchange:** BSE's Listing Centre is a web-based application designed by the BSE Limited for Corporate. All periodical compliance filings like Quarterly Results, Shareholding Pattern, Corporate Governance Report, Statement of Investor Complaints and others are in accordance with the SEBI Listing Regulations filed electronically.
- **Investor Servicing:** E-mail ID: info@comfortintech.com has been designated for the purpose of registering complaints by shareholders or investors. Investors can raise complain on SEBI Complaints Redress System (SCORES) or mail to RTA on info@bigshareonline.com

d. Compliance Officer

- Mr. Hiren Gediya was appointed as Company Secretary and Compliance Officer of the Company w.e.f. July 15, 2020. Further, after the year under review, Mr. Hiren Gediya, Company Secretary of the Company, resigned w.e.f. July 15, 2021 and the Company had accepted the same.
- After the year under review, the Board approved appointed of Ms. Nidhi Busa, an Associate Member of Institute of Company Secretaries of India, as Company Secretary and Compliance Officer of the Company with effect from August 11, 2021 as recommended by Nomination and Remuneration Committee.



e. Strictures and Penalties

The Company has complied with all requirements specified under the SEBI listing Regulations as well as other Regulations and guidelines of SEBI Except Section 15-I of Securities and Exchange Board of India Act, 1992 read with rule 5 of SEBI (Procedure For Holding Inquiry And Imposing Penalties By Adjudicating Officer) Rules, 1995 and accordingly, the company had paid penalty of ₹ 1,00,000/- (Rupees One Lakh Only) vide Adjudication order No.: Order/AP/SK/2020-21/10006 dated December 28, 2020.

➤ **GENERAL SHAREHOLDERS INFORMATION**

a. Annual General Meeting (“AGM”) for the F.Y. 2020-21:

Day and Date	Wednesday, September 29, 2021
Time	04:30 P.M.
Venue	Annual General Meeting (AGM) to be conducted through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), pursuant to MCA circular dated 05.05.2020 read with circulars dated 08.04.2020 and 13.04.2020, without physical presence of Members at a common venue.

b. Capital structure:

CIN	L74110DD1994PLC001678
Authorised Capital	40,00,00,000/-
Issued and Subscribed Capital	31,99,71,540/-
Paid up Capital	31,99,38,080/-

c. Listing on Stock Exchanges:

Name of Stock Exchange	BSE Limited
Stock Code	531216
ISIN	INE819A01031

Annual Listing Fees for the F.Y. 2020-21 and 2021-22 has been paid to the above Stock Exchange.

d. The Financial year and tentative calendar:

The Company follows the financial year from April 01 to March 31. Subject to the extension provided by the regulatory due to the Pandemic situation in the Country, Tentative schedule for declaration of financial results during the financial year 2021-22.

Tentative schedule of Financial reporting for:	
Quarter ending June 30, 2021	Second Week August 2021
Quarter ending September 30, 2021	Second Week November 2021
Quarter ending December 31, 2021	Second Week February 2022
Financial year ending March 31, 2022	Fourth week of May 2022

e. Book Closure Date : Wednesday, September 22, 2021

f. Dividend payment date: No Dividend is recommended for the period under review

g. Address of Correspondence:

Registered Office : 106, Avkar Algani Nagar, Kalaria, Daman, Daman & Diu, 396210

Corporate Office : A-301, Hetal Arch, S.V. Road, Malad (West), Mumbai - 400 064 Tel: 022-68948508
Email: info@comfortintech.com ; Website: www.comfortintech.com

h. GDRs / ADRs / Warrants or any Convertible instruments:

The Company does not have any outstanding GDRs/ ADRs/ Warrants/Convertible Instruments as on March 31, 2021.

i. Suspension of Trading In Securities:

There was no suspension of trading in securities of the Company during the year under review.

j. Plant Location:

The Company does not have any plants.

k. Reconciliation of Share Capital Audit:

As required under Regulation 76 of the Securities & Exchange Board of India (Depositories and Participants) Regulation, 2018 as amended, quarterly audit of the Company's share capital is being carried out by Independent Company Secretary in Practice with a view to reconcile the total Share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Certificate in regard to the same has been submitted to BSE Limited and is also placed before the Board of Directors.

l. Stock Market Data:

High, Low Price and Trading Volume of the Company's Equity Shares during F.Y. 2020-21 at BSE Limited is given below:

BSE Ltd.			
Period	High (Rs.)	Low (Rs.)	Volume Traded
April-20	3.52	2.22	45,295
May-20	4.65	3.15	1,08,169
Jun-20	6.93	4.30	1,45,591
Jul-20	7.67	3.94	1,73,585
Aug-20	4.97	3.92	36,770
Sep-20	5.25	3.73	64,038
Oct-20	5.70	4.56	47,061



BSE Ltd.			
Period	High (Rs.)	Low (Rs.)	Volume Traded
Nov-20	6.47	4.56	73,559
Dec-20	8.25	4.61	3,01,565
Jan-21	8.58	5.77	2,60,253
Feb-21	7.22	5.20	2,84,097
Mar-21	7.99	6.55	2,33,618

m. Performance of Comfort Intech Limited Share price in comparison to BSE Sensex:

Month	S & P BSE SENSEX			Comfort Intech Limited		
	High	Low	Close	High Price	Low Price	Close Price
Apr-20	33887.25	27500.79	33717.62	3.52	2.22	3.52
May-20	32845.48	29968.45	32424.1	4.65	3.15	4.51
Jun-20	35706.55	32348.1	34915.8	6.93	4.30	6.80
Jul-20	38617.03	34927.2	37606.89	7.67	3.94	3.94
Aug-20	40010.17	36911.23	38628.29	4.97	3.92	4.33
Sep-20	39359.51	36495.98	38067.93	5.25	3.73	5.25
Oct-20	41048.05	38410.2	39614.07	5.70	4.56	5.00
Nov-20	44825.37	39334.92	44149.72	6.47	4.56	4.85
Dec-20	47896.97	44118.1	47751.33	8.25	4.61	6.94
Jan-21	50184.01	46160.46	46285.77	8.58	5.77	5.91
Feb-21	52516.76	46433.65	49099.99	7.22	5.20	7.22
Mar-21	51821.84	48236.35	49509.15	7.99	6.55	7.01

n. Distribution of Share Holding (in Shares) As on March 31, 2021:

SR NO	SHAREHOLDING OF NOMINAL		NUMBER OF SHAREHOLDERS	% TO TOTAL	SHARES	% TO TOTAL
1	1	500	4985	76.4805	7021780	2.1947
2	501	1000	583	8.9445	4757720	1.4871
3	1001	2000	345	5.2930	5214980	1.6300
4	2001	3000	157	2.4087	4027550	1.2589
5	3001	4000	74	1.1353	2614140	0.8171
6	4001	5000	67	1.0279	3175910	0.9927
7	5001	10000	118	1.8104	8851910	2.7668
8	10001	999999999	189	2.8997	284274090	88.8528
	TOTAL		6518	100.0000	319938080	100.0000

o. Shareholding Pattern (Category Wise) As on March 31, 2021:

Sr No	CATEGORY	Total Shareholders	% of Shareholders	Total Shares	% of Shares
1	Clearing Member	23	0.35	148909	0.47
2	Corporate Bodies	55	0.84	557877	1.74
3	Corporate Bodies (Promoter Co)	2	0.03	15696925	49.06
4	Foreign Portfolio Investor	1	0.02	476723	1.49
5	IEPF	1	0.02	46779	0.15
6	Non Resident Indian	33	0.51	22849	0.07
7	Promoters	5	0.08	1638404	5.12
8	Public	6398	98.16	13405342	41.90
	TOTAL	6518	100.00	31993808	100.00

p. List of the Top 10 Shareholders of the Company (Excluding Promoter Group) As on March 31, 2021:

Sr. No	Category	Total Shares	Percent (%) of Total Shares
1	Mukut Behari Agarwal	511191	1.60
2	Jatin Haresh Mehta	489500	1.53
3	Aidos India Fund Ltd	476723	1.49
4	Brijesh Haresh Mehta	462900	1.45
5	Darshan Doshi	449500	1.41
6	Sunita Agarwal	379815	1.19
7	Arunkumar Dalichand Khara	335000	1.05
8	Amitkumar Arunkumar Khara	335000	1.05
9	Mayurkumar Arunkumar Khara.	330000	1.03
10	Shyamsurat Rajbali Singh	344756	1.08

q. Dematerialization of Shares & Liquidity:

Break-up of shares in physical & electronic mode as on March 31, 2021.

Mode	No of shareholders	% of total shareholders	No of shares	% of total shares
NSDL	2819	43.25	4379914	13.69
CDSL	3600	55.23	27552530	86.12
PHYSICAL	99	1.52	61364	0.19
Total	6518	100	31993808	100



r. Share Transfer System:

SEBI vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of the SEBI Listing Regulations pursuant to which from 1st April, 2019, onwards securities can be transferred only in dematerialized form. However, it is clarified that, members can continue holding shares in physical form. Our Registrar and Transfer Agent registers securities sent for transfer in physical form within 15 days from the receipt of the documents, if the same are found in order.

The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI Listing Regulations and files a copy of the certificate with the Stock Exchange.

s. Details of Unclaimed Dividend:

Pursuant to provisions of Section 125 of the Companies Act, 2013 the amount of Dividend which has remained unclaimed / unpaid for a period of 7 consecutive years from the date of transfer of such amount to unpaid dividend account is required to be transferred to Investors Education and Protection Fund (IEPF) Authority established by Central Government. Accordingly, all the members who have not encashed the dividend warrants since financial year 2014-15 and thereafter are requested to take steps to contact the RTA of the Company.

In case the members have any queries on the subject matter and the Rules, they may contact the Company's RTA. The members / claimants whose shares and / or, unclaimed dividend, etc. have been transferred to IEPF Authority may claim the shares and unclaimed dividend by making an application to IEPF Authority by following procedure as mentioned under IEPF Rules.

Financial year	Date of Declaration	Tentative dates for transfer of shares and dividend to IEPF
2014-15	26-09-2015	01-11-2022
2015-16	17-09-2016	21-10-2023
2016-17	16-09-2017	21-10-2024
2017-18	01-09-2018	18-10-2025

t. Transfer of Concerned Equity Shares to Investor Education and Protection Fund Authority:

Pursuant to applicable provisions of the Companies Act, 2013 read with IEPF Rules, the shares on which dividend is not claimed by the shareholders for a consecutive period of 7 years from the date of transfer of such amount to unpaid dividend account is required to be transferred to Investors Education and Protection Fund (IEPF) Authority established by Central Government. In case the members have any queries on the subject matter and the Rules, they may contact the Company's RTA. The members / claimants whose shares and / or, unclaimed dividend, etc. have been transferred to IEPF Authority may claim the shares and unclaimed dividend by making an application to IEPF Authority by following procedure as mentioned under IEPF Rules.

u. Green Initiatives for Sending Communication:

The Company requests the Shareholders to register their Email ID with Depository Participants (DPs)/ RTA in best the interest of environment so that Annual report and other communications can be sent electronically to all the members.

v. Compliances with Corporate Governance disclosure requirements as specified in the SEBI Listing Regulations:

The Company complies with all mandatory requirements as per Regulation 17 to 27 and sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations. Further, as required by Schedule V of the SEBI Listing Regulations, the Certificate on Corporate Governance received from M/s. Mitesh J Shah & Associates, Company Secretaries is annexed to the Report. Further, other mandatory requirements are not applicable to the Company.

w. Vigil Mechanism / Whistle Blower Policy:

In compliance with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations, the Company has established a Whistle Blower Policy and the same is placed on the web site of the Company at web link <http://www.comfortintech.com/Investorrelation>. The Company has a Whistle Blower Policy for Directors and Employees to report their concerns about unethical behavior, leakage of unpublished price sensitive information, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguards against victimisation of Director(s) and / or Employee(s) who avail the mechanism.

x. Website:

The Company has its own functional website <http://www.comfortintech.com> as required by the SEBI Listing Regulations, where information about the Company, quarterly and Annual Audited Financial Results, Annual Reports, distribution of shareholding at the end of each quarter, official press releases, and information required to be disclosed under Regulation 30(8) and 46 of the SEBI Listing Regulations, etc. are regularly updated. Further, all the updated policies of the Company are available at the website of the Company.

y. Disclosure relating to Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company's Policy provides for protection against sexual harassment of women employees at workplace and for prevention and redressal of such complaints. The Company has zero tolerance towards any action on the part of any employee which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to provide a safe and conducive work environment to all its employees and associates to uphold and maintain the dignity of every women employee working in the Company.

The following is reported pursuant to Section 22 of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- a) Number of complaints received in the year : Nil
- b) Number of complaints disposed off during the year : Nil
- c) Number of cases pending more than ninety days: Nil
- d) Number of workshops or awareness programme against sexual harassment carried out: The company has conducted online training for creating awareness against sexual harassment against women at the work place.
- e) Nature of action taken by the employer or district officer: Not applicable.



z. Codes and Policies:

The Board has adopted all applicable Codes and Policies in terms of the requirements of the Companies Act, 2013, the SEBI Listing Regulations and also under SEBI (Prohibition of Insider Trading) Amendment, Regulations, 2018. The requisite Codes and / or Policies are posted on the Company's website at <http://www.comfortintech.com/> and references to these codes and policies have been given at relevant sections in this report.

4. Compliance with non mandatory requirement under SEBI Listing Regulations:

- **The Board of Directors** - Mr. Ankur Agrawal, Chairman of the Company is a Non Executive Director, only sitting fees for the Meeting attended was paid.
- **Shareholders Rights:** Quarterly/ Half Yearly / Yearly Results are subjected to Limited Review by Statutory Auditors and are generally published in Financial Express & Duranto Batra newspaper having wide circulation. The said Results are made available on the website of the Company <http://www.comfortintech.com/Investorrelation> Other information relating to shareholding pattern and other requisite matters are uploaded on BSE website and on the Company's website in the investors section.
- **Modified Opinion(s) in Audit Report** - The Company's Financial Statements for the financial year 2020 –21 has the modified opinion and the management's explanation on the said modified opinion appears in the Board's report.
- **Reporting of Internal Auditor** - The Internal Auditor report directly to the Audit Committee, attends the Audit Committee meetings, and interacts directly with the Audit Committee members.

5. Other Disclosure

i. Policy on Related Party Transactions

All the transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI Listing Regulations during the financial year were in the ordinary course of business and on an arm's Length Price or fair value basis. There were no transactions with related parties during the financial year which were in conflict of the interest of the Company. Suitable disclosures as required by the Indian Accounting Standard (Ind AS-24) have been made in the notes to the Financial Statements. As required under Regulation 23(1) of the SEBI Listing Regulation, the Company has the policy on dealing with Related Party Transactions. The policy has been uploaded on the website of the Company and can be accessed at web link <http://www.comfortintech.com/Investorrelation>.

ii. Policy on Material Subsidiary Companies

The Company has a policy on Material Subsidiary and the same is placed on the website of the Company at web link <http://www.comfortintech.com/Investorrelation>. During the period under review there are no subsidiaries of the Company.

iii. Compliance with Accounting Standards / Ind AS

All applicable Ind AS have been consistently applied. Financial statements of the Company are prepared in accordance with the Indian Accounting Standards.

iv. Internal Control System

The Company has a formal system of internal control testing which examines both, the design effectiveness and operational effectiveness to ensure reliability of Financial and Operational information and all statutory / regulatory Compliances. The Company's business processes have a robust Monitoring and Reporting process resulting in Financial discipline and Accountability.

- v. Total fees paid to Statutory Auditors of the Company is Rs.3,25,000/- for financial year 2020-21, for all services\ on a consolidated basis.

vi. Certificate from Practicing Company Secretary

A Certificate has been received from, M/s. Mitesh J. Shah & Associates Practicing Company Secretaries, that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

vii. Details of preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of the SEBI Listing Regulations

The Company has not raised funds through preferential allotment or qualified institutional placement.

viii. Chief Executive Officer and Chief Financial Officer Certification

The Chief Executive Officer and the Chief Financial Officer of the Company have issued a certificate pursuant to the provisions of the SEBI Listing Regulations certifying that the Financial Statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs as at March 31, 2021. The said certificate is annexed and forms part of this report.

ix. Recommendations of Committees of the Board

There were no instances during the financial year 2020-21, wherein the Board had not accepted recommendations made by any committee of the Board.

x. Registrar to an Issue and Share Transfer Agent

BIGSHARE SERVICES PVT. LTD.

