

# VIRAT LEASING LIMITED

1, Crooked Lane, 3rd Floor, Room No. 324  
Kolkata - 700069

CIN "L65910WB1984PLC098684, Phone : (033) 2262 8782, E-mail : info@vll.co.in, Website : www.vll.co.in

Date: 06/09/2021

To,  
The Secretary,  
Listing Department,  
BSE Limited,  
P. J. Towers, Dalal Street,  
Mumbai – 400 001

Scrip Code: 539167

**Sub: Annual Report for the Financial Year 2020-2021 and Notice of 37<sup>th</sup> Annual General Meeting**

Dear Sir/ Madam,

We would like to inform you that 37<sup>th</sup> Annual General Meeting (AGM) of the Company will be held on Wednesday, 29<sup>th</sup> September, 2021 at 4:00 P.M (IST) at "Jajodia Tower", 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata-700001, West Bengal.

Pursuant to Regulation 30 and 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find enclosed herewith a copy of

- Notice of AGM including instructions for e-voting and
- Annual Report for the Financial Year 2020-21.

Aforesaid documents are also available on the website of the Company i.e. [www.vll.co.in](http://www.vll.co.in)

The remote e-voting period commences on 26<sup>th</sup> September, 2021 (9.00 A.M. IST) and ends on 28<sup>th</sup> September, 2021 (5.00 P.M. IST). During the period, members holding shares either in physical form or in dematerialized form, as on 22<sup>nd</sup> September, 2021 i.e., Cut-off date, may cast their vote electronically. Those members, who are attending the AGM at the venue and have not cast their vote on the Resolutions through remote e-voting, shall be eligible to vote at the AGM.

Thanking you,

Yours faithfully,  
For Virat Leasing Limited

**Brij Mohan Jha**  
Company Secretary & Compliance Officer

Encl: As above

Corporate office: "Jajodia Tower", 3, Bentinck Street, 4th Floor, Room No. D-8, Kolkata-700001

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## Corporate Information

### Board of Directors

**Mr. Rajeev Kothari**  
Managing Director

**Mr. Jitendra Kumar Goyal**  
Non - Executive Director

**Mr. Pradeep Kumar Agarwal**  
Independent Director

**Mr. Mahesh Kumar Kejriwal**  
Add. Independent Director  
*(Appointed w.e.f. 05/04/2021)*

**Mrs. Veedhi Raja**  
Independent Women Director  
*(Resigned w.e.f. 12/02/2021)*

**Ms. Ritu Agarwal**  
Independent Women Director  
*(Appointed w.e.f. 09/11/2020)*

**Chief Financial Officer**  
**Mrs. Sarbani Adhikary**  
*(Appointed w.e.f. 14/08/2021)*

**Mr. Manoj Biyani**  
*(Resigned w.e.f. 24/03/2021)*

**Company Secretary**  
**Mr. Brij Mohan Jha**  
*(Appointed w.e.f. July 13, 2020)*

**Registered Office:**  
1, Crooked Lane, 3<sup>rd</sup> Floor,  
Room No. – 324, Kolkata –  
700069, West Bengal

**Corporate Office:**  
“Jajodia Tower”, 3, Bentinck  
Street, 4<sup>th</sup> Floor, Room No. D-8,  
Kolkata – 700001, West Bengal

**Contact Us:**  
Tel: 9133 2262-8782  
E-Mail: [info@vll.co.in](mailto:info@vll.co.in)  
Website: [www.vll.co.in](http://www.vll.co.in)

### Auditors Statutory Auditor

**C. K. Chandak & Co.**

Chartered Accountant  
Old 31 (New 10), P.L. Som Street,  
Near B.A. Mathwater Tank,  
Bhadrakali, Uttarpara,  
Hooghly - 712232  
West Bengal

### Secretarial Auditor Mr. Rajesh Ghorawat

68, R.K. Chatterjee Road  
Kasba Bakultala, 3<sup>rd</sup> Floor  
Kolkata-700042

### Internal Auditor M/s Srimal Jain & Co. (For FY 21-22)

Chartered Accountants  
12A, Netaji Subhas Road,  
Ground Floor, Room No.: 3  
Kolkata – 700001  
*(Appointed w.e.f 30.06.2021)*

**Mr. Pratik Agarwal**  
Chartered Accountant  
*(Appointed w.e.f July 31, 2020)*  
*(Resigned w.e.f June, 30, 2021)*

**Banker**  
ICICI Bank  
City Union Bank

**Corporate Identification Number**  
**(CIN)**  
L65910WB1984PLC098684

### Board Committees Audit Committee

**Mr. Pradeep Kumar Agarwal**

Chairman  
**Ms. Ritu Agarwal**  
Member

**Mr. Jitendra Kumar Goyal**  
Member

**Mr. Mahesh Kumar Kejriwal**  
Member

### Nomination & Remuneration Committee

**Mr. Pradeep Kumar Agarwal**  
Chairman

**Mr. Jitendra Kumar Goyal**  
Member

**Ms. Ritu Agarwal**  
Member

**Mr. Mahesh Kumar Kejriwal**  
Member

### Stakeholders Relationship Committee

**Mr. Jitendra Kumar Goyal**  
Chairman

**Mr. Pradeep Kumar Agarwal**  
Member

**Ms. Ritu Agarwal**  
Member

**Mr. Mahesh Kumar Kejriwal**  
Member

### Registrar & Share Transfer Agent

Niche Technologies Private Limited  
3A, Auckland Place, 7<sup>th</sup> Floor, Room  
No. 7A & 7B, Kolkata – 700017  
Ph No.: 9133 2280 6616/6617/6618  
Fax: 91 33 2280 6619  
E-Mail: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)

**NOTICE OF THIRTY- SEVENTH ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 37<sup>th</sup> Annual General Meeting (AGM) of the members of the Company will be held at its Corporate Office at "Jajodia Tower", 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001, West Bengal on Wednesday, the 29<sup>th</sup> September, 2021 at 04:00 PM to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31<sup>st</sup> March, 2021 along with Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Jitendra Kumar Goyal (DIN: 00476844), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.
3. To modify the terms of appointment of Statutory Auditors and fix their remuneration and in this respect, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013 and Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 as amended by the Companies (Amendment) Act, 2017 effective from 7th May, 2018 and all other applicable provisions of the Act (including any statutory modifications or re-enactment thereof for the time being in force), the existing terms of appointment of M/s. C. K. Chandak & Co., Chartered Accountants (Firm Registration No. 326844E), Statutory Auditors of the Company be and is hereby modified to the extent that their appointment done in the 34<sup>th</sup> AGM of the Company shall not be subjected to ratification by the Shareholders in the Annual General Meeting and they shall continue to be the Statutory Auditors of the Company for remaining duration of their terms of appointment without ratification at each AGM and the Board be and is hereby authorized to fix their remuneration, if any, to be paid to the Auditors in each of the Financial years on the recommendation of the Audit Committee."

**SPECIAL BUSINESS:**

4. **Appointment of Mr. Mahesh Kumar Kejriwal (DIN: 07382906) as a Non-Executive Independent Director of the Company.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulations, 2015 **Mr. Mahesh Kumar Kejriwal (DIN: 07382906)** who has submitted a declaration of independence under section 149(6) of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a director under section 160 of the Companies Act, 2013 signifying his intention to propose **Mr. Mahesh Kumar Kejriwal (DIN: 07382906)** as a candidate for the office of Director of the Company to hold office for a term of Five (5) Years till the Conclusion of the 42<sup>nd</sup> Annual General Meeting to be held in the calendar Year 2026.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or Company Secretary be and is hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution".

Registered Office:

1, Crooked Lane, 3<sup>rd</sup> Floor,  
Room No. 324, Kolkata – 700069  
CIN: L65910WB1984PLC098684  
Phone: 9133 2262-8782

**By order of the Board  
Virat Leasing Limited**

**CS Brij Mohan Jha  
Company Secretary**

Place: Kolkata

Date: 14<sup>th</sup> August, 2021

**NOTES:****1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxy form is annexed to the notice. Proxies in order to be effective must be lodged with the Company's Registered Office at least 48 hours before the commencement of the Meeting.

In term of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of total share capital of the Company. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.

2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the item of Special Business to be transacted at the meeting is annexed hereto.
3. The information as required to be provided in terms of Regulation 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") regarding the Directors who are proposed to be re-appointed is annexed.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 23<sup>rd</sup> September, 2021 to Wednesday, 29<sup>th</sup> September, 2021 (both days inclusive).
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
6. SEBI has recently amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by its notification dated 8<sup>th</sup> June, 2018 providing that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a Depository. In view of the above, the Shareholders holding shares of the Company in physical mode are requested to get their shares dematerialized at an early date.
7. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically further.
10. Members/ Proxies/ Authorized Representatives are requested to bring the attendance slip(s) duly filled in for attending the AGM. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID number and those who hold shares in physical form are requested to write their folio number on the attendance slip for attending the AGM and hand over the duly filled attendance slip(s) at the entrance to the venue.
11. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Corporate Office on all working days of the Company during business hours up to the date of the Meeting.
12. Members desirous of making a nomination in respect of their shareholding, as permitted by section 72 of the Companies Act, 2013, are requested to write to the Registrar and Transfer Agent of the Company for the prescribed form.
13. Members are requested to mention their Folio Number in all their correspondence with the




Company in order to facilitate response to their queries promptly.

- 14.** Members/Proxies are requested to kindly take note of the following:
- (i) Copies of Annual Report will not be distributed at the venue of the meeting.
  - (ii) Attendance Slip, as sent herewith, is required to be produced at the venue duly filled in and signed, for attending the meeting.
  - (iii) Entry to the venue will be strictly on the basis of produce of duly completed and signed Attendance Slip; and
  - (iv) In all correspondences with the Company and/or the R & T Agent, Folio No. must be quoted.
- 15.** Members who are holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificate to enable the Company to consolidate their holdings in one folio.
- 16.** Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:  
Niche Technologies Pvt. Ltd.,  
3A, Auckland Place, 7th Floor, Room No.  
7A & 7B, Kolkata-700017  
Tel: (033) 2280 6616/6617/6618  
Fax: (033) 2280 6619  
Email: [nichetechpl@nicetechpl.com](mailto:nichetechpl@nicetechpl.com)
- 17.** The Ministry of Corporate Affairs (MCA) has come out with Circular Nos. 17/2011 dated 21/04/2011 & 18/2011 dated 29/04/2011 propagating "Green Initiative" encouraging Corporates to serve documents through electronic mode. In view of the above, shareholders are requested to update their e-mail address with the RTA of the Company, if shares are held in physical form and with their Depository Participants (DP), if the shares are held in Dematerialized form.
- 18.** Members may also note that the Notice of the 37<sup>th</sup> Annual General Meeting and the Annual Report for 2021 will also be available on the Company's website [www.vll.co.in](http://www.vll.co.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's Corporate Office at "Jajodia Tower", 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001, West Bengal for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [info@vll.co.in](mailto:info@vll.co.in)
- 19. Voting through electronic means**
- I. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the service of National Securities Depository Limited (NSDL) to provide the facility of electronic voting (e-voting) in respect of the Resolutions proposed at this Annual General Meeting. The Board of Directors has appointed Mr. Rajesh Ghorawat, Practicing Company Secretary (FCS: 7226), as the Scrutinizer for this purpose.
  - II. The facility for voting through ballot paper shall be made available at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - III. The remote e-voting period begins on 26<sup>th</sup> September, 2021 (9:00 AM IST) and ends on 28<sup>th</sup> September, 2021 (5:00 PM 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., 22<sup>nd</sup> September, 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 22<sup>nd</sup> September, 2021.
- IV. 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 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"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDeAS e - Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for</b> <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>”</li> <li>Visit the e -Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID ( i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e., NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “ <b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>    </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e., NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> </ol>

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.</p>
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

**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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022 - 23058738 or 022-23058542-43

## **B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.**

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

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

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



5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can 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](http://www.evoting.nsdl.com).
  - (b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.**

#### **How to cast your vote electronically 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.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. 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 [rgadvisory18@gmail.com](mailto:rgadvisory18@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**Process for those shareholders whose email ids are not registered with the depositories/ company 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 the Company Secretary at [info@vll.co.in](mailto:info@vll.co.in).
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@vll.co.in](mailto:info@vll.co.in)). If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
5. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date **22<sup>nd</sup> September, 2021**. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.
6. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **22<sup>nd</sup> September, 2021** may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).
7. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the toll-free no.: 1800-222-990.
8. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
9. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
10. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
11. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any,

to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

12. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.vll.co.in](http://www.vll.co.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to BSE Limited, where the shares of the company are listed.

13. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of AGM.

Registered Office:  
1, Crooked Lane, 3<sup>rd</sup> Floor,  
Room No. 324, Kolkata – 700069  
CIN: L65910WB1984PLC098684  
Phone: 9133 2262-8782

Place: Kolkata  
Date: 14<sup>th</sup> August, 2021

**By order of the Board  
Virat Leasing Limited**

**CS Brij Mohan Jha  
Company Secretary**

**EXPLANATORY STATEMENT PURUSANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")****ITEM NO. 4:**

The Board of Directors of the Company (the Board) on recommendation of the Nomination and Remuneration Committee, at its meeting held on 05<sup>th</sup> April, 2021 has, subject to the approval of Members, appointed **Mr. Mahesh Kumar Kejriwal (DIN: 07382906)** as additional Independent Director, to be ratified for a period of 5 (Five) consecutive years for a term up to the conclusion of the 42<sup>nd</sup> Annual General Meeting of the Company in the Calendar Year 2026.

The matter regarding appointment of **Mr. Mahesh Kumar Kejriwal (DIN: 07382906)** as a Non-Executive Independent Director was placed before the Nomination & Remuneration Committee, which commends his appointments as an independent director up to the conclusion of the 42<sup>nd</sup> Annual General Meeting of the Company to be held in the year 2026, when he will retire as per the policy on retirement of directors adopted by the company.

Mr. Kejriwal, holds a bachelor degree in commerce. His directorship on the Board of the company will help the company to grow and make wise decisions.

In the opinion of the Board, Mr. Kejriwal fulfils the conditions specified in the Act and the Rules made there under for the appointment as Independent Director and he is independent of the Management. The Company has also received declaration from Mr. Mahesh Kumar Kejriwal that he meets with the criteria of independence as prescribed both under Sub-Section (6) of Section 149 of the Companies Act, 2013 and under SEBI (LODR) Regulation, 2015.

Mr. Mahesh Kumar Kejriwal does not hold any shares in the company and is not disqualified from being appointed as the director of the company in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a director.

Copy of the draft letter of appointment of Mr. Kejriwal as Independent Director setting out terms and conditions is available for inspection by members at the corporate office of the company.

The Company has received notice under Section 160 of the Companies Act, 2013 from director signifying his candidature as an Independent Director of the Company.

Mr. Kejriwal is interested in the resolution set out in Item No. 4 of the Notice with regards to his respective appointment.

The Relatives if Mr. Mahesh Kumar Kejriwal may be deemed to be interested in the Resolutions set out respectively in Item No. 4 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other directors/KMP/their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board commends the ordinary Resolution set out at item No. 4 of the Notice for approval by the Members.

**ANNEXURE TO ITEM NO. 2 & 4 OF THE NOTICE**

**Brief resume of director seeking re-appointment/appointment at the Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

<b>Name of the Director</b>	<b>Mr. Jitendra Kumar Goyal</b>	<b>Mr. Mahesh Kumar Kejriwal</b>
<b>Director Identification Number (DIN)</b>	00468744	07382906
<b>Date of Birth</b>	03-03-1963	26-05-1958
<b>Nationality</b>	Indian	Indian
<b>Date of Appointment on Board</b>	14/08/2018	05/04/2021
<b>Qualification</b>	B.Com	B.Com
<b>Expertise in specific functional area</b>	<p>He has more than 29 years of experience and versatile knowledge in field of Finance, Capital Markets and related activities. He has been leading the company on almost all levels of the organization which helps him understand and handle major functions of our company. Under his dynamic leadership and vast experience, we are able to deliver constant value to our customers time and again. He has been the architect of our company's projects and expansion strategy.</p> <p>His continuation as a director on the Board of the company will help the company to grow and make wise decisions.</p>	<p>He has experience and versatile knowledge in field of Foreign Exchange Trading, Portfolio management, Accounts, Finance, Security Market Operations and related activities.</p>
<b>Shareholding in Virat Leasing Limited</b>	NIL	NIL
<b>List of Directorships held in other Listed Companies (Excluding foreign, private and Section 8 Companies)</b>	<ol style="list-style-type: none"> <li>1. Scintilla Commercial &amp; Credit Limited</li> <li>2. Kaushal Investments Limited</li> <li>3. Decillion Finance Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Scintilla Commercial &amp; Credit Limited</li> <li>2. Kaushal Investments Limited</li> </ol>
<b>Memberships/Chairmanships of Audit and Stakeholder's Relationship Committees across Public companies including Virat Leasing Limited</b>	<ol style="list-style-type: none"> <li>5 – Membership</li> <li>2 - Chairmanship</li> </ol>	<ol style="list-style-type: none"> <li>6 – Membership</li> </ol>
<b>Relationships between the Directors inter-se</b>	NIL	NIL

**Boards' Report**

Dear Members,

Your directors are pleased to present the 37th Annual Report on the operational and business performance of **VIRAT LEASING LIMITED** (the "Company") together with the Audited Financial Statement for the Financial Year ended 31<sup>st</sup> March, 2021.

**Financial Performance**

The Summarized financial performance for the financial year ended March 31, 2021 are as under:

Particulars	Standalone	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Revenue from Operations	68,82,843	83,84,413
Other Income	76,000	1,95,578
<b>Total Income</b>	<b>69,58,843</b>	<b>85,79,991</b>
Total Expenses	57,80,526	69,55,038
<b>Profit before Exceptional items &amp; Tax</b>	<b>11,78,317</b>	<b>16,24,953</b>
Exceptional items	-	(25,026)
<b>Profit Before Tax</b>	<b>11,78,317</b>	<b>15,99,927</b>
Tax Expense	25,2725	41,5184
<b>Profit for the Year</b>	<b>9,25,592</b>	<b>11,84,743</b>

**REVIEW OF OPERATIONS**

During the year under review, your Company recorded a total income of Rs. 6,958.84 thousands as compared to Rs. 8579.99 Thousands in the previous financial year, marking a decrease of 23.30%. The Loss for the same period stood at Rs. 1,178.32 Thousands as compared to the loss of Rs. 1,599.93 Thousands in the previous financial year.

**Material Changes & Commitments, affecting the Financial Position of the Company.**

The outbreak of corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. Operations and revenue have been impacted due to COVID-19 to the certain extent.

**Dividend**

Your directors do not recommend any dividend for the Financial Year ended on 31<sup>st</sup> March, 2021.

**Transfer to Reserves**

The Board in its meeting held on 30.06.2021, proposes to carry an amount of Rs. 1,85,118/- to Statutory Reserve as per the existing provisions of the Companies Act, 2013 and rules there under read with the Reserve Bank of India Guidelines as applicable to the Company.

The Board of Directors have decided to retain the entire amount of profits for the Financial 2020-21 in the Profit and Loss Account.

**Deposits**

The Company being a non-Deposit accepting NBFC, has not accepted any public deposits. As such, no amount on account of principal or interest on public deposits was outstanding on the date of the balance sheet.

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed there under.

**Share Capital**

The paid-up Equity Share Capital as on March 31, 2021 was 129,805,000. During the year under review, the company has not issued any shares or any convertible instruments.

**Change in the nature of business, if any**

There is no change in the nature of the business of the Company.