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri (East), Mumbai - 400059
Tel: 022-62638200 Fax: 022-62638299
Website: www.bigshareonline.com;
Email ID: investor@bigshareonline.com



xi. Depository for Equity Shares

National Securities Depository Limited Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 Tel : 91 22 2499 4200 Fax : 91 22 2497 6351	Central Depository Services (India) Limited Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai – 400 013. Tel: 91 22 23058658
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BY ORDER OF THE BOARD OF DIRECTORS OF COMFORT INTECH LIMITED

Sd/-
ANKUR AGRAWAL
DIRECTOR & CHAIRMAN
DIN: 06408167

DATE : AUGUST 11, 2021
PLACE: MUMBAI

DECLARATION PURSUANT TO SCHEDULE V OF THE LISTING REGULATIONS

DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT OF THE COMPANY BY THE BOARD MEMBERS AND SENIOR MANAGERIAL PERSONNEL

To the members of Comfort Intech Limited,

In accordance with Regulation 26 (3) and Schedule V of the Listing Regulations, I hereby declare that the Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct as applicable to them for the year ended March 31, 2021.

For COMFORT INTECH LIMITED

SD/-

ANIL AGRAWAL

CHIEF EXECUTIVE OFFICER

Place : Mumbai

Date : AUGUST 11, 2021

CHIEF EXECUTIVE DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Comfort Intech Limited ('the Company'), to the best of my knowledge and belief, certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with applicable laws and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or which violate the Company's Code of Conduct.
- (c) We hereby declare that, all Board Members and Senior Managerial Personnel have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) We are responsible for establishing and maintaining Internal Controls for financial reporting and that we have evaluated the effectiveness of Internal Control Systems of the Company pertaining to Financial Reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
- i. significant changes, if any, in internal controls over financial reporting during the year;
 - ii. significant changes, if any, in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For COMFORT INTECH LIMITED

SD/-

ANIL AGRAWAL

CHIEF EXECUTIVE OFFICER

For COMFORT INTECH LIMITED

SD/-

KAILASH PUROHIT

CHIEF FINANCIAL OFFICER

PLACE : MUMBAI

DATE : JUNE 21, 2021



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
Comfort Intech Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Comfort Intech Limited CIN: L74110DD1994PLC001678,, having its registered office at 106, Avkar Algani Nagar, Kalaria Daman 396210 and its corporate office at 301, 3rd Floor, A Wing, Hetal Arch S.V. Road, Malad Mumbai - 400064 (hereinafter called "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the following Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Details of Directors:

Sr. No.	Name of the Directors	DIN	Date of appointment in Company
1	Devendralal Rambharose Thakur	00392511	24/11/2015
2	Ankur Anil Agrawal	06408167	29/06/2019
3	Milin Jagdish Ramani	07697636	29/06/2019
4	Apeksha Santosh Kadam	08878724	11/02/2021

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

Mitesh J. Shah
Practicing Company Secretary
FCS No. 10070
C. P. No. 12891
UDIN No: F010070C000487646

Date: 21 June, 2021
Place: Mumbai

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

(In terms of Regulation 34(3) and Schedule V (E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Comfort Intech Limited

We have examined the compliance of conditions of Corporate Governance by **Comfort Intech Limited** **CIN: L74110DD1994PLC001678**, having its registered office at 106, Avkar Algani Nagar, Kalaria Daman 396210 and its corporate office at 301, 3rd Floor, A Wing, Hetal Arch S.V. Road, Malad Mumbai - 400064 (hereinafter called "the Company") for the year ended on March 31, 2021, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we hereby certify that the Company has complied with the conditions of Corporate Governance to the extent applicable, as stipulated in the provisions specified in chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Listing Agreement of the said Company with stock exchange.

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

This certificate is issued solely for the purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For Mitesh J. Shah & Associates
(Company Secretaries)

Mitesh J. Shah
Proprietor
FCS No.: 10070
C. P. No.: 12891
UDIN No: F010070C000487679

Date: 21 June, 2021
Place: Mumbai



MANAGEMENT DISCUSSION & ANALYSIS REPORT

MACROECONOMIC OVERVIEW

India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

India's real gross domestic product (GDP) at current prices stood at Rs. 135.13 lakh crore (US\$ 1.82 trillion) in FY21, as per the provisional estimates of annual national income for 2020-21.

India is the fourth-largest unicorn base in the world with over 21 unicorns collectively valued at US\$ 73.2 billion, as per the Hurun Global Unicorn List. By 2025, India is expected to have ~100 unicorns by 2025 and will create ~1.1 million direct jobs according to the Nasscom-Zinnov report 'Indian Tech Start-up'.

India needs to increase its rate of employment growth and create 90 million non-farm jobs between 2023 and 2030's, for productivity and economic growth according to McKinsey Global Institute. Net employment rate needs to grow by 1.5% per year from 2023 to 2030 to achieve 8-8.5% GDP growth between 2023 and 2030.

Numerous foreign companies are setting up their facilities in India on account of various Government initiatives like Make in India and Digital India. Mr. Narendra Modi, Prime Minister of India, launched Make in India initiative with an aim to boost country's manufacturing sector and increase purchasing power of an average Indian consumer, which would further drive demand and spur development, thus benefiting investors. The Government of India, under its Make in India initiative, is trying to boost the contribution made by the manufacturing sector with an aim to take it to 25% of the GDP from the current 17%. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

As indicated by provisional estimates released by the National Statistical Office (NSO), India posted a V-shaped recovery in the second half of FY21. As per these estimates, India registered an increase of 1.1% in the second half of FY21; this was driven by the gradual and phased unlocking of industrial activities, increased investments and growth in government expenditure.

As per the Reserve Bank of India's (RBI) estimates, India's real GDP growth is projected at 9.5% in FY22; this includes 18.5% increase in the first quarter of FY22; 7.9% growth in the second quarter of FY22; 7.2% rise in the third quarter of FY22 and 6.6% growth in the fourth quarter of FY22.

India is expected to be the third largest consumer economy as its consumption may triple to US\$ 4 trillion by 2025, owing to shift in consumer behavior and expenditure pattern, according to a Boston Consulting Group (BCG) report. It is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by 2040 as per a report by PricewaterhouseCoopers.

The January 2020 growth forecast of FY 2020-21 for the Indian economy has slashed to 1.9% from 5.8%. This comes at a time when the global economy has hit the worst recession since the Great Depression as a result of the collapse in economic activity due to the corona virus-induced lockdown. In its latest World Economic Outlook report, the IMF projects a rebound in the growth of the Indian economy in CY 2021, at a rate of 7.4% and FY 2019-20 growth at 4.2%, down from 4.8% as estimated in January 2020. India has been placed among the fastest-growing emerging economies of the world. India is among the handful of countries which is projected to cling on to a positive growth rate at 1.9% and this is the highest GDP growth rate among the G-20 economies, as estimated by the IMF.

As per IMF, the Indian economy is expected to contract in line with the global economy following stricter and extended periods of lockdown. Similarly, India has been downgraded by Moody's to Baa3 with a negative outlook on the pretext of slower growth, rising debt, weakening of debt affordability and stress in financial system. In the current situation in India both

the key interest rate and GDP are expected to fall further. The economy is expected to contract sharply in the first half with humungous losses in the first quarter.

ABOUT THE COMFORT INTECH LIMITED

Business Overview

Comfort Intech Limited (CIL) was originally incorporated as public Limited company in the name of Comfort Finvest Limited on 17th October, 1994 subsequently the name of company was changed to Comfort Intech Limited and a fresh Certificate of Incorporation was obtained on 24th March, 2000. Currently, the company is engaged in the business of trading goods including but not limited to fans, fabrics, water heater and monoblock pumps on the e-commerce marketplace platforms and the immediate suppliers of the marketplace platforms. Further, the Company vide Postal Ballot Result dated March 02, 2019, altered Main Object Clause of Memorandum of Association of the Company to facilitate the Company to enter into business areas and to carry on the business as distillers, manufacturers, procurers, importers, exporters, agents, brokers, suppliers, processors, vendors, bottlers, distributors, stockists, dealers, godown keepers, C&F Agents, delcredere agents, marketers, merchandisers, wholesalers of all types of spirits, whether rectified or otherwise, including India Made Foreign as well as Country, Beverage and others similar products.

FINANCIAL PERFORMANCE

On a Consolidated basis, the Company registered revenue from operations of Rs. 12241.85 lakhs for the year ended March 31, 2021 as compared to Rs. 8343.33 lakhs in the previous year ended March 31, 2020. The Company registered a profit of Rs.1158.54 lakhs for the year ended March 31, 2021 as compared to loss of Rs. 531.74 lakhs in the previous year ended March 31, 2020. Further details are included in notes to Accounts of Consolidated Financial Statement.

On a Standalone basis, the Company registered revenue from operations of Rs. 12241.85 lakhs for the year ended March 31, 2021 as compared to Rs. 8343.33 in the previous year ended March 31, 2020. The Company registered a Profit of Rs. 612.77 lakhs for the year ended March 31, 2021 as compared to Loss of Rs. 363.01 lakhs in the previous year ended March 31, 2020. Further details are included in notes to Accounts of Standalone Financial Statement.

Details of Significant changes, if any, in the Key Financial Ratios, along with the detailed explanation thereof:

Key Ratios	FY21	FY 20
Debt/Equity Ratio	0.35	0.09
Return on Net worth	0.05	-0.01
Interest Coverage Ratio	14.29	0.03
Net profit Ratio	0.04	-0.01
Return on Capital Employed	0.06	0.00
Basic EPS	1.51	-0.20

SWOT ANALYSIS:

STRENGTHS

- Focused in new Business: The Company is involved in the activities of trading in consumer appliances products, natural gypsum, tissues, leasing of properties and business of Liquors, Wines, Indian Made Foreign Liquor, and Country Liquor etc.



- Growing urbanization has introduced a larger consumer group, mainly young men and women to alcoholic beverages and has resulted in more consumers willing to try new products.
- The Company has been making steady progress in the business of liquor
- The board of our Company comprises of qualified professionals, experienced in the industry. Chief Executive Officer of the Company, Mr. Anil B. Agrawal, Chartered Accountant, has nearly 31 years of experience in financial services.

WEAKNESS

- The ban on alcohol in some states in India, such as Bihar, Kerala, and Gujarat, has adversely affected the sales of alcoholic beverages.
- Limited Flexibility in pricing in liquor Industry.
- Increase in price inputs can cause upward pricing.
- Multiplicity of Taxes in liquor Industry.
- Regulatory Hurdles: Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector.

OPPORTUNITIES

- Demographic changes and under penetration.
- Alcoholic beverages are considered a sunrise industry owing to its high-growth potential and increasing social acceptance.

THREATS

- The alcohol industry in India is highly regulated. The industry also falls under the purview of national laws and regulatory bodies, such as the Food Safety and Standards Authority of India (FSSAI). Compliance with relevant regulations results in higher operating costs and also limits the Company's ability to quickly capitalise on the opportunities that Indian market offers.
- Restriction on direct promotion: Advertising by alcohol manufacturers in India is banned, as a result the companies have to depend on surrogate advertising (like glasses, mineral water, music items having identical brand names). The advertisement can legally be undertaken only at the point of sale.
- Unpredictable revisions in the tax system, laws and regulations in liquor Industry.
- Changes in political and economic factors.
- Increasing Competition liquor Industry.
- Longer than expected slowdown in the economy due to COVID.

Also, the increasing risk of a second wave of the deadly virus across the globe and a cautious trade by global investors ahead of the US Federal Reserve meet outcome continued to weigh on markets by creating huge volatility.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Internal control measures includes adherence to systemic controls, information security controls, as well as, role based/ need based access controls. Further, the existing systems and controls are periodically reviewed for change management in the situations of introduction of new processes / change in processes, change in the systems, change in personnel handling the activities and other related activities

The Company has established a robust framework for internal financial controls. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. Company's systems of Internal Financial Control is aligned with the requirements of the applicable laws, and on lines of generally accepted risk based framework, covering key functions and departments. The Company's Internal Controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information.

The Board has put in place various internal controls to be followed by your Company to ensure that the internal control mechanisms are adequate and are effective. The Board has automated most of the key areas of operations and processes, to minimize human intervention. The design, implementation and maintenance of adequate internal financial controls are such that they operate effectively and ensure accuracy and completeness of the accounting records.

The operational processes are adequately documented with comprehensive and well defined Standard Operating Procedures. This includes the financial controls in the form of maker and checker being with separate individuals. The Board, with a view to ensure transparency, has also formulated various policies and has put in place appropriate internal controls for the procurement of services, materials, fixed assets, monitoring income streams, investments and financial accounting.

The internal financial controls with reference to financial statements as designed and implemented by the Company are adequate. The internal financial control procedure adopted by the Company is adequate for safeguarding 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

The Audit Committee of the Company reviews and recommends the unaudited quarterly financial statements and the annual audited financial statements of your Company to the Board for approval. Your Company has appointed a firm of chartered accountants to conduct independent financial and operational internal audit in accordance with the scope as defined by the Audit Committee. The reports from the Internal Auditors are reviewed by the Audit Committee on periodic basis and the Internal Auditor has been advised to issue flash reports, if required. Further, all related party transactions are placed before the Audit Committee and are approved / ratified by it after deliberations.

CAUTIONARY

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be 'forward looking within the meaning of applicable Securities Laws and Regulations. Actual results may differ materially from those expressed herein, due to uncertainties related to the business model. Important factors that could influence the Company's operations include global and domestic economic conditions affecting demand, supply, price conditions, change in Government's regulations, tax regimes, other statutes and other factors such as litigation and industrial relations. The risk related information provided is not exhaustive and is for information purposes only. Readers are advised to refer to related disclosures in the Company's regulatory filings and exercise individual judgement in assessing risks associated with the Company.



INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS,
COMFORT INTECH LIMITED**

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of Comfort Intech Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, statement of changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in Basis for Qualified Opinion section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the loss, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

The Company has not provided for defined benefit obligation in the nature of gratuity based on the requirement of Ind AS 19 i.e. "Employee Benefit", which requires defined benefit obligation to be recognised based on actuarial valuation basis. In absence of valuation we are unable to quantify the impact of above on the net profit for the year and liabilities as on reporting date.

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

Emphasis of Matter

- a) We draw attention to Note No 32 to the financial results regarding the Company not being able to recover a loan from the legal heir of a borrower given against security of shares of a listed entity (Pledge Security), the balance as on 31st March, 2021 is Rs.19.37 Crores. Consequently, the Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been freezed by a statutory authority on account of legal disputed matter of our company and hence company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The Pledge security is infrequently traded on the stock exchanges. The quoted Market value of Pledge Security is Rs. 18.61 Crores as on the date of approval of financial results. However management is of the view that quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.

- b) We further draw attention to Note 33 to the financial statements wherein it is stated that due to the outbreak of COVID-19 pandemic across the globe and in India there is a significant decline and volatility in the global and Indian financial & commodity markets and slowdown in the economic activities. The management of the Company have, based on current available information, determined the carrying value of various financial assets after considering the potential macro-economic impact and all available internal and external information up to the date of approval of these financial results. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Our report is not modified in respect of the above matters.

Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Key Audit Matters	How our audit addressed the key audit matter
A. Impairment of Financial Asset due to Non Recoverability of Loan from the legal heir of one of the borrowers	
The Company is not being able to recover a loan from the legal heir of a borrower given against security of shares of a listed entity (Pledge Security) and the balance as on 31st March, 2021 is Rs.19.37 Crores. Consequently, the Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been frozen by a statutory authority on account of legal disputed matter of our company and hence company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The Pledge security is infrequently traded on the stock exchanges. The quoted Market value of Pledge Security is Rs. 18.61 Crores as on the date of approval of financial results. However management is of the view that quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.	<ol style="list-style-type: none"> 1. We read and assessed the Company's accounting policies for impairment of financial assets and their compliance with Ind AS 109 2. We evaluated the management's reasonableness for not making provision in the books of accounts for the shortfall in the value of security. 3. We have further assessed the financial statements of the company whose shares are pledged.