**Statutory & Legal Matters**

There has been no significant and/ or material order(s) passed by any Regulators/ Courts/Tribunals affecting the status. However, the Forensic Audit is still under process in regard of notice received from

BSE relating to suspected shell company.

### **Financial Liquidity**

Cash and cash equivalent as on March 31, 2021 was Rs. 5,43,970/- (previous year Rs 1,96,449/-). The Company's working capital management is based on a well-organized process of continuous monitoring and controls.

### **Subsidiary/Joint Ventures/Associates:**

The Company does not have any Subsidiary/Joint Ventures/Associates during the period under review.

### **Internal Financial Control**

The Company has in place adequate internal financial controls with reference to Financial Statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

### **Risk Management Policy**

The Company has identified risk involved in respect to its Financing and investing activities. It has also adopted the procedures / policies to minimize the risk and the same are reviewed and revised as per the needs to minimize and control the risk.

### **Directors and Key Managerial Personnel**

#### **Change in Director - Cessation**

During the period under review Mrs. Veedhi Raja (DIN: 08142844) Non-Executive Independent Woman Director of the Company has resigned from the directorship of the Company due to some personal reason and other prior commitment with effect from 12th February, 2021 and there are no other material reasons.

#### **Change in Director - Appointment**

The Board at its meeting held on 09<sup>th</sup> November, 2020 and members at its meeting held on 23<sup>rd</sup> December, 2020 appointed Ms. Ritu Agarwal (DIN: 08143534) as a Non-Executive Independent Director Woman Director of the company for a period of five (5) years till the conclusion of 41<sup>st</sup> Annual General Meeting of the Company.

#### **Directors coming up for retirement by rotation**

Pursuant to Article 163A of the Articles of Association (AOA) and in accordance with the provisions of Section 152(6) of the Companies Act, 2013, Shri Jitendra Kumar Goyal (DIN: 00468744), director retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re- appointment.

#### **Key Managerial Personnel:**

Pursuant to the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the following are/were the Key Managerial Personnel of the Company during the year under review.

- Mr. Rajeev Kothari, Managing Director.
- Mr. Manoj Biyani, CFO (Resigned w.e.f. 24.03.2021).
- Mr. Brij Mohan Jha, Company Secretary
- Mrs. Sarbani Adhikary, CFO (Appointed w.e.f. 14.08.2021)

#### **Statement of Declaration given by Independent Directors**

All the Independent Directors have furnished the requisite Declarations that they meet the Independence criteria as laid down under section 149(6) of the Companies Act, 2013 read with the rules made thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Meetings of Independent Directors**

A separate meeting of the Independent Directors was held on 12<sup>th</sup> February, 2021. Mr. Pradeep Kumar Agarwal was elected as the Lead Independent Director of the Company. Details of the separate meeting of the Independent Directors held and attendance of Independent Directors are provided in the Report on Corporate Governance forming part of this report.

#### **Meetings of Board of Director**

During the Financial Year 2020-21, six (6) meetings of the Board of Directors of the Company were held. The details of which are given in the Corporate Governance Report in **Annexure-I**. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**Board Induction, Training and Familiarization Programme for Independent Directors:**

At the time of appointment of the Directors, a formal letter of appointment is given to him which inter-alia explain the role, function, and responsibilities expected of him as a Director of the Company. The Director were also explained in detail the various compliances required from him as a director under the various provisions of the Companies Act, 2013, Regulation 25 SEBI (Listing Obligation and Disclosures Requirement) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations 2011, the code of conduct of the company and other relevant regulations. The Director, upon appointment, is formally inducted to the Board. In order to familiarize the Independent Directors about the business drivers, they are updated through presentations at Board Meetings about the Financials of the Company.

The Directors are also updated on the changes in relevant corporate laws relating to their roles and responsibilities as Directors.

**Remuneration Policy of Director**

The Board has on the Recommendation of the Nomination and Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Company's Remuneration Policy is available on the Company's website at [www.vll.co.in](http://www.vll.co.in).

**Directors' Responsibility Statement**

pursuant to the provision of Section 134(3)© and 134(5) of the Act, the Board of Directors confirm that, to the best of their knowledge and belief;

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 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 have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (vi) the directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**Particulars of Contracts and Arrangements with Related Party**

The details of the related party transactions, as per requirement of Accounting Standards -18 are disclosed in notes to the financial statements of the Company for the Financial Year 2020-21. All the directors have disclosed their interest in Form M BP-1 pursuant to Section 184 of the Companies Act, 2013 and as and when any changes in their interest take place, such changes are placed before the Board at its meetings. None of the transactions with any of the related parties was in conflict with the interest of the Company.

Given all the Related Party Transactions during the year under review, were at arm's length and in the ordinary course of business and the Company did not enter into any material transaction with any related party and hence, Form AOC- 2 does not form part of this report.

The details of the transactions with Related Parties are provided in the accompanying Financial Statements.

**Annual Evaluation of Board Performance and Performance of Its Committees and of Individual Directors:**

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors individually as well as the evaluation of the working of its committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its committees and individual Directors of the Company. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on 05<sup>th</sup> January, 2017.



Meetings.

Areas on which the Committees of the Board were assessed included degree of fulfilment of key responsibilities, adequacy of Committee composition, the effectiveness of meetings, Committee dynamics and quality of the relationship of the Committee with the Board and the Management. The performance evaluation of the Independent Directors was carried out by the entire Board.

The Independent Directors who also reviewed the performance of the Board as a whole carried out the performance evaluation of the Non-Independent Directors. The Nomination and Remuneration Committee also reviewed the performance of the Board, its committees and of the individual Directors.

**Vigil Mechanism/Whistle Blower Policy:**

Your Company has formulated a codified Whistle Blower Policy incorporating the provision relating to Vigil Mechanism in terms of Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations, 2015 in order to encourage Directors and Employees of your Company to escalate to the level of the Audit Committee any issue of concerns impacting and compromising with the interest of your company and its stakeholders in any way.

Details of establishment of the Vigil Mechanism has been uploaded on the company's website [www.vll.co.in](http://www.vll.co.in) and also set out in the Corporate Governance Report attached to this Board's Report.

**Corporate Social Responsibility**

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not applicable to the Company.

**Listing**

The shares of the Company are listed on the BSE Limited. The Company's shares are compulsorily traded in the dematerialized form. The ISIN allotted is **INE347L01014**.

**Managerial Remuneration**

The information required pursuant to Section 197(12) read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is attached here as **Annexure - II** and forms a part of the Director's Report.

**Code of Conduct**

The Board of Directors has approved a Code of Conduct, which is applicable to the members of the Board and all employees in the course of day-to-day business operations of the company. The code laid down by the Board is known as "code of business conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website [www.vll.co.in](http://www.vll.co.in). A declaration signed by the Managing Director of the Company about its compliance forms part of this report.

All the Board Members, the Senior Management personnel and personnel one level below the Board have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

**Internal Control Systems and Their Adequacy:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Director.

**Particular of Loans, guarantees and investments:**

The Company has given loans and made investments during the year, the detail of which are given in the notes to the Financial Statements.

The provisions of section 186 of the Companies Act, 2013 read with Rule 11 of the Companies (Meeting of Board and its Powers) Amendment Rules, 2015 is exempted on your company, as your Company is NBFC registered with RBI whose principal business inter alia includes financing of companies.

**Conservation of Energy, Technology Absorption:**

Since the Company does not own any manufacturing facility, being an Investment Company, the particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

**Foreign Exchange Earning and Outgo**

There is no foreign exchange earnings and outgo during the year under review.

**Extract of Annual Return**

The extract of Annual Return as for the financial year 2020-21 in Form No. MGT-9 as required under Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is set out as an **Annexure-III** to this Report. This information is also available at the website of the Company at [www.vll.co.in](http://www.vll.co.in).

**Statutory Auditors**

In the 34<sup>th</sup> Annual General Meeting of the Company held on 28.09.2018, M/s C. K. Chandak & Co, Chartered Accountants, have been appointed as the statutory auditors of the Company for a period of five years until the conclusion of 39<sup>th</sup> Annual General Meeting of the Company. With the amendment of Section 139 of the Companies Act, 2013 and Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 as amended by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the ratification of the Auditors in each of the Annual General Meeting has been done away with and they would not be subject to ratification during continuation of in the office of the Auditors of the Company. The Statutory Auditors' Report of M/s C. K. Chandak & Co, Chartered Accountants does not contain any qualifications, reservations or adverse remarks. The Auditor's Report is enclosed with the Financial Statements in this Annual Report.

**Auditor's Certificate on Corporate Governance**

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the auditor's certificate on corporate governance is enclosed as **Annexure-IV** to the Board's report. The auditor's certificate for year 2020-21 does not contain any qualification, reservation or adverse remark.

**Secretarial Auditor**

The Board had appointed Mr. Rajesh Ghorawat, Practicing Company Secretary, as the Secretarial Auditor of the Company to carry out the Secretarial Audit for the Financial year 2020-21 under the provisions of Section 204 of the Companies Act, 2013. The Secretarial Audit Report certified by our Secretarial Auditors, in the specified form MR - 3 is annexed and forms part of this report as **Annexure-V**. The Report confirms that the Company had complied with the statutory provisions listed under Form MR-3 and the Company has proper board processes and compliance mechanism. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

**Internal Auditor**

M/s. Pratik Agarwal & Co., Chartered Accountants, was appointed as the Internal Auditor of the Company for the Financial Year 2020-21.

Further, M/s. Srimal Jain & Co., Chartered Accountants has been appointed as an Internal Auditor of the Company for the financial year 2021-22 by the Board of Directors in their meeting held on 30th June, 2021

**RBI Guidelines for Non-Banking Financial Companies**

The Company has observed all the prudential norms prescribed by the Reserve Bank of India. The Schedule as required in terms of Paragraph 13 of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2015 is annexed herewith.

**INFORMATION UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has constituted an Internal Complaint Committee under Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year no complaint was filed before the said Committee.

**Prevention of Insider Trading**

Your Company has adopted a Code of Conduct for prevention of Insider Trading in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. All Directors, employees and other designated persons, who could have access to unpublished price sensitive information of the Company, are governed by this Code.

The trading window for dealing with equity shares of the Company is duly closed during declaration of financial results and occurrence of any other material events as per the code. During the year under review there has been due compliance with the code.

**Certification by Managing Director and CEO:**

A certification by Mr. Rajeev Kothari, Managing Director of the Company and Mrs. Sarbani Adhikary, Chief Financial officer (CFO) of the Company as required under Regulation 17(8) read with Part B of Schedule II and Declaration as per Part D of Schedule V is annexed to this report.

**Cost Records and Cost Audit**

The provisions of cost records and cost audit as specified by the Central Government under Section 148 of the Companies Act, 2013 are not applicable to the Company.

**General Disclosures**

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of Sweat equity shares.
- Your Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- There was no revision in the Financial Statements.

**Secretarial Standards of ICSI:**

The Company has complied with Secretarial Standards to the extent applicable issued by the Institute of Company Secretaries of India.

**Acknowledgement**

Your directors take the opportunity of placing their sincere appreciation to the Government, Banks, Financial Institutions, employees, associates, consultants and members of the company for their valuable guidance and support. The Board expects to receive their continuous support in future also.

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

Place: Kolkata  
Date: 14/08/2021

-----  
(Rajeev Kothari)  
Managing Director  
DIN 00147196

-----  
(Jitendra Kumar Goyal)  
Director  
DIN 00468744

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

[Pursuant to Regulation 34 (2) (e) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**GLOBAL & INDIAN ECONOMY:**

The year 2020 has been like no other. The global lockdown during the first surge of the COVID -19 pandemic sparked the strongest economic contraction in history. Most economies recovered sharply thereafter, but a second wave of COVID-19 set the economy back again. Yet growth should return gradually in 2021 without prompting a rise in inflation or interest rates, despite much higher government debt. In 2020, the US economy contracted by 3.4% over 2019. The Eurozone was impacted severely by the pandemic and reported a negative growth of 7.2% over 2019. Governments in the advanced economies provided extensive fiscal support to households and firms and central banks reinforced this with expanded asset purchase Programmes, funding-for-lending facilities and, for some, interest rate cuts.

According to International Monetary Fund (IMF), the global economy is projected to grow at 6% in 2021 and 4.4% in 2022. Going forward, the extent of global recovery is expected to be uneven. The severity of the health crisis in each country, the degree of interruptions to economic activities, exposure to cross-border spill overs and the efficiency of policy support to limit the damage will decide the rate of recovery.

The Indian economy registered a GDP growth (YoY) of 0.4% in Q3 2020-21, after recording negative growth of 24.4% and 7.3% in the previous two quarters. The positive growth during the third quarter is indicative of slow resumption of economic activities, higher consumption and activity across sectors. In order to make India self-reliant and fight against the impact of COVID-19, the Prime Minister of India announced stimulus packages worth Rs. 20 lakh crores or 10% of India's GDP towards Atmanirbhar Bharat Abhiyan. The Government announced additional packages under the Programme in September 2020 and November 2020. The Indian economy grew by 1.6% in the fourth quarter recording a minor pickup in growth amidst the COVID-19 second wave hitting the economy hard. For the full fiscal year, the economy shrunk by -7.3% as the COVID-19 pandemic ruined the economy.

With the economic activity gaining momentum post COVID-19 lockdown and rollout of coronavirus vaccines, the Indian economy is likely to do better. However, the second wave of COVID-19 currently sweeping the country, rising input prices, stress in the Micro, Small and Medium-sized Enterprise's sector, and a weak labour market are some of the headwinds facing India's economic revival. Monetary and fiscal support will remain crucial. IMF has projected growth rate of 12.5% for India in 2021.

The Company's principal business being investment in shares and securities, the Company looks forward to increased activities in this segment. However, the Management will continue to review the business strategy from time to time depending on the changes in the policy of Government and Reserve Bank of India. During the year under review favorable conditions prevailed in the market which have been reflected in the profitability of the Company.

**OUTLOOK**

Various multilateral organizations and rating agencies have projected the Indian economy to grow at around 9% in the Financial 2021-22. The economic growth is likely to be aided by a very low statistical base, mass vaccination drive and a supportive fiscal stance. In India, commercial and business activities are expected together pace in Financial Year 2021-22 as by then majority of the population is likely to be inoculated by then.

**Economic Growth Projections for the Year 2021-22:**

IMF 12.5%; RBI 9.5%; Fitch 9.5%; Moody 9.3%; S&P 9.5%

Retail inflation might rear its ugly head yet again in the coming months. Although the food inflation is likely to moderate with expectations of bumper harvest, the core inflation has remained stubbornly elevated for the past few months. Recently, commodity prices started rising faster across the globe in response to the COVID-19 vaccine rollouts and resumption of economic activities.

On the positive side, a favorable monsoon outlook, minimum support price hikes coupled with enhanced procurement will support rural cash flows in financial year 2021-22. Moreover, the Central Government has remained committed to providing further impetus to the economy through the Union Budget 2021-22. Collectively, these have the potential to create a plethora of fresh investment opportunities and eventually support economic growth.

**OPPORTUNITIES AND THREATS****Opportunities**

- Long-term economic outlook positive, will lead to opportunity for financial services.
- Growing Financial Services industry's share of wallet for disposable income.
- Regulatory reforms would aid greater participation by all class of investors
- Leveraging technology to enable best practices and processes
- Corporates looking at consolidation / acquisitions / restructuring opens out opportunities for the corporate advisory business

**Threats**

- Execution risk
- Short term economic slowdown affecting investor sentiments and business activities
- Slowdown in global liquidity flows
- Increased intensity of competition from local and global players
- Market trends making other assets relatively attractive as investment avenues

Since the last decade, the NBFC sector has held critical importance in the Indian Financial Services sector. The main objective of NBFCs has been serving the underserved segment of the Indian economy such as MSME, microfinance and other retail segments. Over the past few years, NBFCs have undergone a significant transformation and today they form an important component of India's financial system. NBFCs are harnessing technology to reinvent traditional business models and offer loans in a faster, customized and more convenient way to the underbanked population of India. NBFCs especially those catering to the urban and rural poor namely NBFC-MFIs and Asset Finance Companies have a complimentary role in the financial inclusion agenda of the country.

**RISK AND CONCERN**

As stated earlier, the Company's business is very much dependent on economic and fiscal policies of Government and RBI. The Management critically examines the difficulties of the Market and this is a matter of constant concern for the Management. The business strategy needs to be reviewed and corrected suitably to meet the changed situation.

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has proper and adequate system of internal control to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly. The Company has effective system in place for achieving efficiency in operations, optimum and affective utilization of resources, monitoring thereof and compliance with applicable laws. The Company has an Internal Audit Department, which reports to the Audit Committee of the Board of Directors of the Company comprehensive audit of functional areas and operations of the Company are undertaken to examine the adequacy of and compliance with policies, plans and statutory requirements. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. The audit committee of the Board of Directors comprising Independent Directors also review the system at regular intervals.

**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The Financial performance of the Company for the year under review is discussed in detail in the Directors Report. The Financial performance of the company has shown a downfall. The Management expects to maintain positive result in the coming quarters.

**SEGMENT WISE OR PRODUCT WISE PERFORMANCE**

The overall Revenue from operations has shown a downfall as compared to the last financial year due to the ongoing current Pandemic Situation in the Country. However, The Management expects to maintain positive result in the coming quarters.

**INDUSTRY STRUCTURE & DEVELOPMENTS**

The Company continues to be a Non-Deposit Taking, systemically not important, Non-Banking Financial Company and holds the RBI certificate in this behalf. The company has followed the RBI Norms as applicable and has complied with all the statutory obligations.

**MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED**

The Management maintains healthy relation with its employees at all levels and however the number of employees in the company is low but with the growth of operations, the management believes the employee base to grow.

**HUMAN RESOURCE DEVELOPMENT**

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is working continuously to create and nurture an atmosphere that is highly motivated and result orient.

**CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's and its subsidiaries' objectives, projections, estimates and expectations may be 'forward-looking Statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important developments that could affect the Company's operations include among others, climatic conditions, economic conditions affecting in the domestic markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

**By Order of the Board of Directors  
For Virat Leasing Limited**

**Rajeev Kothari  
Managing Director  
(DIN 00147196)**

**Place: Kolkata  
Date: 14/08/2021**

**ANNEXURE – I**  
**REPORT ON CORPORATE GOVERNANCE**

**Corporate Governance**

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2021.

**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Your Company is always committed to good Corporate Governance and application of best management practices for safeguarding the interest of all stakeholders. Strict adherence to the principles of fairness, transparency, professionalism, accountability and propriety in total functioning of the Company, are pre-requisites for attaining sustainable growth in this competitive corporate world. Your company seeks to focus on regulatory compliances, complying with all the provisions of listing agreement and applicable Corporate Governance Norms with all the modifications within the prescribed time, thereby giving stress on essential pre-requisites of corporate governance.

A Report on compliance with the principles of Corporate Governance as prescribed in The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Regulations") is given below:

**ETHICS POLICIES**

We strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code for Board of Directors and Board Committees
- Code of Business Conduct and Ethics for Directors / Management Personnel
- Code of Conduct for Prohibition of Insider Trading

**BOARD OF DIRECTORS**

**Introduction**

Company believes that an active, well-informed and independent Board is necessary to ensure highest standards of Corporate Governance. A quality Board, being at the core of its Corporate Governance Practice, plays the most pivotal role in overseeing how the management serves and protects the long-term interests of all our stakeholders. The main role of Board is to take right decision to safeguard and enhance shareholders value. The Board periodically evaluates the need for change in its composition and size and selects members to fill Board vacancies and nominating candidates for election by the members at the Annual General Meeting.