Key Audit Matters	How our audit addressed the key audit matter
A. Amount advanced to Associate Company	
<p>As per the Agreement dated 26th June, 2018, the Company has entered into sub lease agreement with its Associate Company for Production of Indian made foreign Liquor brands owned by the company. As per the agreement, company has agreed to sanction business advance limit of upto Rs. 17 Crore to the associate for smooth running of the factory, retirement of its liabilities and for upgradation of plant infrastructure and machinery. As per the terms mentioned in the agreement, certain portion of the bottling charges payable by the company to the associate shall be adjusted against the said advance wef from 1st April, 2021 as per the quantum agreed between the company and associate and the said advance has been secured. The Outstanding balance of the said advance is Rs. 11.35 Crores as on 31st March, 2021.</p>	<ol style="list-style-type: none"> 1. Examined the agreement entered by the company with the associate company. 2. Discussion with the management for understanding the demand for the company's brand of Indian made foreign liquor and utilization of capacity of associate by company and other parties by way of sub-lease 3. Analysed the past year capacity utilization and sales achieved by the company for the said brands 4. Studied the management projection towards the cash flow that would be generated from Bottling contracts of Associate from which advances will get recovered. 5. Review of the document, wherein associate has given its assets as collateral for the loan facility availed by the company. 6. Analysed the Net Asset Value of the associate considering the Fair Value of assets.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub section (11) of the section 143 of the Companies Act, 2016, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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



- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Cash Flow dealt with by this Report are in agreement with the relevant 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 except as described in the Basis for Qualified Opinion paragraph.
- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- 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 has disclosed the impact of pending litigations on its financial statements. Refer Note 30 to financial statements.
 - II. According to the information given to us, the company has not entered into any long-term contracts including derivative contracts.
 - III. There has been no delay in transferring any amount to be transferred to Investor Education and Protection fund by the Company except amount of Rs. 1,50,287/- pertaining to dividend paid for FY 2012-13 due to error in uploading the requisite form on the MCA website. The Company has already lodged complaint on the MCA website and also escalated the issue via email. The issue has not yet been resolved as on the date of signing the financial statements.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A. R. Sodha
Partner
M. No 31878
Place: Mumbai
Date: 21st June, 2021
UDIN: 21031878AAAADN6136

ANNEXURE A TO AUDITORS'S REPORT

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

1. a. The Company has generally maintained proper records of fixed assets showing full particulars, including quantitative details and situation of fixed assets.
b. According to information given to us, fixed assets have been physically verified by the management at reasonable intervals and no material discrepancy was noticed on such verification.
c. According to the information and explanation given to us and on the basis of records furnished before to us, the title deeds/ownership documents of the immovable properties are held in the name of the company.
2. a. According to information and explanation given to us by the management and records furnished before us, Inventory of Finished Good, Raw Material, Packing Material and under construction property have been physically verified by the management at reasonable intervals. In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of inventory by the management.
3. According to the information and explanation given to us and on the basis of records furnished before us, company has granted unsecured loans to one party covered in the register maintained under section 189 of the Companies Act, 2013.
 - a. The terms and conditions of the grant of such loan are not prejudicial to the interest of the company.
 - b. According to information and explanation given to us the loan is repayable on demand and has been repaid as and when demanded. Interest has been served on a regular basis.
 - c. Loan has been repaid as and when demanded and hence there is no overdue amount.
4. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect to the guarantees and securities given. However, the company has not given any given any loan, or made any investment, under section 185 and 186 of the Companies Act, 2013.
5. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not accepted any deposits within the meaning of section 73 to 76 from public during the year. Accordingly clause 3(v) of Companies (Auditor's Report) Order, 2016 is not applicable.
6. According to the information and explanation given to us the Company is not required to maintain cost records as specified under section 148 sub-section (1) of the Companies Act, 2013. Accordingly clause 3(vi) of Companies (Auditor's Report) Order, 2016 is not applicable.
7. a. The company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Cess and any other statutory dues except delays in the payment of Tax Deducted at Source, Goods and Service Tax. No undisputed statutory dues as stated above is outstanding as at 31st March for more than six months from the date they become payable.



- b. According to information and explanation given to us , there are no disputed statutory dues relating to Income Tax, Sales Tax, Custom Duty, Excise Duty, Cess, Goods and Service Tax or any other statute except as stated below:

Name of statute	Nature of dues	Year(s) to which it pertains	Amount Not Paid (Rs. in Lacs)	Forum where dispute is pending
Income Tax Act,1961	Income Tax Demand	A.Y.2011-12	220.38 Lakhs	Commissioner Of Income Tax (Appeals)
Income Tax Act,1961	Income Tax Demand	A.Y.2012-13	12.08 Lakhs	Commissioner Of Income Tax (Appeals)
Income Tax Act,1961	Income Tax Demand	2016-17	3.21 Lakhs	Rectification yet to be filed with the Assessing Officer. Refer Note 30 to the financial statements
Income Tax Act,1961	Income Tax Demand	2018-19	23.98 Lakhs	Rectification has been filed with the Assessing Officer. Refer Note 30 to financial statements

8. According to the information and explanation given to us and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank as at the Balance Sheet date.
9. According to information and explanation given to us and records examined by us, the company has neither raised any money by way of public offers nor raised any term loan during the year. Accordingly Clause 3(ix) of Companies (Auditor's Report) Order, 2016 is not applicable.
10. During the course of our examination of the books and records of the company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the company noticed or reported by its officers or employees during the year nor we have been informed of such instances by the management.
11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of the Section 197 read with Schedule V of the Companies Act, 2013.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. According the clause 3(xii) of Companies (Auditor's Report) Order, 2016 is not applicable.
13. According to the information and explanation provided to us and based on our examination of the records of the Company, the transaction with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in financial statements as required by the applicable Accounting Standards.
14. According to the information and explanation provide to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly the clause 3(xiv) of the Companies (Auditor's Report) Order, 2016 is not applicable.

15. According to the information and explanation provided to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly clause 3(xv) of the Companies (Auditor Report) Order, 2016 is not applicable.
16. Considering the asset and income pattern, the company is not require to hold certificate of registration under 45-IA of the Reserve Bank of India Act, 1934.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A. R. Sodha
Partner
M. No 31878
Place: Mumbai
Date: 21st June, 2021
UDIN: 21031878AAAADN6136



ANNEXURE B TO AUDITORS'S REPORT

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

We have audited the internal financial controls over financial reporting of Comfort Intech Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection

of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial 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 March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For A. R. SODHA & Co.
Chartered Accountant
FRN 110324W

A. R. Sodha
Partner
M. No 31878
Place: Mumbai
Date: 21st June, 2021
UDIN: 21031878AAAADN6136



BALANCE SHEET AS AT MARCH 31, 2021

(Amount in INR)

Particulars	Note No.	As at	
		March 31, 2021	March 31, 2020
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	47,91,726	59,92,653
(b) Investment Property	3	<u>11,90,89,789</u>	<u>7,88,18,735</u>
		12,38,81,515	8,48,11,388
(c) Financial Assets			
(i) Investments	4	14,10,50,999	14,68,70,500
(ii) Loans		<u>-</u>	<u>-</u>
		14,10,50,999	14,68,70,500
(d) Other non-current assets	5	11,66,79,969	13,88,41,169
(2) CURRENT ASSETS			
(a) Inventories	6	7,74,60,447	5,42,27,746
(b) Financial Assets			
(i) Investments	7	2,04,60,024	4,55,44,206
(ii) Trade receivables	8	40,42,80,427	23,23,31,763
(iii) Cash and cash equivalents	9	9,25,38,178	8,46,49,523
(iv) Loans	10	35,26,25,564	29,92,27,039
(v) Others (to be specified)	11	<u>45,15,500</u>	<u>60,45,419</u>
		87,44,19,692	66,77,97,950
(c) Other current assets	12	<u>1,23,72,393</u>	<u>64,60,774</u>
TOTAL ASSETS		<u>1,34,58,65,015</u>	<u>1,09,90,09,527</u>
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	13	31,99,38,080	31,99,38,080
(b) Other Equity*		<u>71,67,95,405</u>	<u>65,55,18,357</u>
LIABILITIES			
(a) Deferred tax liabilities (Net)	14	1,03,67,33,485	97,54,56,437
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	11,13,06,252	2,71,99,567
(ii) Trade payables	16	15,95,31,114	8,14,85,111
(iii) Other financial liabilities (other than those specified in item ©)	17	<u>2,99,31,910</u>	<u>60,70,543</u>
		30,07,69,277	11,47,55,221
(b) Provisions	18	16,90,550	16,90,550
(c) Current Tax Liabilities (Net)	19	<u>50,88,821</u>	<u>22,40,020</u>
TOTAL EQUITY AND LIABILITIES		<u>1,34,58,65,015</u>	<u>1,09,90,09,527</u>
See accompanying notes to the financial statements	1		

* Refer Statement of changes in equity

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

Ankur Agrawal
Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416

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

				(Amount in INR)	
Particulars	Note No.			Year ended March 31, 2021	Year ended March 31, 2020
I	Revenue from Operations	20	1,22,41,85,410	83,43,32,581	
II	Other Income	21	16,10,302	3,18,134	
III	Total Revenue (I + II)		1,22,57,95,712	83,46,50,716	
IV	Expenses				
	Purchases of Stock-in-Trade & Direct Expenses	22	71,06,28,198	54,87,16,423	
	Excise Duty paid		37,41,22,018	24,17,12,019	
	Changes in inventories of Stock-in-trade	23	(1,21,34,650)	(72,11,582)	
	Employee benefits expense	24	71,88,198	1,06,86,035	
	Finance costs	25	43,59,374	10,61,881	
	Depreciation and amortization expense	2	19,15,818	19,27,043	
	Other Expenses	26	8,17,79,884	3,87,86,441	
	Total Expenses (IV)		1,16,78,58,839	83,56,78,261	
V	Profit/(loss) before exceptional items and Tax (III-IV)		5,79,36,872	(10,27,545)	
VI	Exceptional Items		-	-	
VII	Profit/(loss) before tax (V-VI)		5,79,36,872	(10,27,545)	
VIII	Tax Expense:				
	(a) Current Tax		1,33,47,000	51,42,790	
	(b) Deferred Tax		(32,84,417)	-	
	(c) I.Tax of earlier years w/off		(3,82,434)	1,29,698	
			96,80,149	52,72,488	
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		4,82,56,723	(63,00,033)	
X	Other Comprehensive Income				
	A Items that will not be reclassified to profit or loss				
	(i) Gain/(Loss) on sale of Investments		(33,84,196)	(29,36,900)	
	(ii) Fair value changes of equity instruments through other comprehensive income		1,64,04,522	(2,70,64,500)	
			1,30,20,325	(3,00,01,400)	
XI	Total Comprehensive Income for the period (IX+X)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		6,12,77,048	(3,63,01,433)	
XII	Earnings Per Equity Share (Face Value Rs. 10/- Per Share):	27			
	Basic & Diluted (Rs.)		1.51	(0.20)	
	See accompanying notes to the financial statements	1			

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

Ankur Agrawal
Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416



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

(Amount in INR)

Particulars	Year ended	
	31st March, 2021	31st March, 2020
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax for the year	5,79,36,872	(10,27,545)
Adjustments for :		
Interest Paid	30,59,374	10,61,881
Depreciation	19,15,818	19,25,300
Bad - debts	66,19,528	-
Profit/(loss)from Sale of Equity Instruments held for trading	(2,16,95,461)	6,71,549
Change in Fair Value of Current Investments	(75,41,079)	2,85,18,625
Rent Received	(8,51,000)	(33,29,000)
Operating Profit before Working Capital change	3,94,44,053	2,78,20,810
Adjustments for :		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	(2,32,32,701)	(1,39,27,237)
Trade receivables	(20,49,60,186)	(7,82,17,304)
Short-term loans and advances	(5,33,98,525)	1,10,67,911
Other financial assets	15,29,919	2,11,70,245
Other current assets	(59,11,618)	16,06,81,287
Other non-current assets	2,21,61,200	(8,60,50,000)
	(26,38,11,911)	1,47,24,901
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	7,80,46,003	(4,39,71,595)
Other current liabilities	2,38,61,367	10,19,07,370
	17,70,914	(4,22,00,681)
Cash Generated From Operations	(12,24,60,489)	3,45,031
Income Tax paid/(refund)	1,01,15,767	57,16,351
NET CASH FROM OPERATING ACTIVITIES Total (A)	(13,25,76,256)	(53,71,320)
CASH FLOW FROM INVESTING ACTIVITIES		
Investments (Purchased)/Sold	7,31,60,549	(1,77,39,686)
Investment Property (Purchased)/Sold	(1,45,29,132)	-
Fixed Assets (Purchased)/Sold	(64,817)	-
Rent Received	8,51,000	33,29,000
NET CASH USED IN INVESTING ACTIVITIES Total (B)	5,94,17,600	(1,44,10,686)
CASH FLOW FROM FINANCING ACTIVITIES		
Dividend Paid (including Dividend Tax)	-	-
Loan taken / (Repaid) in Secured Loan	8,41,06,685	(1,11,84,546)
Interest paid	(30,59,374)	(10,61,881)
NET CASH FROM FINANCING ACTIVITIES Total (C)	8,10,47,311	(1,22,46,428)
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)	78,88,655	(3,20,28,434)
Cash and Cash Equivalents -- Opening Balance	8,46,49,523	11,66,77,957
Cash and Cash Equivalents -- Closing Balance	9,25,38,178	8,46,49,523

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

Ankur Agrawal
Director
DIN : 06408167

Apeksha Kadam
Director
DIN : 08878724

A.R. Sodha
Partner
Membership No. : 031878

Kailash Purohit
Chief Financial Officer

Hiren Gediya
Company Secretary
A62416

Mumbai , June 21, 2021

Mumbai , June 21, 2021

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. EQUITY SHARE CAPITAL

(Amount in INR)

Particulars	Amount (Rs.)
As at 31 March, 2020	31,99,71,540
Changes in equity share capital	-
As at 31 March, 2021	31,99,71,540

B. OTHER EQUITY

(Amount in INR)

Particulars	Other Equity				
	Reserve and Surplus			Other Comprehensive Income	Total other Equity
	Special Reserve	Share Premium	Retained Earnings		
As at 31st March, 2019	5,67,87,408	52,25,83,850	12,07,15,364	-82,66,832	69,18,19,790
Total Comprehensive Income for the year	-	-	-63,00,033	-3,00,01,400	-3,63,01,433
Transfer from Profit and Loss	-	-	-	-	0
As at 31st March, 2020	5,67,87,408	52,25,83,850	11,44,15,331	-3,82,68,232	65,55,18,357
Total Comprehensive Income for the year	-	-	4,82,56,723	1,30,20,325	6,12,77,048
Transfer from Profit and Loss	-	-	-	-	0
As at 31st March, 2021	5,67,87,408	52,25,83,850	16,26,72,054	-2,52,47,907	71,67,95,405

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

Ankur Agrawal
Director
DIN : 06408167

Apeksha Kadam
Director
DIN : 08878724

A.R. Sodha
Partner
Membership No. : 031878

Kailash Purohit
Chief Financial Officer

Hiren Gediya
Company Secretary
A62416

Mumbai , June 21, 2021

Mumbai , June 21, 2021



Standalone Notes to financial statements for the year ended March 31, 2021

NOTE – '1'

SIGNIFICANT ACCOUNTING POLICIES:

A. Basis of Preparation:

The financial statements of the Company comprising of Balance Sheet, Statement of Profit and Loss, Statement of changes in Equity and Cash Flow Statement together with the notes have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

B. Use of Estimates

The preparation of financial statements in conformity with generally accepted principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

C. Revenue Recognition:

- a) Revenue from sale of goods is recognised when the following conditions are satisfied.
 - i) the Company has transferred the significant risks and rewards of ownership of the goods to the buyer which generally coincides when the goods are dispatched in accordance with the terms of sale.
 - ii) the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold.
 - iii) the amount of revenue can be measured reliably
 - iv) it is probable the economic benefits associated with the transaction will flow to the Company.
 - v) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

- b) Accounting Policy with respect to tie up arrangements:

The Company has started the operation under the tie up arrangement whereby the Company will manufacture, store, bottle and sale Indian made foreign liquor for brands belonging to others in its sub-leased manufacturing facility in the state of Telangana. In terms of the arrangement profit from the above operation will be transferred to the brand owner. Since the Company is carrying out all operation, company has recognised full revenue from Sale of the said brands and corresponding purchases, expenses, Receivables and Inventory and share of Profit belonging to the brand owner as expense.

- c) As per prudential norms prescribed by Reserve Bank of India, interest income has been recognized only on standard advances given by the Company

- d) Dividend income & interest receivable from government on tax refunds are accounted as and when received.
- e) Rental income from investment property is recognized on accrual basis.

D. Property, Plant and Equipment:

- i) Property, plant and equipment are shown at historical cost inclusive of incidental expenses less accumulated depreciation.
- ii) Depreciation on fixed assets is calculated on a straight- line basis over the estimated useful lives of the assets as follows:

No.	Category	Estimated Useful Lives
1	Office Premises	60 years
2	Furniture and Fixtures	10 years
3	Motor Vehicles	10 years
4	Electrical Installations and Equipments	10 years
5	Computer and Data Processing Units	3 years
6	Plant and Machinery	15 Years

- iii) Depreciation on Property, plant and equipment are added or sold during the year, is provided on pro-rata basis with reference to the date of addition/deletion.

E. Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

F. Foreign Exchange Transactions:

Foreign Currency transactions are accounted for at the exchange rates prevailing at the time of recognition of income/ expenditure. Foreign currency monetary items are reported using the closing rates. Exchange difference arising on reporting them at closing rate i.e. at the rate different from those at which they were initially recorded are recognized as income or expenses as the case may be. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

G. Investment Property

Investment Properties are measured using the cost model. Investment properties are measured initially at cost including transaction cost. Under Ind AS, investment properties are required to be separately presented on the face of the Balance Sheet. There is no impact on the total equity or profit as a result of this adjustment.



H. Employee Benefits :

- a. Short terms employee benefits are charged to the profit and loss account as and when incurred
- b. Payments to defined contribution plan are charged to profit & loss account when contributions to respective funds are due.
- c. Gratuity and Leave encashment payments are accounted for on Payment basis.

I. Segment Reporting:

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision making body, in deciding how to allocate resources and assessing performance.

The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segments revenue is accounted on the basis of transactions which are primarily determine based on market/fare value factors. Revenue, expenses, assets and liabilities which relates to the Company as a whole and are not allocable to segments on a reasonable basis have been included under “unallocated revenues/expenses/assets/liabilities”.