(a) **Composition and Category of Directors:** The Composition of Board comprises of optimum combination of Executive and Non-Executive Directors as per the applicable provisions of Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition and category of directors is detailed as follows:

<b>Category</b>	<b>Name of Directors</b>
Executive Managing Director	Mr. Rajeev Kothari
Non-Executive Non-Independent Director	Mr. Jitendra Kumar Goyal
Non-Executive Independent Director	Mr. Pradeep Kumar Agarwal
Non-Executive Woman Independent Director	Ms. Ritu Agarwal**
Non-Executive Woman Independent Director	Mrs. Veedhi Raja#

\*\*Appointed w.e.f. 09.11.2020; #Resigned w.e.f. 12.02.2021

As above stated on 31<sup>st</sup> March, 2021, the Company's Board comprised of four directors out of which two are Non-Executive Independent Directors, one Non-Executive Non-Independent Director and one Executive Director. Management of the Company is headed by Sri Rajeev Kothari, Managing Director subject to general supervision, control and direction of the Board. The Company has complied with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 (1) (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**(a) Attendance of each Director at the Board Meetings/last AGM, Directorship and Chairmanship/ Membership in other Board/ Board Committees**

Name and category of the Directors on the Board, their attendance at Board Meetings held during the financial year ended 31<sup>st</sup> March 2021, number of Directorships and Committee Chairmanships/ Memberships held by them in other companies are given below. Other Directorships do not include alternate Directorships, Directorships in Private Limited Companies and Companies under Section 8 of the Companies Act, 2013 and of the Companies incorporated outside India. Chairmanship/ Membership of Board Committees relates to only Audit, and Stakeholders Relationship Committees.

Name of the Director & DIN No	Category	No of Board Meeting		Whether attended last AGM held on 23 <sup>rd</sup> December, 2020	Number of Directorship (s) held in India public listed companies	No. of Committee Positions held in other listed companies	
		Held during the tenure	Attended			As Chairman	As Member
Mr. Rajeev Kothari (DIN:00147196)	Managing Director	6	6	Yes	-	Nil	Nil
Mr. Jitendra Kumar Goyal (DIN 00468744)	Non-Executive Director	6	6	Yes	3*	1	4
Mr. Pradeep Kumar Agarwal (DIN00583450)	Independent and Non-Executive Director	6	6	Yes	-	1	1
Ms. Veedhi Raja (DIN:08142844)	Independent and Non-Executive Woman Director	6	6	Yes	-	-	-
Ms. Ritu Agarwal (DIN:08143534)	Independent and Non-Executive Woman Director	2	2	Yes	3*	1	4

\*Separate names of the listed entities where the person is a director and category of Directorship is listed below:

Name of Director	Name of other Listed Entity	Category of Directorship
1. Mr. Jitendra Kumar Goyal	Scintilla Commercial & Credit Limited	Executive Director
	Decillion Finance Limited	Managing Director
	Kaushal Investment Limited	Non-Executive Director
2. Ms. Ritu Agarwal	Decillion Finance Limited	Non-Executive Independent Woman Director
	Scintilla Commercial & Credit Limited	Non-Executive Independent Woman Director
	Kaushal Investment Limited	Non-Executive Independent Woman Director



None of the Directors on the Board is a member of more than 10 Committees or Chairman/Chairperson of more than 5 Committees across all the Companies in which he/she is a director. The Directors have made necessary disclosures regarding Committee positions held in other public limited companies in terms of Regulation 26(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**NUMBER & DATES OF BOARD MEETINGS**

During the year 2020-21, 6 (Six) Board meetings were held on 13.07.2020, 31.07.2020, 19.08.2020, 14.09.2020, 09.11.2020 and 12.02.2021. In terms of Regulation 17(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gap between any two consecutive meetings did not exceed one hundred and twenty days.

*#During the Financial Year 2020-21, Relaxation of time gap between two board / Audit Committee meetings of listed entities owing to the CoVID-19 pandemic was given by the Securities Exchange Board of India vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020.*

**(a) Separate Meeting of Independent Directors**

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and in terms of Regulation 25(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has facilitated holding of a separate meeting of the Independent Directors, which was held on 12<sup>th</sup> February, 2021 and inter alia has reviewed: -

- i. the performance of Non-Independent Directors and the Board as a whole;
- ii. the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors; and
- iii. assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

*Disclosure of relationships between Directors*

No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013.

**(b) Number of shares and convertible Instruments held by Non-Executive Directors.**

None of them holds any shares or securities of the Company as on 31.03.2021.

**(c) Familiarization Programme for Board Members:**

At Virat, all the members of the Board of Directors are well-experienced professionals and are well acquainted with business knowledge of the industry. The Board members are provided necessary documents, reports and other presentations about the company and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments were made at the separate meetings of the Independent Directors held during the year. The details of such familiarization programs for Independent Directors are posted on the website of the Company and can be accessed at [www.vll.co.in](http://www.vll.co.in).

**(d) Skills/expertise/competence of the Board of Directors:**

The Board Comprises of Directors who bring in the required skills, competence & Expertise that allow them to make effective contributions to the Company.

The Table below summarizes the key qualifications and skills that we have in our Board of Directors:

1. Industry	Experience in and knowledge of the industry in which the organization operates.
2. Technical	Technical/professional skills and specialist knowledge to assist with ongoing aspects of the board's role.
3. Financial	Proficiency in Finance Management, Capital Funding and Allocation.
4. Leadership	Practical understanding of leading an organization to achieve desired goals.
5. Ethics & Governance	Understanding the need and viewpoints of our Employees, customers, Government and other stakeholders and ensuring Good Corporate Governance.
6. Marketing	Experience in developing Strategies to lead growth in the Business of the Company.

#### **Agenda Papers distributed in advance:**

Agenda and notes on the agenda are circulated among the Directors, well in advance, in a structured format. All material information is incorporated in the agenda papers to facilitate meaningful and focused discussions at the meeting. Where it is not practical to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

#### **CODE AND POLICIES**

The Board has adopted all applicable codes and policies as per the requirement of the Companies Act, 2013, SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Listing Agreement/SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015. The requisite codes and policies are posted on the Company's website at [www.vll.co.in](http://www.vll.co.in) and references to these codes and policies have been given elsewhere in this Report.

#### **CODE OF CONDUCT**

The Company has a code of conduct for all Directors including Independent Director Senior Management Executives of the Company in compliance with Regulation 17 SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. In compliance with Regulation 17 (5)(b) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Code of Conduct suitably lays down the duties of the Independent Director as laid down in the Companies Act, 2013.

All Board Members and Senior Management Personnel have affirmed compliance with the code on an annual basis. The same has also been posted on the website of the Company at [www.vll.co.in](http://www.vll.co.in).

#### **ROLE OF COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS**

The Company Secretary plays a vital role in ensuring that Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and the senior management for effective decision-making at the meeting.

#### **COMPLIANCE**

The Company Secretary is responsible and required to ensure adherence to all the applicable laws and regulations primarily the Companies Act, 2013 read with the rules there under, besides preparing the agenda, the notes on the agenda and minutes of the meeting, among others. The Company Secretary establishes and regularly monitors the compliance mechanism to carry out effective and timely compliance of relevant laws, rules and regulations.

The Board of Directors reviews the compliance reports of the applicable laws to the Company as well as instances of non – compliances, if any, together with their possible impacts on the business, if any. The Audit Committee also reviews the statutory compliances of the Company at meetings.

The Company has complied with all the mandatory requirements of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

#### **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without

fear of punishment or unfair treatment. The Company has a strong and effective vigil mechanism/Whistleblower Policy, which aims to deter and detect actual or suspected misconduct. This mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism. Any employee may report such incident without fear to the Vigilance Officer or alternatively to Chairman of the Audit Committee.

The Audit Committee is empowered to monitor the functioning of the mechanism. It reviews the status of complaints received under this policy. The Managing Director and CFO of the Company have affirmed that no personnel have been denied access to the Audit Committee. The details of Vigil Mechanism/whistle blower policy are posted on the website of the Company and can be accessed at [www.vll.co.in](http://www.vll.co.in).

### **COMMITTEES OF THE BOARD**

As on 31<sup>st</sup> March 2021, the Company has three committees of the Board of Directors – Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

The minutes of all Board and Committee meetings are placed before the Board and noted by the Directors at the Board meetings. The role, composition and terms of reference of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee including the number of meetings held during the year ended and the related attendance are as follows:

### **AUDIT COMMITTEE**

The Members of the Audit Committee have wide exposure and knowledge in area of finance and accounting. The role and terms of reference of the Audit Committee covers the areas mentioned under Regulation 18 of Listing Regulations and Section 177 of the Companies Act, 2013. The Audit Committee, inter alia, provides reassurance to the Board on the existence of an effective internal control environment.

### **Brief descriptions of the terms of reference of the Audit Committee are as follows**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of statutory auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by them;
4. Reviewing, with the management, the annual Financial Statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the Financial Statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to Financial Statements;
  - Disclosure of any related party transactions;
  - Qualifications in the draft audit report;
5. Reviewing, with the management, the quarterly Financial Statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for

- purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
  8. Approval or any subsequent modification of transactions of the company with related parties;
  9. Scrutiny of inter-corporate loans and investments;
  10. Valuation of undertakings or assets of the company, wherever it is necessary;
  11. Evaluation of internal financial controls and risk management systems;
  12. Reviewing, with the management, performance of statutory auditor internal adequacy of the internal control systems;
  13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  14. Discussion with internal auditors of any significant findings and follow up there on;
  15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
  16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  18. To review the functioning of the Vigil Mechanism and Whistle Blower mechanism;
  19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
  20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
  21. Reviewing the following information:
    - Management discussion and analysis of financial condition and results of operations;
    - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
    - Management letters / letters of internal control weaknesses issued by the statutory auditors;
    - Internal audit reports relating to internal control weaknesses; and
    - Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor.

#### **Composition, Name of Members and Chairperson**

The Audit Committee of the Board as on 31<sup>st</sup> March, 2021 consists of 2 (two) Non-Executive Independent Director & 1(one) Non-Executive Director. All the members of the Committee have accounting or related financial management expertise. The Company Secretary acts as the secretary to the Committee.

#### **Composition, Meetings and Attendance during the year:**

The particulars of composition and meetings of the Committee and attendance of the members thereof during the financial year ended 31<sup>st</sup> March 2021 are given below:

Name of the Director	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Pradeep Kumar Agarwal, Chairman	Non-Executive Independent Director	4	4
Mr. Jitendra Kumar Goyal	Non-Executive Director	4	4
Mrs. Veedhi Raja*	Non-Executive Independent Director	4	-
Ms. Ritu Agarwal**	Non-Executive Independent Director	2	-

\*Date of Cessation from the Audit Committee – 12.02.2021 / \*\* Date of Appointment in Audit Committee – 12.02.2021

Four Meetings of the Audit Committee were held during the financial year ended 31<sup>st</sup> March 2021. The dates on which the Audit Committee Meetings were held are 31.07.2020, 14.09.2020, 09.11.2020 and 12.02.2021.

The representatives of Statutory Auditors are permanent invitees to the Audit Committee Meeting.

Mr. Pradeep Kumar Agarwal, the Chairman was duly present in Annual General Meeting held on December 23, 2020.

The Committee acts as a link between the management, auditors and the Board of Directors of the Company and has full access to financial information.

All the meetings were held in such time that the gap between any two meetings did not exceed four months; thereby complying with the provisions of Companies Act, 2013.

*#During the Financial Year 2020-21, Relaxation of time gap between two board / Audit Committee meetings of listed entities owing to the CoVID-19 pandemic was given by the Securities Exchange Board of India vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020.*

## **NOMINATION & REMUNERATION COMMITTEE**

### **Brief description of terms of reference**

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to remuneration of the Directors, Key Managerial Personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become a director and who may be appointed in senior management;
5. To decide on extension or continuation of terms of the independent director, on the basis of the report of performance evaluation of independent director.
6. To evaluate, review and recommend to the Board, the remuneration of the Executive Directors, striking a balance between the performance and achievement;
7. Recommend to the Board, all remuneration, in whatever form, payable to senior management;

### **Composition of the Committee**

The Nomination and Remuneration Committee of the Board as on 31st March 2021 comprises of Mr. Pradeep Kumar Agarwal, a Non-Executive Independent Director, as the Chairman, Mr. Jitendra Kumar Goyal and Ms. Ritu Agarwal, Non-Executive Director and Non-Executive Independent Director, respectively as its member.

*# Ms. Veedhi Raja, has been in the committee till 12.02.2021 and thereafter Ms. Ritu Agarwal included in the Committee.*

### **Meetings and attendance during the year:**

The particulars of meetings attended by the Members of the Nomination and Remuneration Committee during the Financial year ended 31<sup>st</sup> March 2021 are given below:

Name of the Director	Category	No. of Meetings Held	No. of Meetings Attended
Mr. PradeepKumar Agarwal	Chairman-Non-Executive Independent Director	2	2
Mr. Jitendra Kumar Goyal	Non-Executive Director	2	2
Mrs. Veedhi Raja*	Non-Executive Woman Independent Director	2	2
Ms. Ritu Agarwal**	Non-Executive Woman Independent Director	2	-

\*Date of Cessation from the Audit Committee – 12.02.2021 / \*\* Date of Appointment in Audit Committee – 12.02.2021  
Two Meetings of the Nomination & Remuneration Committee were held during the financial year ended 31<sup>st</sup> March 2021. The dates on which the Nomination & Remuneration Committee were held are 13.07.2020 and 09.11.2020.

Mr. Pradeep Kumar Agarwal, Chairman of the Committee was duly present at the Annual General Meeting held on December 23, 2020.

None of the Non-executive Directors held any shares in the Company.

Sitting fee has been waived and no sitting fee is presently paid to any director or any member of any committee of Directors.

#### **Board evaluation**

The objective of the Board evaluation includes improvement in the effectiveness of Board, Committees and individual directors, to enhance their strengths and to overcome the short comings, the evaluation process focuses on various issues facing the Company and their prioritization, quality of deliberations at Board and Committee Meetings, review of specific issues of importance dealt during the evaluation period.

The process of Board Evaluation broadly comprises of following:

- The Board evaluates the performance of the Independent Directors excluding the Directors being evaluated.
- The Nomination and Remuneration Committee evaluates the performance of each Director with respect to the responsibility as entrusted on him/her.
- The Independent Directors evaluates the performance of the Non- Independent Directors including the Chairperson of the Company taking into account the views of the Executive and Non-Executive Directors and the Board as a whole.
- Performance Evaluation of the various Committee of the Board

The performance of the Independent Directors is evaluated based on the following parameters: -

#### **Performance evaluation criteria for Independent Directors:**

The following criteria may assist in determining how effective the performances of the Independent Directors have been:

- Leadership & Managerial abilities.
- Contribution to the corporate objectives & plans.
- Obtaining adequate, relevant & timely information from external sources.
- Review & approval of strategic & operational plans of the Company, its objectives and budgets.
- Identification, monitoring & mitigation of significant corporate risks.
- Assessment of policies, structures & procedures followed in the Company and their significant contribution to the same.
- Direct, monitor & evaluate KMPs, senior officials.

- Regularity in attending meetings of the Company and inputs therein.
- Review & Maintenance of corporation's ethical conduct.
- Ability to work effectively with rest of the Board of Directors.
- Commitment to the promotion of equal opportunities, health and safety in the workplace.

#### **Separate Meeting of Independent Directors:**

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and in terms of Regulation 25(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has facilitated holding of a separate meeting of the Independent Directors, which was held on 12<sup>th</sup> February, 2021 and the attendance is as follows:

Name of the Director	Category	No. of Meetings	
		Held during the year	Attended
Mr. Pradeep Kumar Agarwal	Non-Executive Independent Director	1	1
Ms. Ritu Agarwal**	Non-Executive Independent Director	1	1
Mrs. Veedhi Raja*	Non-Executive Independent Director	1	1

\*Date of Cessation from the Audit Committee – 12.02.2021 / \*\* Date of Appointment in Audit Committee – 12.02.2021

Mr. Pradeep Kumar Agarwal was elected as the Lead Independent Director. In the meeting, the Directors reviewed the performance of Non-Independent Directors and the Board as a whole and further reviewed the performance of the Chairperson of the company taking into account the views of Executive Directors and Non-Executives Director and assessed the quality, quantity and the timeliness of flow of information between the Management and the Board.

#### **REMUNERATION OF DIRECTORS**

##### **Pecuniary Relationship or transactions of the Non-Executive Directors/criteria of making payments to Non- Executive Directors**

The Company has no pecuniary relationship or transaction with neither its Non-Executive & Independent Directors nor any payment of sitting fees to them for attending Board Meetings, Committee Meetings and separate Meeting of Independent Directors. Even they did not get any Commission for their valuable services to the Company.

##### **Remuneration package/ Remuneration paid to Directors**

The Executive Directors are not paid any Salary, & other Funds, Bonus and allowances and perquisites. Sitting fee has been waived and no sitting fee is presently paid to any director or any member of any committee of Directors.

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE**

##### **Brief description of terms of reference**

- To approve all transfers (including transmission, transposition, remat) requests received.
- To review action taken on shareholder's grievances and to advise if any further action to be taken.
- To ensure that correspondence with the Company promptly deals with the shareholders and no cases were pending as on 31<sup>st</sup> March, 2021.

Shares received for transfer are processed promptly, approved by the Committee and ratified at the following Board Meeting.

##### **Composition of the Committee**

During the year under review, 1 (One) meeting of the Committee was held on 12<sup>th</sup> February, 2021. The particulars of meetings attended by the Members Committee are given below:

Name of the Member	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Jitendra Kumar Goyal	Non-Executive Director - Chairman	1	1
Mr. Pradeep Kumar Agarwal	Non-Executive Independent Director - Member	1	1
Mrs. Veedhi Raja*	Non-Executive Woman Independent Director	1	1

\*Date of Cessation from the Audit Committee – 12.02.2021 /

#### **Details of Shareholder's/Investor's Complaints**

During the Financial Year ended 31<sup>st</sup> March 2021, Nil complaints were received from the Shareholders/Investors. The details are as under

Opening as on 1st April 2020	Nil
Received during the year	Nil
Resolved during the year	Nil
Closing/Pending as on 31st March 2021	Nil

#### **Designated Email- ID for Grievances Redress:**

The Company has a designated Email ID [info@vll.co.in](mailto:info@vll.co.in) for Grievance Redress purpose where the Shareholders can lodge complaint.

#### **COMPLIANCE OFFICER**

The Company has designated Mr. Brij Mohan Jha, Company Secretary of the Company as Compliance Officer. **Mr. Brij Mohan Jha, Company Secretary** (appointed w.e.f. 13/07/2020.)

**Address:** - 3, Bentinck Street, 4th Floor, Room No. D-8, Kolkata-700001; Email: [info@vll.co.in](mailto:info@vll.co.in) Website: [www.vll.co.in](http://www.vll.co.in)

#### **GENERAL BODY MEETINGS**

##### **Location and time of last three Annual General Meetings:**

Financial Year ended	Date	Time	Venue
31.03.2018	28.09.2018	1:00 P.M.	3, Bentinck Street, 4 <sup>th</sup> Floor, Room No-D8, Kolkata - 700001.
31.03.2019	27.09.2019	1.00 P.M.	Oswal Chambers, EITMA, 5TH Floor, 2 Church Lane, Kolkata-700001
31.03.2020	23.12.2020	11:00 A.M	Oswal Chambers, EITMA, 5TH Floor, 2 Church Lane, Kolkata - 700001

##### **Special Resolution passed in the previous three AGMs**

AGM held on	Special Resolution passed
28.09.2018	None
27.09.2019	Yes (For re-appointment of Mr. Pradeep Kumar Agarwal as a Non-Executive Independent Director of the Company)
23.12.2020	None

No Resolution was passed through Postal Ballot during the year ended 31<sup>st</sup> March 2021. No Special Resolution is proposed to be conducted through Postal Ballot.