J. Inventories:

Stock of Goods, raw material, packing material and under construction property are measured at lower of cost or net realizable value

K. Financial instruments:

i) Financial Assets

a. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

b. Subsequent Measurement

1. Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2. Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

c. Investment in subsidiaries, Associates and Joint Ventures

The Company has accounted for its investments in subsidiaries, associates and joint venture at cost.

d. Other Equity Investments

The Company subsequently measures all equity investments at fair value. There are two measurement categories into which the Company classifies its equity instruments:

- **Investments in equity instruments at FVTPL:** Investments in equity instruments are classified as at FVTPL, unless the Company irrevocable elects on initial recognition to present subsequent changes in fair value in other comprehensive income for equity instruments which are not held for trading.
- **Investments in equity instruments at FVTOCI:** On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income. This election is not permitted if equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserve for 'equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to Statement of Profit and Loss on disposal of the investments.

e. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.



f. De-recognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

ii) Financial Liabilities

a) Initial Recognition and Measurement

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost, Fee of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

b) Subsequent measurement

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

L. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether :

- i) the contract involves the use of an identified asset
- ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- iii) the Company has the right to direct the use of the asset

The Company applies a single recognition and measurement approach for all leases, except for short term leases and leases of low-value assets. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below :-

- i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets (i.e. 30 and 60 years)

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

“Lease liability” and “Right of Use” asset are separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

M. Borrowing Costs:

- (a) Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.
- (b) All other borrowing costs are recognized as expense in the period in which they are incurred.

N. Taxation:

Provision for income tax has been made in accordance with normal provisions of Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using tax rates and laws that have been substantively enacted as of the balance sheet date. Current and Deferred tax is recognised in Statement of Profit and Loss, except when it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.



O. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

P. Contingent Liability and Contingent Assets

A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefit is remote. Contingent assets are neither recognised nor disclosed.

Q. Fair Value Measurement

The Company measures its qualifying financial instruments at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into Level I, Level II and Level III based on the lowest level input that is significant to the fair value measurement as a whole. For detailed information on the fair value hierarchy, refer note no. 28 and 29

For assets and liabilities that are fair valued in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

Note - 2 :- Property, Plant and Equipment

Particulars	(Amount in INR)									
	Gross block			Accumulated depreciation and impairment				Net block		
	Balance as at 1 April, 2020 (Rupees)	Additions (Rupees)	Disposals (Rupees)	Balance as at 31 March, 2021 (Rupees)	Balance as at 1 April, 2020 (Rupees)	Depreciation/ amortisation expense for the year (Rupees)	Other adjustments (Rupees)	Balance as at 31 March, 2021 (Rupees)	Balance as at 31 March, 2021 (Rupees)	Balance as at 31 March, 2020 (Rupees)
a Office Premises	7,71,090	-	-	7,71,090	3,09,553	13,088	-	3,22,641	4,48,449	4,61,537
b Furniture and fittings	68,61,164	-	-	68,61,164	61,47,733	1,12,582	-	62,60,315	6,00,849	7,13,431
c Motor Vehicles	1,16,19,531	-	-	1,16,19,531	76,67,472	9,54,264	-	86,21,736	29,97,795	39,52,059
d Electrical Installations and Equipment	13,92,624	-	-	13,92,624	9,36,508	64,794	-	10,01,302	3,91,322	4,56,116
e Computers and data processing units	9,28,756	64,817	-	9,93,573	8,84,482	55,099	-	9,39,581	53,992	44,274
f Plant and Machinery	9,82,493	-	-	9,82,493	6,17,256	65,917	-	6,83,173	2,99,320	3,65,237
Total	2,25,55,658	64,817	-	2,26,20,475	1,65,63,005	12,65,744	-	1,78,28,749	47,91,726	59,92,653



Note 3 - Investment in Property

(Amount in INR)

Particulars	As at		As at	
	March 31, 2021		March 31, 2020	
Investment Property*	12,12,14,587		8,02,93,459	
Less: Provision for depreciation	<u>21,24,798</u>	11,90,89,789	<u>14,74,724</u>	7,88,18,735
		<u>11,90,89,789</u>		<u>7,88,18,735</u>

* The company is in the process of ascertaining the fair value of the properties.

Note - 4 :- Investments

(Amount in INR)

Particulars	As on 31.03.2021		As on 31.03.2020	
	Nos. / Units	Amount	Nos. / Units	Amount
Investment at Fair Value through Other Comprehensive Income				
In Equity Shares of Associate Companies - Unquoted Fully paid-up				
Comfort Securities Ltd. (F.V. Rs. 10/- each)	57,50,000	5,60,00,000	57,50,000	5,60,00,000
Lemonade Share & Securities Pvt. Ltd. (F.V. Rs. 10/- each)	2,20,000	2,20,00,000	2,20,000	2,20,00,000
Liquors India Limited (F.V. Rs. 10/- each)	42,00,000	5,46,00,000	42,00,000	5,46,00,000
In Equity Shares of Others- Unquoted Fully paid-up				
The Malad Sahakari Bank Ltd (F.V. Rs. 10/- each)	100	1,000	100	1,000
Total [A]	1,01,70,100	13,26,01,000	1,01,70,100	13,26,01,000
In Equity Shares of Others- Quoted Fully paid-up				
Comfort Commotrade Ltd. (F.V. Rs. 10/- each)	12,00,000	82,80,000	12,00,000	14,16,000
Himachal Futuristic Communications Ltd (F.V. Re. 1/- each)	6,746	1,69,999	14,25,000	1,28,53,500
Total [B]	12,06,746	84,49,999	26,25,000	1,42,69,500
TOTAL [A+B]	1,13,76,846	14,10,50,999	1,27,95,100	14,68,70,500

Note 5 - Other non-current assets

(Amount in INR)

Particulars	As at	
	March 31, 2021	March 31, 2020
a) Balances with Statutory/Government Authorities	59,79,969	59,79,969
b) Capital Advances	31,50,000	2,23,11,200
c) Business Advance	10,75,50,000	11,05,50,000
TOTAL	<u>11,66,79,969</u>	<u>13,88,41,169</u>

Note 6 - Inventories

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Property under development	4,03,00,509	4,03,00,509
Stock (Liquor - Finished Good)	1,93,46,232	72,11,582
Stock (Liquor - Raw Material & Packing Material)	1,78,13,706	67,15,655
TOTAL	7,74,60,447	5,42,27,746

Note 7 - Investments

Particulars	(Amount in INR)			
	As at March 31, 2021		As at March 31, 2020	
Investment at Fair Value through Profit and Loss				
In Equity Shares of :(Quoted fully paid up)				
Name of The Scrip	No of shares	Amount	No of shares	Amount
ACC Ltd	-	-	200	1,93,500
Luharuka Media & Infra Ltd.*	56,42,660	25,95,624	56,42,660	20,87,784
Ravi Kumar Distilleries Ltd.*	23,66,000	1,77,45,000	23,66,000	1,07,88,960
Vedanta Limited	-	-	14,250	9,22,688
Reliance Industries Ltd.	-	-	2,500	27,81,125
Grasim Industries Ltd.	-	-	825	3,92,205
Aditya Birla Capital Ltd	1,000	1,19,400	1,155	48,741
Ambuja Cements Ltd.	-	-	3,000	4,67,100
Ultraeech Cement Ltd.	-	-	160	5,20,680
Duncans Industries Ltd.*	105	-	105	956
Balrampur Chini Mills Ltd	-	-	5,000	5,19,750
Hindustan Copper Ltd.	-	-	10,000	2,13,000
JK Lakshmi Cement Ltd.	-	-	3,000	5,87,100
Arihant Superstructures Ltd.	-	-	2,00,000	42,90,000
MTNL	-	-	1,49,900	9,05,396
Vikas EcoTech Ltd	-	-	7,45,000	8,26,950
Vikas Multicorp Ltd	-	-	7,45,000	8,49,300
Pilani Investment and Industries Corporation Ltd	-	-	17,041	1,91,48,972
TOTAL	80,09,765	2,04,60,024	99,05,796	4,55,44,206

* Demat account in which these Investments are held is freeze and company has applied to H'able High Court at Hyderabad for Unfreeze of Demat account as company is not party to the matter with respect to which account has been frozen.



Note 8 - Trade Receivables

		(Amount in INR)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Due for a period exceeding six months			
- Unsecured, considered good	-	39,51,496	
- Doubtful	-	77,49,428	
Less: Provision for Doubtful Debts	-	(15,49,900)	1,01,51,025
		-	1,01,51,025
b) Others			
- Unsecured, considered good	40,42,80,427	22,21,80,738	
- Doubtful	-	-	
Less: Provision for Doubtful Debts	-	40,42,80,427	22,21,80,738
		40,42,80,427	22,21,80,738
TOTAL	40,42,80,427	23,23,31,763	

Note 9 - Cash & Bank Balances

		(Amount in INR)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Balances with Banks :			
- Current Accounts	3,14,77,791	12,98,212	
- Deposit Accounts (Under lien with Banks)	6,09,67,389	9,24,45,180	8,44,22,711
b) Cash-in-hand	92,997	2,26,811	
TOTAL	9,25,38,178	8,46,49,523	

Note 10 - Loans

		(Amount in INR)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Advances recoverable in cash or in kind for value to be received			
i) Advances Considered good & in respect of which Company is fully secured	20,49,43,413	20,91,64,439	
ii) Advances Considered good for which Company holds no Security other than personal security	14,72,38,651	35,21,82,064	8,97,07,100
iii) Sub-Standard Advances in respect of which Company is:			
(a) Secured	-	-	
(b) Unsecured	-	-	
Doubtful (Secured)	3,25,500	3,25,500	3,25,500
b) Other Advances	1,18,000	30,000	
TOTAL	35,26,25,564	29,92,27,039	

Note 11 - Financial Current Assets : - Others

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
a) Security deposits	35,15,500	35,21,500
b) Advance to Suppliers	-	25,23,919
c) Deposits with Authority	10,00,000	-
TOTAL	45,15,500	60,45,419

Note 12 - Other Current Assets

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
a) FDR Interest Receivable	-	5,24,936
b) Prepaid Expenses	49,33,905	13,41,760
c) Business Advance	74,38,488	45,67,610
d) GST Input	-	26,469
TOTAL	1,23,72,393	64,60,774

Note 13 - Share Capital

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Authorised :		
400,00,000 Equity Shares (Previous Year 400,00,000) of Rs. 10/- each	40,00,00,000	40,00,00,000
TOTAL	40,00,00,000	40,00,00,000
Issued and Subscribed :		
3,19,97,154 Equity Shares (Previous Year 3,19,97,154) of Rs. 10/- each	31,99,71,540	31,99,71,540
TOTAL	31,99,71,540	31,99,71,540
Paid-up share capital :		
3,19,93,808 Equity Shares (Previous Year 3,19,93,808) of Rs. 10/- each	31,99,38,080	31,99,38,080
TOTAL	31,99,38,080	31,99,38,080

(a) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Number of shares at the beginning of the year	31,99,38,080	31,99,38,080
Add: Number of Shares allotted fully paid up during the year	-	-
Less: Number of Shares bought back during the year	-	-
Number of shares outstanding as at the end of the year	31,99,38,080	31,99,38,080



(b) Rights, preferences and restrictions attached to shares

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) The details of shareholders holding more than 5% shares.

Name of the Shareholders	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% held	No. of Shares	% held
Luharuka Investment & Consultants Pvt Ltd	78,44,922	24.52%	78,44,922	24.52%
Luharuka Exports Private Limited	78,52,003	24.54%	78,52,003	24.54%

Note 14 - Deferred Tax Liabilities

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred Tax Liabilities	48,67,299	48,67,299
Add / Less: During the Year	(32,84,417)	-
TOTAL	15,82,882	48,67,299

Note 15 - Short Term Borrowings

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Loans repayable on demand		
From banks		
Secured *	11,13,06,252	2,71,99,567
Unsecured	-	-
	11,13,06,252	2,71,99,567
TOTAL	11,13,06,252	2,71,99,567

* Primarily secured against Stock, Book Debts and Fixed Deposits and collaterally secured against Property of the Company and its associate. Further the facility is guaranteed by personal guarantee of the promoter and director and corporate guarantee of the company and its associate. The interest rate on this facility ranges from FD+1% to 8.6%

Note 16 - Trade Payables

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Current payables (including acceptances) outstanding for less than 12 months	15,95,31,114	8,14,85,111
TOTAL	15,95,31,114	8,14,85,111

Note 17 - Other financial liabilities

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
a) Security Deposits from Tenants	1,90,000	26,26,122
b) Outstanding Liabilities for Expenses	2,86,98,005	23,49,621
c) Un-paid dividend	10,43,905	10,94,801
TOTAL	2,99,31,910	60,70,543

Note 18 - Provisions

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
a) Contingent provision for Standard Advances	14,80,550	14,80,550
b) Provision for doubtful debts	2,10,000	16,90,550
TOTAL	16,90,550	16,90,550

Note 19 - Current Tax Liabilities

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Provision for Taxation (net of Advance tax & TDS)	50,88,821	22,40,020
TOTAL	50,88,821	22,40,020

Note 20 - Revenue from Operations

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Income from Operation		
Sales of Goods	29,00,23,414	35,03,84,181
Sales of Liquor	81,38,68,213	45,63,15,277
Interest Received		
From Loans & Advances	2,22,02,947	1,46,65,102
From Term deposits	40,06,430	65,34,183
Rent Received	8,51,000	33,29,000
Commission & Marketing Services	6,34,51,328	3,04,43,059
(A)	1,19,44,03,332	86,16,70,802



(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(b) Other operating Income		
Dividend Received	5,45,538	6,50,540
Income from Investment in Mutual Fund	-	87,797
Profit / (loss) from FO Trading (net)	-	11,07,366
Profit/(loss)from Sale of Equity Instruments held for trading	2,16,95,461	(6,65,300)
Change in Fair Value of Equity Instruments held for trading	75,41,079	(2,85,18,625)
(B)	2,97,82,078	(2,73,38,221)
TOTAL (A+B)	1,22,41,85,410	83,43,32,581

Note 21 - Other Income

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Misc Income	16,10,302	14,362
Profit on exchange fluctuation	-	3,03,772
TOTAL	16,10,302	3,18,134

Note 22 - Purchases & Direct Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Goods	27,55,92,679	32,22,36,751
Terminal handling Charges	-	55,229
Custom Clearing & Forwarding Charges	12,494	9,57,181
Freight & Transport Charges	52,68,921	67,35,822
Loss / (gain) on exchange fluctuation	92,123	-
Commission & Marketing Charges	6,02,78,768	2,54,28,917
<u>Cost of Raw Material and Packing Material Consumed:</u>		
Opening Stock	67,15,655	-
Purchase Raw & Packing Materials of Liquor	35,49,57,855	17,62,91,930
Less: Closing Stock	(1,78,13,706)	(67,15,655)
Job Work charges	5,65,91,361	2,18,60,670
Less: Reimbursement of Job work charges	(2,67,99,640)	-
Profit sharing with respect to Tie Up Arrangements	(78,32,667)	-
Licences and Fees	35,64,355	18,65,578
TOTAL	71,06,28,198	54,87,16,423

Note 23 - Changes in Inventories of Stock-in-trade

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Inventories at the end of the year		
Goods (Liquor)	1,93,46,232	72,11,582
Properties (under development)	4,03,00,509	4,03,00,509
Inventories at the beginning of the year		
Goods (Liquor)	72,11,582	-
Properties (under development)	4,03,00,509	4,03,00,509
Net (Increase) / Decrease in Inventories	<u>(1,21,34,650)</u>	<u>(72,11,582)</u>

Note 24 - Employment Benefit Expenses

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries , Bonus & Allowances	64,53,911	97,98,250
Staff Welfare Expenses	4,88,521	5,98,519
Staff Insurance Expenses	1,19,862	1,06,800
Staff PF Expenses	1,25,904	1,82,466
TOTAL	<u>71,88,198</u>	<u>1,06,86,035</u>

Note 25 - Financial Costs

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest Expenses	30,59,374	10,61,881
Loan processing fee	13,00,000	-
TOTAL	<u>43,59,374</u>	<u>10,61,881</u>



Note 26 - Other Expenses

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Advertisement Expenses	368971	42,848
Annual Listing Fees	300000	3,00,000
Business Pomotion Expenses	75,000	71,115
Bank Charges	12,37,261	16,32,726
Custodial Fees	1,70,000	1,55,240
Conveyance Expenses	2,80,913	3,23,976
Commission & processing fee paid	77,30,020	26,67,588
Corporate Social Responsibility	8,00,000	14,00,000
Director's Sitting fees	3,00,000	2,80,000
Electricity Expenses	10,86,277	26,71,264
Freight Expenses	1,84,49,237	72,73,797
Legal & Professional Fees	39,11,708	50,67,269
Insurance Expenses	2,30,750	58,515
Motor Car Expenses	6,44,831	6,36,605
Marketing Expenses	2,64,37,586	46,70,469
Rates & Taxes	2,500	6,37,501
Payments to Auditors :		
- Audit & Tax Audit fees	3,25,000	3,00,000
- For Other Services	-	-
	<u>3,25,000</u>	<u>3,00,000</u>
Repairs & Maintenance to Other Assets	20,51,257	12,41,673
Rent Expense	21,60,000	13,20,000
Share Trading Expenses	1,06,261	1,65,187
Sundry Balance w/off	4,20,000	-
Telephone , Telex and Postage	3,59,504	4,99,598
Travelling Expenses	2,69,366	12,37,894
Tradening Fee	52,75,472	20,22,108
Printing & Stationery	79,141	2,35,638
Bad-debts (net of reversal of earlier provision)	61,99,528	-
Penalty	1,00,000	-
Other Expenses	24,09,301	38,75,430
TOTAL	<u>8,17,79,884</u>	<u>3,87,86,441</u>

Note 27 - Earnings Per Equity Share

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Net profit after tax attributable to equity shareholders for		
Basic EPS	4,82,56,723	(63,00,033)
Add/Less: Adjustment relating to potential equity shares		
Net profit after tax attributable to equity shareholders for	4,82,56,723	(63,00,033)
Diluted EPS		
(b) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	3,19,93,808	3,19,93,808
(c) Face Value per Equity Share (Rs.)	10.00	10.00
Basic EPS	1.51	-0.20

Note 28- Fair Value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

This note describes the fair value measurement of both financial and non-financial instruments.