#### **Remote e voting and Ballot voting at the Annual General Meeting**

The Company has arranged for remote e-voting facility to the Shareholders to vote on the Resolutions proposed at the 37<sup>th</sup> Annual General Meeting ('AGM'). The Company has engaged NSDL to provide e-voting facility to all the Members. Members whose names appear on the Register of Members as on the cut-off date i.e., 22nd September, 2021 shall be eligible to participate in the e-voting.

The facility for voting through Ballot Paper will also be made available at the AGM and the Members who have not already cast their vote by remote e-voting can exercise their voting through Ballot Paper at the AGM.



**MEANS OF COMMUNICATION**

The Company regularly interacts with the Shareholders through multiple ways of communication such as Results announcement, Annual Report, and through Company's website and specific communications.

**Quarterly Results/Newspapers wherein Results normally published**

The unaudited quarterly and annual audited result were regularly published in a leading English Daily Newspaper (Business Standard/Financial Express) and a Bengali Daily (Kalantar/Ekdin/Duronto Varta) in the form prescribed by the Stock Exchanges in the Listing Regulations.

The Quarterly Results, Shareholding Pattern and all other corporate communication to the Stock Exchanges are filed through BSE Listing Centre through online filing for dissemination on their respective websites.

**Website**

The Company's corporate website [www.vll.co.in](http://www.vll.co.in) contains comprehensive information about the company. It contains annual reports, quarterly / half-yearly financial results, notices, shareholding patterns among others are available for reference or download.

**Annual Report**

The Annual Report containing inter alia audited Annual Accounts, Consolidated Financial Statements, Reports of the Auditors and Directors, Management Discussion and Analysis Report and other important information is circulated to the members and displayed on the Company's website.

**GENERAL SHAREHOLDER INFORMATION****37<sup>th</sup> Annual General Meeting**

**Date and Time:** 29<sup>th</sup> September, 2021 (Wednesday) at 04:00 PM.

**Venue:** "Jajodia Tower", 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata -700001, West Bengal

**Financial Year**

1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021

**Book Closure**

The Register of Members and Share Transfer Register will remain closed from 23<sup>rd</sup> September, 2021 to 29<sup>th</sup> September, 2021 (both days inclusive).

**Financial calendar****Financial year: April 1, 2020 to March 31, 2021**

The Board Meetings for approval of financial results for financial year 2020-21 were held on the following dates:

First quarter results	September 14, 2020
Second quarter results	November 09, 2020
Third quarter results	February 12, 2021
Fourth quarter and annual results	June 30, 2021

The tentative dates of the Board meetings for consideration of quarterly and annual financial results for the financial year 2020-21 are as follows:

First quarter results	On or before September 14, 2021
Second quarter results	On or before December 14, 2021
Third quarter results	On or before February 14, 2022
Fourth quarter and annual results	On or before May 31, 2022

**Name and address of Stock Exchanges/ Payment of annual Listing Fee**

The Company's Shares are listed at the below mentioned Stock Exchange and the Annual Listing Fees for the year 2020-21 have been paid.

Name and address of Stock Exchange	
1. BSE Limited [BSE]	P. J. Towers, 25th Floor, Dalal Street, Mumbai – 400 001

**Demat ISIN Number for NSDL & CDSL**

INE347L01014

**Stock Market Price Data**

Monthly High/Low price during the last financial year at the Bombay Stock Exchange is as under:

Months	Share Price		Months	Share Price	
	High	Low		High	Low
April, 2020	Since trading has not been done during these months, High low prices could not be ascertained.		October, 2020	Since trading has not been done during these months, High low prices could not be ascertained.	
May, 2020					
June, 2020					
July, 2020					
August, 2020					
September, 2020					
			March, 2021	12.50	12.50

**Registered office:**

1, Crooked Lane, 3<sup>rd</sup> Floor,  
Room No – 324, Kolkata – 700069

**Corporate office:**

“Jajodia Tower”, 3, Bentinck Street,  
Room No. D-8, Kolkata - 700001  
West Bengal

**Registrar and Share Transfer Agents**

M/s. Niche Technologies Pvt. Ltd.  
3A, Auckland Place, 7<sup>th</sup> Floor,  
Room No. 7A & 7B, Kolkata – 700017  
Tel: (033) 2280 – 6616/6617/6618;  
Fax: (033) 2280-6619  
E-Mail: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)

**Share Transfer System:**

The requests for transfer of shares held in physical mode should be lodged at the Corporate Office of the Company's Registrar & Share Transfer Agents, M/s. Niche Technologies Pvt. Ltd. (Registered with SEBI), 3A, Auckland Place, 7<sup>th</sup> Floor, Room No. 7A & 7B, Kolkata-700017 or at the Corporate Office of the Company. Share Transfers are registered and returned in the normal course within an average period of 14 days, if the transfer documents are found technically in order and complete in all respects. The Company conducts a weekly review of the functions of the Registrar and Share Transfer Agent for upgrading the level of service to the Shareholders. Weekly review is also conducted on the response to the Shareholders pertaining to their communication and grievances, if any.

**Distribution of Shares by size as on 31<sup>st</sup> March, 2021**

Share Holding	No. of Holder	Percentage of Shareholders	No of Shares	Percentage of Shares
1 to 500	306	80.74	18,340	0.14
501 to 1000	2	0.53	1,135	0.01
1001 to 5000	8	2.11	26,550	0.20
5001 to 10000	3	0.79	22,000	0.17
10001 to 50000	5	1.32	1,84,800	1.42
50001 to 100000	20	5.28	13,56,400	10.45
100001 and above	35	9.23	1,13,71,275	87.61
<b>Total</b>	<b>379</b>	<b>100.00</b>	<b>1,29,80,500</b>	<b>100.00</b>

**Shareholding Pattern as on 31<sup>st</sup> March, 2021**

Category	No. of Shares	% of share holding
Promoter & Promoter Group	0	0
Bodies Corporate	9383368	72.288
Individuals	3597132	27.712
NRI/OCBs	0	0
Trust	0	0
Clearing Members	0	0
<b>Total</b>	<b>12980500</b>	<b>100</b>

**Dematerialization of shares and liquidity**

The Company's Shares form part of the SEBI's Compulsory Demat segment for all Shareholders/investors. The Company has established connectivity with both the Depositories viz. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] through the Registrar, **M/s. Niche Technologies Pvt. Ltd.** 3A, Auckland Place, 7<sup>th</sup> floor, Room no. 7A & 7B, Kolkata-700 017. Requests for dematerializations of shares are processed and confirmations are given to the respective Depositories within the prescribed time. 57.26% Shares of the Company are in dematerialized form as on 31.03.2021.

**Outstanding GDRs or ADRs or Warrants or any Convertible Instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs or ADRs or Warrants or any convertible instruments.

**Address for correspondence**

Any assistance regarding Share transfers and transmission, change of address, non-receipt of share certificate/duplicate share certificate, demat and other matters for redressal of all share-related complaints and grievances, the Members are requested to write to or contact the Registrar & Share Transfer Agents or the Company Secretary of the Company for all their queries or any other matter relating to their shareholding in the Company at the addresses given below:

**i) Company's Registered Office at**

Virat Leasing Limited  
(CIN): L65910WB1984PLC098684  
1, Crooked Lane, 3rd Floor, Room No-324 Kolkata – 700069  
Tel: 033-2262 -8782  
[E-Mail: info@vll.co.in](mailto:info@vll.co.in)

**ii) Corporate Office:**

Virat Leasing Limited  
Jajodia Tower, 4<sup>th</sup> Floor, Room No D-8  
3, Bentinck Street, Kolkata -700001

**iii) Registered and Share Transfer Agents**

M/s. Niche Technologies Pvt. Ltd.  
3A, Auckland Place, 7<sup>th</sup> Floor, Room no. 7A & 7B Kolkata-700 001  
Tel: (033) 2280-6616/6617/6618; Fax: (033) 2280-6619  
[E-mail: nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)

**OTHER DISCLOSURES**

Disclosures on materially significant related party transactions having potential conflict: **Nil.**

**Compliance of Laws & Regulations relating to Capital Markets:**

The Company has complied with all the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the financial year. However, there was a notice received by the company from BSE regarding issue related to shell companies and in this regard, Forensic Audit is under process.

**Vigil Mechanism /Whistle Blower Policy:**

The Company has a Vigil Mechanism/Whistle Blower Policy, which is available at the Company's website at the web link at [https://www.vll.co.in/pdf/policy/vigil\\_mechanism.pdf](https://www.vll.co.in/pdf/policy/vigil_mechanism.pdf) and the Managing Director and CFO of the Company have affirmed that no personnel has been denied access to the Audit Committee.

**Policy for determining 'Material' Subsidiaries**

The Company does not have any material non-listed Indian Subsidiary as defined in Regulation 4 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Web link where policy on dealing with related party transactions**

Policy on dealing with Related Party transactions is displayed at the website of the Company at <https://www.vll.co.in/pdf/policy/rpt.pdf>

**Disclosure of Total fees paid to the Statutory Auditor:**

During the year, total amount paid to the Statutory Auditor was Rs. 27,500/- in respect of Statutory Audit fees, Tax Audit fees and other miscellaneous fees.

**Disclosure in relation to Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

ComplaintsReceived	2020-21
1. No. of complaints filed during the year	Nil
2. No. of Complaints disposed of during the year	Nil
3. No. of Complaintspendingas on end of the financial year.	Nil

**Disclosures of the Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Clauses (B) to (I) of Sub-Regulation (2) of Regulation (46):**

The Company has complied with the requirements of previously mentioned Regulations.

**Accounting treatment in preparation of Financial Statements**

The Company followed the guidelines as laid down in the Indian Accounting Standards/Accounting Standards, prescribed by the Institute of Chartered Accountants of India, for the preparation of the Financial Statements and there is no deviation from it in general.