Valuation Framework

The Group has an internal fair value assessment team which assesses the fair values for assets qualifying for fair valuation.

The Group's valuation framework includes:

Benchmarking prices against observable market prices or other independent sources;

Development and validation of fair valuation models using model logic, inputs, outputs and adjustments.

These valuation models are subject to a process of due diligence and validation before they become operational and are continuously calibrated. These models are subject to approvals by various functions including risk, treasury and finance functions. Finance function is responsible for establishing procedures, governing valuation and ensuring fair values are in compliance with accounting standards.

Valuation Framework

Fair values of financial assets, other than those which are subsequently measured at amortised cost, have been arrived at as under:



Fair values of other investments under FVOCI have been determined under level 1 using quoted market prices of the underlying instruments;

Fair value of loans held under a business model that is achieved by both collecting contractual cash flows and partially selling the loans through partial assignment to willing buyers and which contain contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest are measured at FVOCI. The fair value of these loans have been determined under level 3.

The Group has determined that the carrying values of cash and cash equivalents, bank balances, trade receivables, short term loans, floating rate loans, trade payables, short term debts, borrowings, bank overdrafts and other current liabilities are a reasonable approximation of their fair value and hence their carrying value are deemed to be fair value.

Note 29- Fair Value Hierarchy

The Company determines fair values of its financial instruments according to the following hierarchy:

Level 1: valuation based on quoted market price: financial instruments with quoted prices for identical instruments in active markets that the Company can access at the measurement date.

Level 2: valuation based on using observable inputs: financial instruments with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial instruments valued using models where all significant inputs are observable.

Level 3: valuation technique with significant unobservable inputs: – financial instruments valued using valuation techniques where one or more significant inputs are unobservable.

Quantitative disclosures of fair value measurement hierarchy for assets as at 31 March 2021

(Amount in INR)

Particulars	Date of Valuation	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Investments held for trading under FVTPL	31/03/2021	2,04,60,024	-	-	2,04,60,024
Equity instrument classified under FVOCI	31/03/2021	84,49,999	-	-	84,49,999

Quantitative disclosures of fair value measurement hierarchy for assets as at 31 March 2020

(Amount in INR)

Particulars	Date of Valuation	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Investments held for trading under FVTPL	31/03/2020	4,55,44,206	-	-	4,55,44,206
Equity instrument classified under FVOCI	31/03/2020	1,42,69,500	-	-	1,42,69,500

Fair Value of Financial Instruments not measured at fair value as at 31 March 2021

(Amount in INR)

Particulars	Carrying Value	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	“Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Non Current Assets					
Investments	13,26,01,000	-	-	13,26,01,000	13,26,01,000
Current Assets					
Trade receivables	40,42,80,427	-	-	40,42,80,427	40,42,80,427
Cash and cash equivalents	9,25,38,178	9,25,38,178	-	-	9,25,38,178
Loans	35,26,25,564	-	-	35,26,25,564	35,26,25,564
Others	45,15,500	-	-	45,15,500	45,15,500
Current Liabilities					
Borrowings	11,13,06,252	-	-	11,13,06,252	11,13,06,252
Trade payables	15,95,31,114	-	-	15,95,31,114	15,95,31,114
Other financial liabilities	2,99,31,910	-	-	2,99,31,910	2,99,31,910

Fair Value of Financial Instruments not measured at fair value as at 31 March 2020

(Amount in INR)

Particulars	Carrying Value	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Non Current Assets					
Investments	13,26,01,000	-	-	13,26,01,000	13,26,01,000
Current Assets					
Trade receivables	23,23,31,763	-	-	23,23,31,763	23,23,31,763
Cash and cash equivalents	8,46,49,523	8,46,49,523	-	-	16,92,99,045
Loans	29,92,27,039	-	-	29,92,27,039	29,92,27,039
Others	60,45,419	-	-	60,45,419	60,45,419
Current Liabilities					
Borrowings	2,71,99,567	-	-	2,71,99,567	2,71,99,567
Trade payables	8,14,85,111	-	-	8,14,85,111	8,14,85,111
Other financial liabilities	60,70,543	-	-	60,70,543	60,70,543



30. Contingent liabilities & Commitments:

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
i) Contingent Liabilities		
a) Claims against the Company /		
Disputed Liabilities, not acknowledged as Debt	*22,52,550	*22,52,550
b) Corporate Guarantee and Security given for loans availed by related party.	-	50,51,595
c) Income Tax claims against company not acknowledged as debt		
(The Company has filed appeal against the order u/s 143(3) passed by the Income Tax Assessment authority and matter is pending before appellate authorities)	**2,98,06,730	2,32,46,422
d) Penalty imposed by SEBI for which Appeal has been filed		
(The total penalty imposed by SEBI vide order dated 21st August, 2020 is Rs. 1,00,00,000/- of which Rs. 10,00,000/- has already been deposited by the Company while filing further appeal which has been disclosed under the head 'Other Financial Assets' and the matter is subjudice)	1,00,00,000	-
ii) Commitments :		
Estimated amount of contracts remaining to be executed on capital account	-	-

* The Company has paid security deposit of Rs. 25,12,500/- to "The Registrar City Civil & Session Court" vide pay order no. 757810 dated 20.01.2017

**In addition to the above:

- a. There is a demand of Rs. 3.21 Lakhs for AY 2016-17 pertaining to TDS Credit claimed which is not yet paid by the parties who had deducted the TDS. The Company is in the process of filing the rectification and is following up with the respective parties and is confident that the amount will be paid by them and the said demand will be reversed.
- b. As per the Assessment Order dated 09.04.2021, there is a demand of Rs. 23.98 Lakhs for AY 2018-19. Rectification has been filed for the same and the management is confident of reversal of the said demand.

31. Auditors' Remuneration

	2020-2021	2019-2020
For Statutory and Tax Audit	Rs. 3,25,000	Rs 3,00,000
	<u>Rs. 3,25,000</u>	<u>Rs. 3,00,000</u>

32. Advances recoverable in cash or in kind or for value to be received in respect of which company is fully secured includes:-

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
Secured against Immovable Property	3,25,500	3,25,500
Secured against Shares*	20,49,43,413	20,91,64,439

* Legal heir of a borrower has defaulted on payment of interest and Principal on loan against shares of a listed company (Pledge Security), balance as on 31-03-2021, Rs.19.37 crores. Consequently, the Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been frozen by a statutory authority on account of legal disputed matter of our company and hence company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The quoted Market value of Pledge Security is Rs. 18.31 Crores as on the date of approval of financial results. However management is of the view that quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.

33. The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial & commodity markets and slowdown in the economic activities. The management of the Company have, based on current available information, determined the carrying value of various financial assets after considering the potential macro-economic impact and all available internal and external information up to the date of approval of these financial results. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

34. Foreign Currency Transactions:

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
Outgo:		
Purchase of Goods (Import)	21,24,274	1,24,82,410
Earnings:	Nil	Nil

35. There are no dues to Micro and Small Enterprises as at 31st March, 2021. This information as required to be disclosed 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.
36. Balances of the Sundry Debtors, Loans and Advances and Sundry Creditors are subject to confirmation and resultant reconciliation, if any.

37. Disclosure pursuant to Ind AS – 108: OPERATING SEGMENTS

BUSINESS SEGMENTS

(Rs. In Lakhs)

Sr. No.	Particulars	Year ended	
		31-Mar-21	31-Mar-20
		Audited	Audited
1	Segment Revenue		
	a) Trading in Goods	2900.23	3503.84
	b) Manufacturing of Liquor	8138.80	4563.15
	c) Trading in Shares /Mutual Funds	297.82	-273.38
	d) Financing	261.97	211.99
	e)Leasing of Immmovable Properties	8.51	33.29



(Rs. In Lakhs)

Sr. No.	Particulars	Year ended	
		31-Mar-21	31-Mar-20
		Audited	Audited
	f)Commission	634.51	304.43
	Less: Inter Segment Revenue		
	Total Income from Operations	12241.85	8343.33
2	Segment Results:		
	[Profit before Depreciation, Tax and Finance Costs from each segment]		
	a) Trading in Goods	16.20	190.70
	b) Manufacturing of Liquor	244.03	117.02
	c) Trading in Shares	296.76	-275.03
	d) Financing	261.97	211.99
	e)Leasing of Immmovable Properties	8.51	24.38
	f) Commission	31.73	50.14
	Total	859.20	319.21
	Less:(i) Finance Costs	43.59	10.62
	(ii) Depreciation	19.16	19.27
	(iii) Other un-allocable expenditure net off Un-allocable Income	217.08	299.59
	Profit from ordinary activities before tax	579.37	-10.28
3	Segment Assets		
	a) Trading in Goods	906.22	1170.89
	b) Trading in Liquor	3745.32	1249.65
	c) Trading in Shares	204.60	494.96
	d) Financing	3526.26	2992.27
	e)Leasing of Immmovable Properties	1192.82	790.72
	f) Unallocable	3883.43	4291.61
	Total Segment Assets	13458.65	10990.10
4	Segment Liabilities		
	a) Trading in Goods	682.29	564.42
	b) Trading in Liquor	3745.32	199.17
	c) Trading in Shares	-	-
	d) Financing	16.91	16.91
	e)Leasing of Immmovable Properties	1.90	0.10
	f) Unallocable	9012.23	10209.51
	Total Segment Liabilities	13458.65	10990.10

38. In accordance with Accounting standard 'Ind AS-24' relating to Related Party Disclosures, information pertinent to related party transaction is given as under:-

Parties Where Control Exists: None

Parties with whom transaction have taken place.

A. Name of the related parties & description of relationship

- a) Key Managerial Personnel : Mr. Anil Agrawal (CEO)
Mr. Kailash Purohit (CFO) (appointed w.e.f. September 10, 2020)
Mr. Pravin A Naik (CFO) (resigned w.e.f. September 10, 2020)
Mr. Hiren Gediya (CS) (appointed w.e.f. July 15, 2020)
Mr. Ankur Agrawal (Director)
- b) Promoters and their relatives : Mrs. Annu Agrawal (Promoter)
Anil Agrawal –HUF (Promoter)
Mr. Anil Agrawal(Promoter)
Mr. Bharat Shiroya(Promoter)
Luharuka Exports Pvt. Ltd. (Promoter)
Luharuka Investment & Consultants Pvt. Ltd. (Promoter)
M/s Luharuka Travels & M/s Luharuka Enterprises
(Proprietorship concerns of Mr. Pradeep Agrawal,
brother of CEO i.e. Anil Agrawal)
- c) Associate Companies : Comfort Securities Ltd
Liquors India Ltd.
Lemonade Share & Securities Pvt. Ltd.
- d) Group Company : Comfort Fincap Ltd.
Luharuka Media & Infra Ltd

B. Transactions during the year with related parties: -

Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
1	Loan given			
	Flora Fountain Properties Limited	-	-	- (2,22,50,000)
	Comfort Fincap Limited	-	-	14,00,00,000 (13,70,00,000)
	Loan received back			
	Flora Fountain Properties Limited	-	-	- (2,22,50,000)
	Comfort Fincap Limited	-	-	8,60,00,000 (14,55,00,000)
	Loan Taken			
	Luharuka Media & Infra Ltd.	-	-	- (50,00,000)



Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
	Loan re-paid			
	Luharuka Media & Infra Ltd.	- -	- -	- (50,00,000)
2	Business Advance			
	Liquors India Limited	- -	- -	30,00,000 (1,20,00,000)
3	Security deposit paid			
	Annu Agrawal	- -	5,00,000 -	- -
	Security deposit received back			
	Annu Agrawal	- -	5,06,000 (17,94,000)	- -
	Anil Agrawal –HUF	- -	- (8,00,000)	- -
4	Expenses			
	Brokerage Paid			
	Comfort Securities Limited	- -	34,944 (35,815)	- -
	Demat Charges Paid			
	Comfort Securities Limited	- -	590 (1,180)	- -
	Re-imbusement of License and Fees			
	Liquors India Limited	- -	- -	23,98,070 (18,27,653)
	Interest Paid			
	Luharuka Media & Infra Ltd	- -	- -	- (52,603)
	Office Rent Paid			
	Annu Agrawal	- -	13,20,000 (6,60,000)	- -
	Anil Agrawal –HUF	- -	8,40,000 (6,60,000)	- -
	Liquors India Limited	- -	- -	3,60,000 -
	Remuneration			
	Anil Agrawal	36,00,000 (56,00,000)	- -	- -

Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
	Apeksha Kadam	5,08,184 -	- -	- -
	Kailash Purohit	2,17,147 -	- -	- -
	Hiren Gediya	1,36,000 -	- -	- -
	Pravin A Naik	- (6,64,718)	- -	- -
	Dhaval Shah	- (4,26,204)	- -	- -
	Travelling Expenses			
	Luharuka Travels	- -	- (2,46,082)	- -
	Director Sitting fee Paid			
	Annu Agrawal	- -	- (20,000)	- -
	Ankur Agrawal	65,000 (55,000)	- -	- -
	Bottling Charges			
	Liquors India Limited	- -	- -	5,62,31,361 (2,18,60,670)
5	Income			
	Interest Income Received			
	Comfort Fincap Ltd.	- -	- -	1,42,15,591 (69,38,865)
	Flora Fountain Properties Limited	- -	- -	- (1,77,883)
	Amount outstanding as at Balance Sheet date			
	Business Advance			
	Liquors India Limited	-	-	11,35,50,000
	Loan given			
	Comfort Fincap Limited	-	-	14,12,09,651

Figure in bracket relates to previous year.



39. The Previous year's figures have been regrouped / rearranged / reclassified wherever necessary. Amounts and other disclosures for the preceding financial year are included as an integral part of current year's financial statements.

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

Ankur Agrawal
Director
DIN : 06408167

Apeksha Kadam
Director
DIN : 08878724

A.R. Sodha
Partner
Membership No. : 031878

Kailash Purohit
Chief Financial Officer

Hiren Gediya
Company Secretary
A62416

Mumbai , June 21, 2021

Mumbai , June 21, 2021

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INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS,
COMFORT INTECH LIMITED**

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying consolidated financial statements of Comfort Intech Limited (hereinafter referred to as the 'Holding Company') and its associates which comprise the consolidated Balance Sheet as at March 31, 2021, and the consolidated statement of Profit and Loss, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2021, of consolidated loss, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Qualified Opinion

The Holding Company has not provided for defined benefit obligation in the nature of gratuity based on the requirement of Ind AS 19 i.e. "Employee Benefit", which requires defined benefit obligation to be recognised based on actuarial valuation basis. In absence of valuation we are unable to quantify the impact of above on the net profit for the year and liabilities as on reporting date.

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

Emphasis of Matter

- a) We draw attention to Note No 32 to the financial results regarding the Holding Company not being able to recover a loan from the legal heir of a borrower given against security of shares of a listed entity (Pledge Security), the balance as on 31st March, 2021 is Rs.19.37 Crores. Consequently, the Holding Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been freezed by a statutory authority on account of legal disputed matter of our company and hence company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The Pledge security is infrequently traded on the stock exchanges. The quoted Market value of Pledge Security is Rs. 18.61 Crores as on the date of approval of financial results. However management is of the view that quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the

carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.

- b) We further draw attention to Note 33 to the financial statements wherein it is stated that due to the outbreak of COVID-19 pandemic across the globe and in India there is a significant decline and volatility in the global and Indian financial & commodity markets and slowdown in the economic activities. The management of the Company have, based on current available information, determined the carrying value of various financial assets after considering the potential macro-economic impact and all available internal and external information up to the date of approval of these financial results. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Our report is not modified in respect of the above matters.

Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Key Audit Matters	How our audit addressed the key audit matter
A. Impairment of Financial Asset due to Non Recoverability of Loan from the legal heir of one of the borrowers	
The Holding Company is not being able to recover a loan from the legal heir of a borrower given against security of shares of a listed entity (Pledge Security) and the balance as on 31st March, 2021 is Rs.19.37 Crores. Consequently, the Holding Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been frozen by a statutory authority on account of legal disputed matter of our company and hence holding company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The Pledge security is infrequently traded on the stock exchanges. The quoted Market value of Pledge Security is Rs. 18.61 Crores as on the date of approval of financial results. However management is of the view that	<ol style="list-style-type: none"> 1. We read and assessed the Holding Company's accounting policies for impairment of financial assets and their compliance with Ind AS 109 2. We evaluated the management's reasonableness for not making provision in the books of accounts for the shortfall in the value of security. 3. We have further assessed the financial statements of the company whose shares are pledged.



Key Audit Matters	How our audit addressed the key audit matter
<p>quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.</p>	
B. Amount advanced to Associate Company	
<p>As per the Agreement dated 26th June, 2018, the Company has entered into sub lease agreement with its Associate Company for Production of Indian made foreign Liquor brands owned by the company. As per the agreement, company has agreed to sanction business advance limit of upto Rs. 17 Crore to the associate for smooth running of the factory, retirement of its liabilities and for upgradation of plant infrastructure and machinery. As per the terms mentioned in the agreement, certain portion of the bottling charges payable by the company to the associate shall be adjusted against the said advance wef from 1st April, 2021 as per the quantum agreed between the company and associate and the said advance has been secured The Outstanding balance of the said advance is Rs. 11.35 Crores as on 31st March, 2021.</p>	<ol style="list-style-type: none"> 1. Examined the agreement entered by the holding company with the associate company. 2. Discussion with the management for understanding the demand for the company's brand of Indian made foreign liquor and utilization of capacity of associate by company and other parties by way of sub-lease 3. Analysed the past year capacity utilization and sales achieved by the company for the said brands 4. Studied the management projection towards the cash flow that would be generated from Bottling contracts of Associate from which advances will get recovered. 5. Review of the document, wherein associate has given its assets as collateral for the loan facility availed by the company. 6. Analysed the Net Asset Value of the associate considering the Fair Value of assets.

Responsibilities of Management for the Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Holding Company including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of Holding company and its associates are responsible for assessing the ability of the Holding Company and of its associates and jointly controlled entities 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Holding company and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Holding Company and its associates 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 consolidated 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 Holding Company and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities of the Holding Company and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned



scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matter

The consolidated financial statements also include the Group's share of net profit/(loss) after tax of Rs. (6.72) Lakh for the year ended 31st March, 2021, as considered in the consolidated financial statements, in respect of two associates, whose financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures in respect of these associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid associates, is solely based on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of consolidated financial statements.
- 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 except as described in the Basis for Qualified Opinion paragraph.
- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its associate companies, none of the directors of the Holding Company and its associate companies is disqualified a none of the disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure.
- 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 Consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Holding Company and its associates. Refer Note 30 to financial statements
 - II. According to the information given to us, the company has not entered into any long-term contracts including derivative contracts.
 - III. There has been no delay in transferring any amount to be transferred to Investor Education and Protection fund by the Company except amount of Rs.1,50,287/- pertaining to dividend paid for FY 2012-13 due to error in uploading the requisite form on the MCA website. The Company has already lodged complaint on the MCA website and also escalated the issue via email. The issue has not yet been resolved as on the date of signing the financial statements.

For A.R. Sodha & Co.
Chartered Accountants
FRN 110324W

A.R. Sodha
Partner
M No.031878
Place: Mumbai
Date: 21st June, 2021
UDIN: 21031878AAAADO6022



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF COMFORT INTECH LIMITED

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of Comfort Intech Limited (hereinafter referred to as "the Holding Company") and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary companies and its associate company which are companies incorporated in India, are 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in Other Matters paragraph, the Holding Company and its associate company which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, in so far as it relates to separate financial statements of two associates which are companies incorporated in India, is based on the corresponding reports of the auditors of such associates incorporated in India.

For A.R. Sodha & Co.
Chartered Accountants
FRN 110324W

A.R. Sodha
Partner
M No.031878
Place: Mumbai
Date: 21st June, 2021
UDIN: 21031878AAAADO6022



CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(Amount in INR)

Particulars	Note No.	As at March 31, 2021		As at March 31, 2020
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	2	47,91,726		59,92,653
(b) Investment Property	3	<u>11,90,89,789</u>		<u>7,88,18,735</u>
			12,38,81,515	8,48,11,388
(c) Financial Assets				
(i) Investments	4	19,87,34,093		14,99,76,341
(ii) Loans		<u>-</u>		<u>-</u>
			19,87,34,093	14,99,76,341
(d) Other non-current assets	5		11,66,79,969	13,88,41,169
(2) CURRENT ASSETS				
(a) Inventories	6		7,74,60,447	5,42,27,746
(b) Financial Assets				
(i) Investments	7	2,04,60,024		4,55,44,206
(ii) Trade receivables	8	40,42,80,427		23,23,31,763
(iii) Cash and cash equivalents	9	9,25,38,177		8,46,49,523
(iv) Loans	10	35,26,25,564		29,92,27,039
(v) Others (to be specified)	11	<u>45,15,500</u>		<u>60,45,419</u>
			87,44,19,691	66,77,97,950
(c) Other current assets	12		<u>1,23,72,393</u>	<u>64,60,774</u>
TOTAL ASSETS			<u>1,40,35,48,108</u>	<u>1,10,21,15,368</u>
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	13	31,99,38,080		31,99,38,080
(b) Other Equity*		<u>77,44,78,499</u>		<u>65,86,24,197</u>
			1,09,44,16,579	97,85,62,277
LIABILITIES				
(a) Deferred tax liabilities (Net)	14		15,82,882	48,67,299
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	11,13,06,252		2,71,99,567
(ii) Trade payables	16	15,95,31,114		8,14,85,111
(iii) Other financial liabilities (other than those specified in item ©)	17	<u>2,99,31,910</u>		<u>60,70,543</u>
			30,07,69,277	11,47,55,221
(b) Provisions	18		16,90,550	16,90,550
(c) Current Tax Liabilities (Net)	19		<u>50,88,821</u>	<u>22,40,020</u>
TOTAL EQUITY AND LIABILITIES			<u>1,40,35,48,108</u>	<u>1,10,21,15,368</u>
See accompanying notes to the financial statements	1			

* Refer Statement of changes in equity

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

Ankur Agrawal
Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416

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

(Amount in INR)

Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I Revenue from Operations	20	1,22,41,85,410	83,43,32,581
II Other Income	21	16,10,302	3,18,134
III Total Revenue (I + II)		1,22,57,95,712	83,46,50,716
IV Expenses			
Purchases of Stock-in-Trade	22	71,06,28,198	54,87,16,423
Excise Duty paid		37,41,22,018	24,17,12,019
Changes in inventories of Stock-in-trade	23	(1,21,34,650)	(72,11,582)
Employee benefits expense	24	71,88,198	1,06,86,035
Finance costs	25	43,59,374	10,61,881
Depreciation and amortization expense	2	19,15,818	19,27,043
Other Expenses	26	8,17,79,884	3,87,86,441
Total Expenses (IV)		1,16,78,58,839	83,56,78,261
V Profit/(loss) before exceptional items and Tax (III-IV)		5,79,36,872	(10,27,545)
VI Exceptional Items		-	-
VII Profit/(loss) before tax (V-VI)		5,79,36,872	(10,27,545)
VIII Tax Expense:			
(a) Current Tax		1,33,47,000	51,42,790
(b) Deferred Tax		(32,84,417)	-
(c) Tax of earlier years w/off		(3,82,434)	1,29,698
		96,80,149	52,72,488
IX Profit (Loss) for the period from continuing operations (VII-VIII)		4,82,56,723	(63,00,033)
X Add : Share of (Profit)/Loss of Associate		5,38,41,996	(1,58,72,331)
XI Profit for the Period (after adjustment for Associate (IX + X))		10,20,98,719	(2,21,72,364)
XII Other Comprehensive Income			
A Items that will not be reclassified to profit or loss			
(i) Gain/(Loss) on sale of Investments		(33,84,196)	(29,36,900)
(ii) Fair value changes of equity instruments through other comprehensive income		1,64,04,522	(2,70,64,500)
Add : Share of (Profit)/Loss of Associate		7,35,257	(10,00,697)
		1,37,55,582	(3,10,02,097)
XIII Total Comprehensive Income for the period (IX+X)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		11,58,54,301	(5,31,74,461)
XIV "Earnings Per Equity Share (Face Value Rs. 10/- Per Share):"	27		
Basic & Diluted (Rs.)		3.19	(0.69)
See accompanying notes to the financial statements	1		

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

Ankur Agrawal
Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416



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

(Amount in INR)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax for the year	5,79,36,872	(10,27,545)
Adjustments for :		
Interest Paid	30,59,374	10,61,881
Depreciation	19,15,818	19,25,300
Bad - debts	66,19,528	
Profit/(loss)from Sale of Equity Instruments held for trading	(2,16,95,461)	6,71,549
Change in Fair Value of Current Investments	(75,41,079)	2,85,18,625
Rent Received	(8,51,000)	(33,29,000)
Operating Profit before Working Capital change	3,94,44,053	2,78,20,810
Adjustments for :		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	(2,32,32,701)	(1,39,27,237)
Trade receivables	(20,49,60,186)	(7,82,17,304)
Short-term loans and advances	(5,33,98,525)	1,10,67,911
Other financial assets	15,29,919	2,11,70,245
Other current assets	(59,11,618)	5,01,31,287
Other non-current assets	2,21,61,200	2,45,00,000
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	7,80,46,003	(4,39,71,595)
Other current liabilities	2,38,61,367	17,70,914
Cash Generated From Operations	(12,24,60,489)	3,45,030
Income Tax paid/(refund)	1,01,15,769	57,16,350
NET CASH FROM OPERATING ACTIVITIES Total (A)	(13,25,76,258)	(53,71,320)
CASH FLOW FROM INVESTING ACTIVITIES		
Investments (Purchased)/Sold	7,31,60,549	(1,77,39,686)
Investment Property (Purchased)/Sold	(1,45,29,132)	-
Fixed Assets (Purchased)/Sold	(64,817)	-
Rent Received	8,51,000	33,29,000
NET CASH USED IN INVESTING ACTIVITIES Total (B)	5,94,17,600	(1,44,10,686)
CASH FLOW FROM FINANCING ACTIVITIES		
Dividend Paid (including Dividend Tax)	-	-
Loan taken / (Repaid) in Secured Loan	8,41,06,685	(1,11,84,546)
Interest paid	(30,59,374)	(10,61,881)
NET CASH FROM FINANCING ACTIVITIES Total (C)	8,10,47,311	(1,22,46,428)
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)	78,88,653	(3,20,28,434)
Cash and Cash Equivalents -- Opening Balance	8,46,49,523	11,66,77,957
Cash and Cash Equivalents -- Closing Balance	<u>9,25,38,176</u>	<u>8,46,49,523</u>

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

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Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021**A. EQUITY SHARE CAPITAL**

(Amount in INR)

Particulars	Amount(Rs.)
As at 31 March, 2020	31,99,71,540
Changes in equity share capital	-
As at 31 March, 2021	31,99,71,540

B. OTHER EQUITY

(Amount in INR)

Particulars	Other Equity				
	Reserve and Surplus			Other Comprehensive Income	Total other Equity
	Special Reserve	Share Premium	Retained Earnings		
As at 31st March, 2019	5,67,87,408	52,25,83,850	13,81,97,807	-57,70,406	71,17,98,658
Total Comprehensive Income for the year	-	-	-2,21,72,364	-3,10,02,097	-5,31,74,461
Transfer from Profit and Loss	-	-	-	-	0
As at 31st March, 2020	5,67,87,408	52,25,83,850	11,60,25,443	-3,67,72,504	65,86,24,197
Total Comprehensive Income for the year	-	-	10,20,98,719	1,37,55,582	11,58,54,301
Transfer from Profit and Loss	-	-	-	-	0
As at 31st March, 2021	5,67,87,408	52,25,83,850	21,81,24,162	-2,30,16,921	77,44,78,499

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

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Director
DIN : 06408167

Apeksha Kadam
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DIN : 08878724

A.R. Sodha
Partner
Membership No. : 031878

Kailash Purohit
Chief Financial Officer

Hiren Gediya
Company Secretary
A62416

Mumbai , June 21, 2021

Mumbai , June 21, 2021



Notes to consolidated financial statements for the year ended March 31, 2021

1. The consolidated financial statements include results of the Associates, consolidated in accordance with Ind AS 28 'Investment in Associates and Joint Ventures'.

Name of the Company	% Shareholding of Comfort Intech Ltd.	% Shareholding of Non-controlling interest	Consolidated as
Comfort Securities Ltd	48.94	51.06	Associate
Liquors India Ltd.	47.96	52.04	Associate
Lemonade Share & Securities Pvt. Ltd.	46.81	53.19	Associate

1.1. SIGNIFICANT ACCOUNTING POLICIES:

- I. These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle

- II. Accounting policies applicable in consolidated financial statements:

Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost. Under the equity method of accounting, the investments are adjusted thereafter to recognise the Company's share of the post-acquisition profits or losses of the investee in profit and loss, and the Company's share of other comprehensive income of the investee in other comprehensive income.

1.2. SUMMARY of Significant Accounting Policies

A. Basis of Preparation:

The consolidated financial statements of the Group comprising of Balance Sheet, Statement of Profit and Loss, Statement of changes in Equity and Cash Flow Statement together with the notes have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

B. Principles of Consolidation

The consolidated financial statements relate to Comfort Intech Limited and its associates. The Consolidated financial statements have been prepared on the following basis:

Investments in associates are accounted for using the equity method of accounting in accordance with Ind AS 28 'Investment in Associates and Joint Venture', after initially being recognised at cost. Under the equity method of accounting, the investments are adjusted thereafter to recognise the Company's share of the post-acquisition profits

or losses of the investee in profit and loss, and the Company's share of other comprehensive income of the investee in other comprehensive income.

The consolidated financial statements include results of the Associates stated below, consolidated in accordance with Ind AS 28 'Investment in Associates and Joint Ventures'.

Name of the Company	% Shareholding of Comfort Intech Ltd.	
	FY 2020-2021	FY 2019-2020
Comfort Securities Limited	48.94	48.94
Liquors India Limited	47.96	47.96
Lemonade Share & Securities Private Limited	46.81	46.81

C. Use of Estimates

The preparation of financial statements in conformity with generally accepted principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

D. Revenue Recognition:

- a) Revenue from sale of goods is recognised when the following conditions are satisfied.
 - i) the Company has transferred the significant risks and rewards of ownership of the goods to the buyer which generally coincides when the goods are dispatched in accordance with the terms of sale.
 - ii) the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold.
 - iii) the amount of revenue can be measured reliably
 - iv) it is probable the economic benefits associated with the transaction will flow to the Company.
 - v) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

- b) Accounting Policy with respect to tie up arrangements:

The Company has started the operation under the tie up arrangement whereby the Company will manufacture, store, bottle and sale Indian made foreign liquor for brands belonging to others in its sub-leased manufacturing facility in the state of Telangana. In terms of the arrangement profit from the above operation will be transferred to the brand owner. Since the Company is carrying out all operation, company has recognised full revenue from Sale of the said brands and corresponding purchases, expenses, Receivables and Inventory and share of Profit belonging to the brand owner as expense.

- c) As per prudential norms prescribed by Reserve Bank of India, interest income has been recognized only on standard advances given by the Company



- d) Dividend income & interest receivable from government on tax refunds are accounted as and when received.
- e) Rental income from investment property is recognized on accrual basis.

E. Property, Plant and Equipment:

- i) Property, plant and equipment are shown at historical cost inclusive of incidental expenses less accumulated depreciation.
- ii) Depreciation on fixed assets is calculated on a straight- line basis over the estimated useful lives of the assets as follows:

No.	Category	Estimated Useful Lives
1	Office Premises	60 years
2	Furniture and Fixtures	10 years
3	Motor Vehicles	10 years
4	Electrical Installations and Equipments	10 years
5	Computer and Data Processing Units	3 years
6	Plant and Machinery	15 Years

- iii) Depreciation on Property, plant and equipment are added or sold during the year, is provided on pro-rata basis with reference to the date of addition/deletion.

F. Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

G. Foreign Exchange Transactions:

Foreign Currency transactions are accounted for at the exchange rates prevailing at the time of recognition of income/ expenditure. Foreign currency monetary items are reported using the closing rates. Exchange difference arising on reporting them at closing rate i.e. at the rate different from those at which they were initially recorded are recognized as income or expenses as the case may be. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

H. Investment Property

Investment Properties are measured using the cost model. Investment properties are measured initially at cost including transaction cost. Under Ind AS, investment properties are required to be separately presented on the face of the Balance Sheet. There is no impact on the total equity or profit as a result of this adjustment.

I. Employee Benefits :

- a. Short terms employee benefits are charged to the profit and loss account as and when incurred
- b. Payments to defined contribution plan are charged to profit & loss account when contributions to respective funds are due.
- c. Gratuity and Leave encashment payments are accounted for on Payment basis.

J. Segment Reporting:

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision making body, in deciding how to allocate resources and assessing performance.

The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segments revenue is accounted on the basis of transactions which are primarily determine based on market/fare value factors. Revenue, expenses, assets and liabilities which relates to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenues/expenses/assets/liabilities".

K. Inventories:

Stock of Goods, raw material, packing material and under construction property are measured at lower of cost or net realizable value

L. Financial instruments:**i) Financial Assets****a. Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

b. Subsequent Measurement**1. Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



2. Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

c. Investment in subsidiaries, Associates and Joint Ventures

The Company has accounted for its investments in subsidiaries, associates and joint venture at cost.

d. Other Equity Investments

The Company subsequently measures all equity investments at fair value. There are two measurement categories into which the Company classifies its equity instruments:

i) Investments in equity instruments at FVTPL: Investments in equity instruments are classified as at FVTPL, unless the Company irrevocable elects on initial recognition to present subsequent changes in fair value in other comprehensive income for equity instruments which are not held for trading.

ii) Investments in equity instruments at FVTOCI: On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income. This election is not permitted if equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserve for 'equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to Statement of Profit and Loss on disposal of the investments.

e. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

iii) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

iv) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

f. De-recognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

ii) Financial Liabilities

a) Initial Recognition and Measurement

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost, Fee of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

b) Subsequent measurement

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

M. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether :

- i) the contract involves the use of an identified asset
- ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- iii) the Company has the right to direct the use of the asset

The Company applies a single recognition and measurement approach for all leases, except for short term leases and leases of low-value assets. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below :-

- i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the



commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets (i.e. 30 and 60 years)

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

“Lease liability” and “Right of Use” asset are separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

N. Borrowing Costs:

- (a) Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.
- (b) All other borrowing costs are recognized as expense in the period in which they are incurred.

O. Taxation:

Provision for income tax has been made in accordance with normal provisions of Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using tax rates and laws that have been substantively enacted as of the balance sheet date. Current and Deferred tax is recognised in Statement of

Profit and Loss, except when it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

P. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

Q. Contingent Liability and Contingent Assets

A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefit is remote. Contingent assets are neither recognised nor disclosed.

R. Fair Value Measurement

The Company measures its qualifying financial instruments at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into Level I, Level II and Level III based on the lowest level input that is significant to the fair value measurement as a whole. For detailed information on the fair value hierarchy, refer note no. 28 and 29

For assets and liabilities that are fair valued in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

Notes to consolidated financial statements for the year ended March 31, 2021
Note - 2 :- Property, Plant and Equipment

Particulars	Gross block				Accumulated depreciation and impairment				Net block	
	Balance as at 1 April, 2020	Additions	Disposals	Balance as at 31 March, 2021	Balance as at 1 April, 2020	Depreciation/ amortisation expense for the year	Other adjustments	Balance as at 31 March, 2021	Balance as at 31 March, 2020	
	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)	(Rupees)
a Office Premises	7,71,090	-	-	7,71,090	3,09,553	13,088	-	4,48,449	4,61,537	
b Furniture and fittings	68,61,164	-	-	68,61,164	61,47,733	1,12,582	-	6,00,849	7,13,431	
c Motor Vehicles	1,16,19,531	-	-	1,16,19,531	76,67,472	9,54,264	-	29,97,795	39,52,059	
d Electrical Installations and Equipment	13,92,624	-	-	13,92,624	9,36,508	64,794	-	3,91,322	4,56,116	
e Computers and data processing units	9,28,756	64,817	-	9,93,573	8,84,482	55,099	-	53,992	44,274	
f Plant and Machinery	9,82,493	-	-	9,82,493	6,17,256	65,917	-	2,99,320	3,65,237	
Total	2,25,55,658	64,817	-	2,26,20,475	1,65,63,005	12,65,744	-	47,91,726	59,92,653	

Note 3 - Investment in Property

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
Investment Property*	12,12,14,587		8,02,93,459	
Less: Provision for depreciation	21,24,798	11,90,89,789	14,74,724	7,88,18,735
		11,90,89,789		7,88,18,735

* The company is in the process of ascertaining the fair value of the properties.

Note - 4 :- Investments

(Amount in INR)

Particulars	As on 31.03.2021		As on 31.03.2020	
	Nos. / Units	Amount	Nos. / Units	Amount
Investment at Fair Value through Other Comprehensive Income				
In Equity Shares of Associate Companies - Unquoted Fully paid-up				
Comfort Securities Ltd. (F.V. Rs. 10/- each)	57,50,000	5,60,00,000	57,50,000	5,60,00,000
Add: Share in accumulated Total comprehensive income		10,55,13,053		5,02,64,197
	57,50,000	16,15,13,053	57,50,000	10,62,64,197
Lemonade Share & Securities Pvt. Ltd. (F.V. Rs. 10/- each)	2,20,000	2,20,00,000	2,20,000	2,20,00,000
Add: Share in accumulated Total comprehensive income		3,04,737		3,03,574
	2,20,000	2,23,04,737	2,20,000	2,23,03,574
Liquors India Limited (F.V. Rs. 10/- each)	42,00,000	5,46,00,000	42,00,000	5,46,00,000
Add: Share in accumulated Total comprehensive income		(4,81,34,696)		(4,74,61,931)
	42,00,000	64,65,304	42,00,000	71,38,069
In Equity Shares of Others- Unquoted Fully paid-up				
The Malad Sahakari Bank Ltd (F.V. Rs. 10/- each)	100	1,000	100	1,000
Total [A]	1,01,70,100	19,02,84,094	1,01,70,100	13,57,06,841
In Equity Shares of Others- Quoted Fully paid-up				
Comfort Commotrade Ltd. (F.V. Rs. 10/- each)	12,00,000	82,80,000	12,00,000	14,16,000
Himachal Futuristic Communications Ltd (F.V. Re. 1/- each)	6,746	1,69,999	14,25,000	1,28,53,500
Total [B]	12,06,746	84,49,999	26,25,000	1,42,69,500
TOTAL [A+B]	1,13,76,846	19,87,34,093	1,27,95,100	14,99,76,341



Note 5 - Other non-current assets

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balances with Statutory/Government Authorities	59,79,969	59,79,969
b) Capital Advances	31,50,000	2,23,11,200
c) Business Advance	10,75,50,000	11,05,50,000
TOTAL	11,66,79,969	13,88,41,169

Note 6 - Inventories

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Property under development	4,03,00,509	4,03,00,509
Stock (Liquor - Finished Good)	1,93,46,232	72,11,582
Stock (Liquor - Raw Material & Packing Material)	1,78,13,706	67,15,655
TOTAL	7,74,60,447	5,42,27,746

Note 7 - Investments

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
	No of shares	Amount	No of shares	Amount
Investment at Fair Value through Profit and Loss				
In Equity Shares of :(Quoted fully paid up)				
Name of The Scrip	No of shares	Amount	No of shares	Amount
ACC Ltd	-	-	200	1,93,500
Luharuka Media & Infra Ltd.*	5642660	2595623.6	56,42,660	20,87,784
Ravi Kumar Distilleries Ltd.*	2366000	17745000	23,66,000	1,07,88,960
Vedanta Limited	-	-	14,250	9,22,688
Reliance Industries Ltd.	-	-	2,500	27,81,125
Grasim Industries Ltd.	-	-	825	3,92,205
Aditya Birla Capital Ltd	1,000	1,19,400	1,155	48,741
Ambuja Cements Ltd.	-	-	3,000	4,67,100
Ultraeech Cement Ltd.	-	-	160	5,20,680
Duncans Industries Ltd.*	105	-	105	956
Balrampur Chini Mills Ltd	-	-	5,000	5,19,750
Hindustan Copper Ltd.	-	-	10,000	2,13,000
JK Lakshmi Cement Ltd.	-	-	3,000	5,87,100
Arihant Superstructures Ltd.	-	-	2,00,000	42,90,000

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
MTNL	-	-	1,49,900	9,05,396
Vikas EcoTech Ltd	-	-	7,45,000	8,26,950
Vikas Multicorp Ltd	-	-	7,45,000	8,49,300
Pilani Investment and Industries Corporation Ltd	-	-	17,041	1,91,48,972
TOTAL	80,09,765	2,04,60,024	99,05,796	4,55,44,206

* Demat account in which these Investments are held is freeze and company has applied to H'able High Court at Hyderabad for Unfreeze of Demat account as company is not party to the matter with respect to which account has been frozen.

Note 8 - Trade Receivables

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
a) Due for a period exceeding six months				
- Unsecured, considered good	-	-	39,51,496	
- Doubtful	-	-	77,49,428	
Less: Provision for Doubtful Debts	-	-	(15,49,900)	1,01,51,025
			-	1,01,51,025
b) Others				
- Unsecured, considered good	40,42,80,427		22,21,80,738	
- Doubtful	-	-	-	
Less: Provision for Doubtful Debts	-	40,42,80,427	-	22,21,80,738
		40,42,80,427		22,21,80,738
TOTAL		40,42,80,427		23,23,31,763

Note 9 - Cash & Bank Balances

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
a) Balances with Banks :				
- Current Accounts	3,14,77,791		12,98,212	
- Deposit Accounts (Under lien with Banks)	6,09,67,389	9,24,45,180	8,31,24,499	8,44,22,711
b) Cash-in-hand		92,996		2,26,811
TOTAL		9,25,38,177		8,46,49,523



Note 10 - Loans

(Amount in INR)

Particulars	As at March 31, 2021		As at March 31, 2020	
a) Advances recoverable in cash or in kind for value to be received				
i) Advances Considered good & in respect of which Company is fully secured	20,49,43,413		20,91,64,439	
ii) Advances Considered good for which Company holds no Security other than personal security	14,72,38,651	35,21,82,064	8,97,07,100	29,88,71,539
iii) Sub-Standard Advances in respect of which Company is:				
(a) Secured	-		-	
(b) Unsecured	-		-	
Doubtful (Secured)	3,25,500	3,25,500	3,25,500	3,25,500
b) Other Advances		1,18,000		30,000
TOTAL		35,26,25,564		29,92,27,039

Note 11 - Financial Current Assets : - Others

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Security deposits	35,15,500	35,21,500
b) Advance to Suppliers	-	25,23,919
c) Deposits with Authority	10,00,000	-
TOTAL	45,15,500	60,45,419

Note 12 - Other Current Assets

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
a) FDR Interest Receivable	-	5,24,936
b) Prepaid Expenses	49,33,905	13,41,760
c) Business Advance	74,38,488	45,67,610
d) GST Input	-	26,469
TOTAL	1,23,72,393	64,60,774

Note 13 - Share Capital

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Authorised :		
400,00,000 Equity Shares (Previous Year 400,00,000) of Rs. 10/- each	40,00,00,000	40,00,00,000
TOTAL	40,00,00,000	40,00,00,000
Issued and Subscribed :		
3,19,97,154 Equity Shares (Previous Year 3,19,97,154) of Rs. 10/- each	31,99,71,540	31,99,71,540
TOTAL	31,99,71,540	31,99,71,540
Paid-up share capital :		
3,19,93,808 Equity Shares (Previous Year 3,19,93,808) of Rs. 10/- each	31,99,38,080	31,99,38,080
TOTAL	31,99,38,080	31,99,38,080

(a) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Number of shares at the beginning of the year	31,99,38,080	31,99,38,080
Add: Number of Shares allotted fully paid up during the year	-	-
Less: Number of Shares bought back during the year	-	-
Number of shares outstanding as at the end of the year	31,99,38,080	31,99,38,080

(b) Rights, preferences and restrictions attached to shares

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) The details of shareholders holding more than 5% shares.

Name of the Shareholders	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% held	No. of Shares	% held
Luharuka Investment & Consultants Pvt Ltd	78,44,922	24.52%	78,44,922	24.52%
Luharuka Exports Private Limited	78,52,003	24.54%	78,52,003	24.54%

Note 14 - Deferred Tax Liabilities

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Deferred Tax Liabilities	48,67,299	48,67,299
Add / Less: During the Year	(32,84,417)	-
TOTAL	15,82,882	48,67,299



Note 15 - Short Term Borrowings

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Loans repayable on demand		
From banks		
Secured *	11,13,06,252	2,71,99,567
Unsecured	-	-
	<u>11,13,06,252</u>	<u>2,71,99,567</u>
TOTAL	<u>11,13,06,252</u>	<u>2,71,99,567</u>

* Primarily secured against Stock, Book Debts and Fixed Deposits and collaterally secured against Property of the Company and its associate. Further the facility is guaranteed by personal guarantee of the promoter and director and corporate guarantee of the company and its associate. The interest rate on this facility ranges from FD+1% to 8.6%

Note 16 - Trade Payables

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
Current payables (including acceptances) outstanding for less than 12 months	15,95,31,114	8,14,85,111
TOTAL	<u>15,95,31,114</u>	<u>8,14,85,111</u>

Note 17 - Other financial liabilities

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Security Deposits from Tenants	1,90,000	26,26,122
b) Outstanding Liabilities for Expenses	2,86,98,005	23,49,621
c) Un-paid dividend	10,43,905	10,94,801
TOTAL	<u>2,99,31,910</u>	<u>60,70,543</u>

Note 18 - Provisions

(Amount in INR)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Contingent provision for Standard Advances	14,80,550	14,80,550
b) Provision for doubtful debts	2,10,000	16,90,550
	<u>16,90,550</u>	<u>16,90,550</u>
TOTAL	<u>16,90,550</u>	<u>16,90,550</u>

Note 19 - Current Tax Liabilities

Particulars	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
Provision for Taxation (net of Advance tax & TDS)	50,88,821	22,40,020
TOTAL	50,88,821	22,40,020

Note 20 - Revenue from Operations

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Income from Operation		
Sales of Goods	29,00,23,414	35,03,84,181
Sales of Liquor	81,38,68,213	45,63,15,277
Interest Received		
From Loans & Advances	2,22,02,947	1,46,65,102
From Term deposits	40,06,430	65,34,183
Rent Received	8,51,000	33,29,000
Commission & Marketing Services	6,34,51,328	3,04,43,059
(A)	1,19,44,03,332	86,16,70,802
(b) Other operating Income		
Dividend Received	5,45,538	6,50,540
Income from Investment in Mutual Fund	-	87,797
Profit / (loss) from FO Trading (net)	-	11,07,366
Profit/(loss)from Sale of Equity Instruments held for trading	2,16,95,461	(6,65,300)
Change in Fair Value of Equity Instruments held for trading	75,41,079	(2,85,18,625)
(B)	2,97,82,078	(2,73,38,221)
TOTAL (A+B)	1,22,41,85,410	83,43,32,581

Note 21 - Other Income

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Misc Income	16,10,302	14,362
Profit on exchange fluctuation	-	3,03,772
TOTAL	16,10,302	3,18,134



Note 22 - Purchases

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Goods	27,55,92,679	32,22,36,751
Terminal handling Charges	-	55,229
Custom Clearing & Forwarding Charges	12,494	9,57,181
Freight & Transport Charges	52,68,921	67,35,822
Loss / (gain) on exchange fluctuation	92,123	-
Commission & Marketing Charges	6,02,78,768	2,54,28,917
Cost of Raw Material and Packing Material Consumed:		
Opening Stock	67,15,655	-
Purchase Raw & Packing Materials of Liquor	35,49,57,855	17,62,91,930
Less: Closing Stock	<u>(1,78,13,706)</u>	<u>(67,15,655)</u>
Job Work charges	5,65,91,361	2,18,60,670
Less: Reimbursement of Job work charges	<u>(2,67,99,640)</u>	<u>-</u>
Profit sharing with respect to Tie Up Arrangements	(78,32,667)	-
Licences and Fees	35,64,355	18,65,578
TOTAL	<u>71,06,28,198</u>	<u>54,87,16,423</u>

Note 23 - Changes in Inventories of Stock-in-trade

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Inventories at the end of the year		
Goods (Liquor)	1,93,46,232	72,11,582
Properties (under development)	4,03,00,509	4,03,00,509
Inventories at the beginning of the year		
Goods (Liquor)	72,11,582	-
Properties (under development)	<u>4,03,00,509</u>	<u>4,03,00,509</u>
Net (Increase) / Decrease in Inventories	<u>(1,21,34,650)</u>	<u>(72,11,582)</u>

Note 24 - Employment Benefit Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries , Bonus & Allowances	64,53,911	97,98,250
Staff Welfare Expenses	4,88,521	5,98,519
Staff Insurance Expenses	1,19,862	1,06,800
Staff PF Expenses	1,25,904	1,82,466
TOTAL	71,88,198	1,06,86,035

Note 25 - Financial Costs

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest Expenses	30,59,374	10,61,881
Loan processing fee	13,00,000	-
TOTAL	43,59,374	10,61,881

Note 26 - Other Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Advertisement Expenses	368971	42,848
Annual Listing Fees	300000	3,00,000
Business Pomotion Expenses	75,000	71,115
Bank Charges	12,37,261	16,32,726
Custodial Fees	1,70,000	1,55,240
Conveyance Expenses	2,80,913	3,23,976
Commission & processing fee paid	77,30,020	26,67,588
Corporate Social Responsibility	8,00,000	14,00,000
Director's Sitting fees	3,00,000	2,80,000
Electricity Expenses	10,86,277	26,71,264
Freight Expenses	1,84,49,237	72,73,797
Legal & Professional Fees	39,11,708	50,67,269
Insurance Expenses	2,30,750	58,515



Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Motor Car Expenses	6,44,831	6,36,605
Marketing Expenses	2,64,37,586	46,70,469
Rates & Taxes	2,500	6,37,501
Payments to Auditors :		
- Audit & Tax Audit fees	3,25,000	3,00,000
- For Other Services	-	-
Repairs & Maintenance to Other Assets	20,51,257	12,41,673
Rent Expense	21,60,000	13,20,000
Share Trading Expenses	1,06,261	1,65,187
Sundry Balance w/off	4,20,000	-
Telephone , Telex and Postage	3,59,504	4,99,598
Travelling Expenses	2,69,366	12,37,894
Tradening Fee	52,75,472	20,22,108
Printing & Stationery	79,141	2,35,638
Bad-debts (net of reversal of earlier provision)	61,99,528	-
Penalty	1,00,000	-
Other Expenses	24,09,301	38,75,430
TOTAL	<u>8,17,79,884</u>	<u>3,87,86,441</u>

Note 27 - Earnings Per Equity Share

Particulars	(Amount in INR)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Net profit after tax attributable to equity shareholders for		
Basic EPS	10,20,98,719	(2,21,72,364)
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for	10,20,98,719	(2,21,72,364)
Diluted EPS		
(b) Weighted average no. of equity shares outstanding during the		
year		
For Basic EPS	3,19,93,808	3,19,93,808
(c) Face Value per Equity Share (Rs.)	10.00	10.00
Basic EPS	3.19	-0.69

Note 28- Fair Value

“Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.”

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

This note describes the fair value measurement of both financial and non-financial instruments.

Valuation Framework

The Group has an internal fair value assessment team which assesses the fair values for assets qualifying for fair valuation.

The Group’s valuation framework includes:

Benchmarking prices against observable market prices or other independent sources;

Development and validation of fair valuation models using model logic, inputs, outputs and adjustments.

These valuation models are subject to a process of due diligence and validation before they become operational and are continuously calibrated. These models are subject to approvals by various functions including risk, treasury and finance functions. Finance function is responsible for establishing procedures, governing valuation and ensuring fair values are in compliance with accounting standards.

Valuation Framework

“Fair values of financial assets, other than those which are subsequently measured at amortised cost, have been arrived at as under:”

“Fair values of other investments under FVOCI have been determined under level 1 using quoted market prices of the underlying instruments;”

Fair value of loans held under a business model that is achieved by both collecting contractual cash flows and partially selling the loans through partial assignment to willing buyers and which contain contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest are measured at FVOCI. The fair value of these loans have been determined under level 3.

The Group has determined that the carrying values of cash and cash equivalents, bank balances, trade receivables, short term loans, floating rate loans, trade payables, short term debts, borrowings, bank overdrafts and other current liabilities are a reasonable approximation of their fair value and hence their carrying value are deemed to be fair value.



Note 29- Fair Value Hierarchy

The Company determines fair values of its financial instruments according to the following hierarchy:

Level 1: valuation based on quoted market price: financial instruments with quoted prices for identical instruments in active markets that the Company can access at the measurement date.”

Level 2: valuation based on using observable inputs: financial instruments with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial instruments valued using models where all significant inputs are observable.

Level 3: valuation technique with significant unobservable inputs: – financial instruments valued using valuation techniques where one or more significant inputs are unobservable.

Quantitative disclosures of fair value measurement hierarchy for assets as at 31 March 2021

(Amount in INR)

Particulars	Date of Valuation	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Investments held for trading under FVTPL	31/03/2021	2,04,60,024	-	-	2,04,60,024
Equity instrument classified under FVOCI	31/03/2021	84,49,999	-	-	84,49,999

Quantitative disclosures of fair value measurement hierarchy for assets as at 31 March 2020

(Amount in INR)

Particulars	Date of Valuation	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Investments held for trading under FVTPL	31/03/2020	4,55,44,206	-	-	4,55,44,206
Equity instrument classified under FVOCI	31/03/2020	1,42,69,500	-	-	1,42,69,500

Fair Value of Financial Instruments not measured at fair value as at 31 March 2021

(Amount in INR)

Particulars	Carrying Value	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Non Current Assets					
Investments	19,02,84,094	-	-	19,02,84,094	19,02,84,094
Current Assets					
Trade receivables	40,42,80,427	-	-	40,42,80,427	40,42,80,427
Cash and cash equivalents	9,25,38,177	9,25,38,177	-	-	9,25,38,177
Loans	35,26,25,564	-	-	35,26,25,564	35,26,25,564
Others	45,15,500	-	-	45,15,500	45,15,500
Current Liabilities					
Borrowings	11,13,06,252	-	-	11,13,06,252	11,13,06,252
Trade payables	15,95,31,114	-	-	15,95,31,114	15,95,31,114
Other financial liabilities	2,99,31,910	-	-	2,99,31,910	2,99,31,910

Fair Value of Financial Instruments not measured at fair value as at 31 March 2020

(Amount in INR)

Particulars	Carrying Value	Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Non Current Assets					
Investments	13,57,06,841	-	-	13,57,06,841	13,57,06,841
Current Assets					
Trade receivables	23,23,31,763	-	-	23,23,31,763	23,23,31,763
Cash and cash equivalents	8,46,49,523	8,46,49,523	-	-	16,92,99,045
Loans	29,92,27,039	-	-	29,92,27,039	29,92,27,039
Others	60,45,419	-	-	60,45,419	60,45,419
Current Liabilities					
Borrowings	2,71,99,567	-	-	2,71,99,567	2,71,99,567
Trade payables	8,14,85,111	-	-	8,14,85,111	8,14,85,111
Other financial liabilities	60,70,543	-	-	60,70,543	60,70,543



30. Contingent liabilities & Commitments:

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
i) Contingent Liabilities		
a) Claims against the Company /		
Disputed Liabilities, not acknowledged as Debt	*22,52,550	*22,52,550
b) Corporate Guarantee and Security given for loans availed by related party.	-	50,51,595
c) Income Tax claims against company not acknowledged as debt		
(The Company has filed appeal against the order u/s 143(3) passed by the Income Tax Assessment authority and matter is pending before appellate authorities)	**2,98,06,730	2,32,46,422
d) Penalty imposed by SEBI for which Appeal has been filed		
(The total penalty imposed by SEBI vide order dated 21st August, 2020 is Rs. 1,00,00,000/- of which Rs. 10,00,000/- has already been deposited by the Company while filing further appeal which has been disclosed under the head 'Other Financial Assets' and the matter is subjudice)	1,00,00,000	-
ii) Commitments :		
Estimated amount of contracts remaining to be executed on capital account	-	-

* The Company has paid security deposit of Rs. 25,12,500/- to "The Registrar City Civil & Session Court" vide pay order no. 757810 dated 20.01.2017

**In addition to the above:

- a. There is a demand of Rs. 3.21 Lakhs for AY 2016-17 pertaining to TDS Credit claimed which is not yet paid by the parties who had deducted the TDS. The Company is in the process of filing the rectification and is following up with the respective parties and is confident that the amount will be paid by them and the said demand will be reversed.
- b. As per the Assessment Order dated 09.04.2021, there is a demand of Rs. 23.98 Lakhs for AY 2018-19. Rectification has been filed for the same and the management is confident of reversal of the said demand.

31. Auditors' Remuneration

	2020-2021	2019-2020
For Statutory and Tax Audit	Rs. 3,25,000	Rs 3,00,000
	Rs. 3,25,000	Rs. 3,00,000

32. Advances recoverable in cash or in kind or for value to be received in respect of which company is fully secured includes:-

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
Secured against Immovable Property	3,25,500	3,25,500
Secured against Shares*	20,49,43,413	20,91,64,439

* Legal heir of a borrower has defaulted on payment of interest and Principal on loan against shares of a listed company (Pledge Security), balance as on 31-03-2021, Rs.19.37 crores. Consequently, the Company has invoked the said pledge Security. Major quantity of the said invoked pledge security has been frozen by a statutory authority on account of legal disputed matter of our company and hence company is unable to sell the same to recover the loan and interest thereon. Management is confident of freeze getting lifted on pledge security as the said pledge security is not part of the dispute. The quoted Market value of Pledge Security is Rs. 18.31 Crores as on the date of approval of financial results. However management is of the view that quoted price of pledge security cannot be taken as fair value as even after considering the 50% investment company discount, the Fair Value, based on latest unaudited Financial Results of the listed company whose shares are pledge as security is sufficient to cover the carrying value of loan. Management therefore has decided that presently, no impairment loss allowance is required for shortfall in pledge security value.

33. The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial & commodity markets and slowdown in the economic activities. The management of the Company have, based on current available information, determined the carrying value of various financial assets after considering the potential macro-economic impact and all available internal and external information up to the date of approval of these financial results. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

34. Foreign Currency Transactions:

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
Outgo:		
Purchase of Goods (Import)	21,24,274	1,24,82,410
Earnings:	Nil	Nil

35. There are no dues to Micro and Small Enterprises as at 31st March, 2021. This information as required to be disclosed 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.
36. Balances of the Sundry Debtors, Loans and Advances and Sundry Creditors are subject to confirmation and resultant reconciliation, if any.

37. Disclosure pursuant to Ind AS – 108: OPERATING SEGMENTS BUSINESS SEGMENTS

Sr. No.	Particulars	(Rs. In Lakhs)	
		Year ended	
		31-Mar-21 Audited	31-Mar-20 Audited
1	Segment Revenue		
	a) Trading in Goods	2900.23	3503.84
	b) Manufacturing of Liquor	8138.80	4563.15
	c) Trading in Shares /Mutual Funds	297.82	-273.38
	d) Financing	261.97	211.99
	e)Leasing of Immmovable Properties	8.51	33.29



(Rs. In Lakhs)

Sr. No.	Particulars	Year ended	
		31-Mar-21	31-Mar-20
		Audited	Audited
	f)Commission	634.51	304.43
	Less: Inter Segment Revenue		
	Total Income from Operations	12241.85	8343.33
2	Segment Results:		
	[Profit before Depreciation, Tax and Finance Costs from each segment]		
	a) Trading in Goods	16.20	190.70
	b) Manufacturing of Liquor	244.03	117.02
	c) Trading in Shares	296.76	-275.03
	d) Financing	261.97	211.99
	e)Leasing of Immmovable Properties	8.51	24.38
	f) Commission	31.73	50.14
	Total	859.20	319.21
	Less:(i) Finance Costs	43.59	10.62
	(ii) Depreciation	19.16	19.27
	(iii) Other un-allocable expenditure net off Un-allocable Income	217.08	299.59
	Profit from ordinary activities before tax	579.37	-10.28
3	Segment Assets		
	a) Trading in Goods	906.22	1170.89
	b) Trading in Liquor	3745.32	1249.65
	c) Trading in Shares	204.60	494.96
	d) Financing	3526.26	2992.27
	e)Leasing of Immmovable Properties	1192.82	790.72
	f) Unallocable	4460.26	4322.66
	Total Segment Assets	14035.48	11021.15
4	Segment Liabilities		
	a) Trading in Goods	682.29	564.42
	b) Trading in Liquor	3745.32	199.17
	c) Trading in Shares	-	-
	d) Financing	16.91	16.91
	e)Leasing of Immmovable Properties	1.90	0.10
	f) Unallocable	9589.06	10240.57
	Total Segment Liabilities	14035.48	11021.15

38. In accordance with Accounting standard 'Ind AS-24' relating to Related Party Disclosures, information pertinent to related party transaction is given as under:-

Parties Where Control Exists: None

Parties with whom transaction have taken place.

A. Name of the related parties & description of relationship

- a) Key Managerial Personnel : Mr. Anil Agrawal (CEO)
Mr. Kailash Purohit (CFO) (appointed w.e.f. September 10, 2020)
Mr. Pravin A Naik (CFO) (resigned w.e.f. September 10, 2020)
Mr. Hiren Gediya (CS) (appointed w.e.f. July 15, 2020)
Mr. Ankur Agrawal (Director)
- b) Promoters and their relatives : Mrs. Annu Agrawal (Promoter)
Anil Agrawal –HUF (Promoter)
Mr. Anil Agrawal(Promoter)
Mr. Bharat Shiroya(Promoter)
Luharuka Exports Pvt. Ltd. (Promoter)
Luharuka Investment & Consultants Pvt. Ltd. (Promoter)
M/s Luharuka Travels & M/s Luharuka Enterprises
(Proprietorship concerns of Mr. Pradeep Agrawal,
brother of CEO i.e. Anil Agrawal)
- c) Associate Companies : Comfort Securities Ltd
Liquors India Ltd.
Lemonade Share & Securities Pvt. Ltd.
- d) Group Company : Comfort Fincap Ltd.
Luharuka Media & Infra Ltd

B. Transactions during the year with related parties: -

Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
1	Loan given			
	Flora Fountain Properties Limited	-	-	- (2,22,50,000)
	Comfort Fincap Limited	-	-	14,00,00,000 (13,70,00,000)
	Loan received back			
	Flora Fountain Properties Limited	-	-	- (2,22,50,000)
	Comfort Fincap Limited	-	-	8,60,00,000 (14,55,00,000)
	Loan Taken			
	Luharuka Media & Infra Ltd.	-	-	- (50,00,000)



Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
	Loan re-paid			
	Luharuka Media & Infra Ltd.	-	-	- (50,00,000)
2	Business Advance			
	Liquors India Limited	-	-	30,00,000 (1,20,00,000)
3	Security deposit paid			
	Annu Agrawal	-	5,00,000	-
	Security deposit received back			
	Annu Agrawal	-	5,06,000	-
		-	(17,94,000)	-
	Anil Agrawal –HUF	-	-	-
		-	(8,00,000)	-
4	Expenses			
	Brokerage Paid			
	Comfort Securities Limited	-	34,944	-
		-	(35,815)	-
	Demat Charges Paid			
	Comfort Securities Limited	-	590	-
		-	(1,180)	-
	Re-imburement of License and Fees			
	Liquors India Limited	-	-	23,98,070
		-	-	(18,27,653)
	Interest Paid			
	Luharuka Media & Infra Ltd	-	-	-
		-	-	(52,603)
	Office Rent Paid			
	Annu Agrawal	-	13,20,000	-
		-	(6,60,000)	-
	Anil Agrawal –HUF	-	8,40,000	-
		-	(6,60,000)	-
	Liquors India Limited	-	-	3,60,000
		-	-	-
	Remuneration			
	Anil Agrawal	36,00,000	-	-
		(56,00,000)	-	-
	Apeksha Kadam	5,08,184	-	-
		-	-	-
	Kailash Purohit	2,17,147	-	-
		-	-	-
	Hiren Gediya	1,36,000	-	-
		-	-	-

Sr. No.	Particulars	Key Managerial Personnel	Promoter & their Relatives	Associates / Group Companies
	Pravin A Naik	- (6,64,718)	- -	- -
	Dhaval Shah	- (4,26,204)	- -	- -
	Travelling Expenses			
	Luharuka Travels	- -	- (2,46,082)	- -
	Director Sitting fee Paid			
	Annu Agrawal	- -	- (20,000)	- -
	Ankur Agrawal	65,000 (55,000)	- -	- -
	Bottling Charges			
	Liquors India Limited	- -	- -	5,62,31,361 (2,18,60,670)
5	Income			
	Interest Income Received			
	Comfort Fincap Ltd.	- -	- -	1,42,15,591 (69,38,865)
	Flora Fountain Properties Limited	- -	- -	- (1,77,883)
	Amount outstanding as at Balance Sheet date			
	Business Advance			
	Liquors India Limited	-	-	11,35,50,000
	Loan given			
	Comfort Fincap Limited	-	-	14,12,09,651

Figure in bracket relates to previous year.

39. The Previous year's figures have been regrouped / rearranged / reclassified wherever necessary. Amounts and other disclosures for the preceding financial year are included as an integral part of current year's financial statements.

As per our report of even date

For A. R. Sodha & CO.
Chartered Accountants
Firm Reg. No.: 110324W

A.R. Sodha
Partner
Membership No. : 031878

Mumbai , June 21, 2021

Ankur Agrawal
Director
DIN : 06408167

Kailash Purohit
Chief Financial Officer

Mumbai , June 21, 2021

Apeksha Kadam
Director
DIN : 08878724

Hiren Gediya
Company Secretary
A62416



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