The Company has adopted a policy for determining material subsidiaries and the same is disclosed at the Company's website at [https://www.vll.co.in/pdf/policy/material\\_subsidary.pdf](https://www.vll.co.in/pdf/policy/material_subsidary.pdf).

The Nomination & Remuneration Committee adopted the Company's Remuneration Policy and the same is disclosed at the Company's website at <https://www.vll.co.in/pdf/policy/policy01.pdf>.

**Managing Director & CFO Certification**

The Managing Director & CFO certification as required by Regulation 17(8) of SEBI (Listing and Disclosure Requirement) Regulations, 2015, of is enclosed to Annual Report.

**Certificate from Company Secretary in practice**

Mr. Rajesh Ghorawat, Practicing Company Secretary, has issued a certificate as required under the SEBI (LODR) Regulations, 2015, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as a Director of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority. The Certificate is enclosed as Annexure to this report.

**Report on Corporate Governance:**

The Quarterly Compliance Report has been submitted to the Stock Exchanges where the Company's equity shares are listed in the prescribed format as per SEBI Regulation duly signed by the Company Secretary or Managing Director or Director of the Company.

**Corporate Governance Compliance Certificate**

The Company has obtained Compliance Certificate from M/s C. K. Chandak & Co., Chartered Accountants regarding compliance of conditions on Corporate Governance and the same is attached to this report.

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

Place: Kolkata  
Date: 14/08/2021

-----  
(Rajeev Kothari)  
Managing Director  
DIN 00147196

-----  
(Jitendra Kumar Goyal)  
Director  
DIN 00468744

**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 Disclosures Requirements) Regulations, 2015]*

To,  
The Members of  
M/s. Virat Leasing Limited  
1, Crooked Lane, 3rd Floor,  
Room No-324 Kolkata-700069

I have examined the relevant registers, minutes, forms, returns filed and records maintained and declarations made by the Directors and explanations given by **M/s. Virat Leasing Limited (CIN L65910WB1984PLC098684)** and having its Registered Office at 1, Crooked Lane, 3<sup>rd</sup> Floor, Room No-324, Kolkata – 700069 and having its corporate office at “Jajodia Tower”, 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001, West Bengal (hereinafter referred to as 'the Company'), produced before me 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, subject to limitation of physical interaction and verification of records caused by COVID-19 pandemic lock down.

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](http://www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Mr. Rajeev Kothari	00147196	20/03/2006
2.	Mr. Jitendra Kumar Goyal	00468744	22/08/2002
3.	Mr. Pradeep Kumar Agarwal	00583450	22/08/2002
4.	Ms. Ritu Agarwal	08143534	09/11/2020
5.	Ms. Veedhi Raja*	08142844	30/05/2018

\* Ms. Veedhi Raja ceased to be the Director of the Company w.e.f 12.02.2021

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion based on my 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.

**Rajesh Ghorawat**  
Practicing Company Secretary  
FCS No.: 7226  
CP No.: 20897  
UDIN: F007226C000788688

Place: Kolkata  
Date: 14/08/2021

**CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY**

To  
The Board of Directors of M/s Virat Leasing Limited

We, to the best of our knowledge and belief, certify that –

- A. We have reviewed Financial Statements and the cash flow statement for the year ended 2020-21 and to the best of our knowledge and belief;
- 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - 2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have disclosed, based on our evaluation wherever applicable to the Auditors and the Audit Committee that:
- a) There were no significant changes in internal controls over financial reporting during the year;
  - b) There were no significant changes in accounting policies during the year, and
  - c) There were no instances of significant fraud and of which we are become aware and the involvement therein of the management or an employee having significant role in the Company's internal control system over financial reporting.

Place: Kolkata  
Date: 14/08/2021

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**Rajeev Kothari**  
Managing Director  
DIN: 00147196

-----  
**Sarbani Adhikary**  
Chief Financial Officer  
PAN: ALJPC2548K

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the company has code of conduct to be followed by the members of the Board and Senior Management Personnel of the Company. The Code is available on the Company's website. I confirm that the Company, in respect of the Financial Year ended 31<sup>st</sup> March, 2021 has received from the members of the Board and Senior Management Personnel, Declaration of compliance with the code of conduct as applicable to them.

**Place:** Kolkata  
**Date:** 14/08/2021

-----  
**Rajeev Kothari**  
Managing Director  
DIN: 00147196

**ANNEXURE-II****Details Pertaining to Remuneration as required under section 197(12) of the Companies Act 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

1) (a) The ratio of the remuneration of each director to the median remuneration of the employees of the company and the percentage increase in remuneration of each Director for the financial year 2020-21:

Name of the Directors	Designation	Remuneration For FY 2019-20	Remuneration For FY 2020-21	% Increase in remuneration in FY 2020-21	Ratio of remuneration of each director to median remuneration of employees
Rajeev Kothari	Managing Director	-	-	-	-
Jitendra Kumar Goyal	Non-executive Director	-	-	-	-
Pradeep Kumar Agarwal	Non-executive Independent Director	-	-	-	-
Veedhi Raja	Non-executive Independent Director	-	-	-	-
Ritu Agarwal	Non-executive Independent Director	-	-	-	-

(b) The percentage increase in remuneration of Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year 2020-21:

Name of Key Managerial Personnel	Designation	Remuneration for FY 2019-20	Remuneration For FY 2020-21	% Increase in remuneration in FY 2020-21	Ratio of remuneration of each director to median remuneration of employees
Manoj Biyani	Chief Financial Officer	1,72,000	1,80,000		NA
Brij Mohan Jha	Company Secretary	NA	3,04,000		NA

- I. The percentage of increase in the median remuneration of employees in the financial year: NA
- II. The number of permanent employees on the role of company as on 31<sup>st</sup> March, 2021 is 2 (Two).
- III. Average percentile increases already made in the salaries of employees other than the managerial personnel 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 increase in salaries of employees other than managerial personnel during 2020-21	Not Applicable
The percentage increase in the Managerial Remuneration	-

- IV. Affirmation that the remuneration is as per the remuneration policy of the company: The Board of Directors of the Company affirms that the remuneration is as per the Remuneration Policy of the Company.

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

Place: Kolkata  
Date: 14/08/2021

-----  
(Rajeev Kothari)  
Managing Director  
DIN 00147196

-----  
(Jitendra Kumar Goyal)  
Director  
DIN 00468744



**ANNEXURE – III**  
**FORM NO. MGT -9**  
**EXTRACT OF ANNUAL RETURN**

**As on Financial year ended on 31.03.2021 Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014**

**I. REGISTRATION & OTHER DETAILS:**

1.	<b>CIN</b>	L65910WB1984PLC098684
2.	<b>Registration Date</b>	27-Jul-1984
3.	<b>Name of the Company</b>	VIRAT LEASING LIMITED
4.	<b>Category/Sub -category of the Company</b>	NBFC /Public Company/Limited by shares
5.	<b>Address of the Registered office &amp; contact details</b>	1 Crooked Lane, 3rd Floor, Room No - 324, Kolkata – 700069, WB E-mail - info@vll.co.in ; Website – www.vll.co.in ; Contact No. – 033-2262-8782
6	<b>Address of the Corporate office &amp; contact details</b>	“Jajodia Tower”, 3, Bentick Street, 4 <sup>th</sup> Floor, Room No D-8, Kolkata – 700001 E-mail - info@vll.co.in ; Website – www.vll.co.in ; Contact No. – 033-2262-8782
7.	<b>Whether Listed Company</b>	Yes
8.	<b>Name, Address &amp; contact details of the Registrar &amp; Transfer Agent, if any.</b>	<b>Niche Technologies Private Limited</b> 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata -700 017 Phone No: (033) 2280 6616/6617/ 6618; Fax: (033) 2280 6619 Email: nichetechpl@nichetechpl.com

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

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

Sn. No.	Name and Description of main products /services	NIC Code of the Product/service	Percentage to total turnover of the company
1	Trading & Investment Activities	64990.00	98.91%

**iii. PARTICULARS OF HOLDINGS, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sn. No.	Name of Company	Address of the LLP	LLPIN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
----- NA -----						

**I. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):**
**(a) Category Wise Share holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTERS</b>									
(1) Indian									
a) Individual / HUF									
b) Central Government									
c) State Government									
d) Bodies Corporate									
e) Banks / Financial Institutions									
f) Any Other									
Sub-total (A)(1)	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corporate									
d) Banks / Financial Institutions									
e) Any Other									
Sub-total (A)(2)	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>B. PUBLIC SHAREHOLDING</b>									
(1) Institutions									
a) Mutual Funds									
b) Banks / Financial Institutions									
c) Central Governments									
d) State Governments									
e) Venture Capital Funds									

	f) Insurance Companies									
	g) Foreign Institutional Investors (FII)									
	h) Foreign Venture Capital Funds									
	i) Others (Specify) Sub-total (B)(1)	0	0	0	0.000	0	0	0	0.000	0.000
(2)	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	6908568	2474800	9383368	72.288	6908568	2474800	9383368	72.288	0.000
	ii) Overseas									
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	25025	43000	68025	0.524	25025	43000	68025	0.524	0.000
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	500000	3029107	3529107	27.188	500000	3029107	3529107	27.188	0.000
	c) Others Specify									
	1. NRI									
	2. Overseas Corporate Bodies									
	3. Foreign Nationals									
	4. Clearing Members									
	5. Trusts									
	6. Foreign Bodies - D.R.									
	Sub-total (B)(2)	7433593	5546907	12980500	100.000	7433593	5546907	12980500	100.000	0.000
	Total Public Shareholding (B) = (B)(1) + (B)(2)	7433593	5546907	12980500	100.000	7433593	5546907	12980500	100.000	0.000
C.	Shares held by Custodian for GDRs & ADRs									
	<b>GRAND TOTAL (A+B+C)</b>	<b>7433593</b>	<b>5546907</b>	<b>12980500</b>	<b>100.000</b>	<b>7433593</b>	<b>5546907</b>	<b>12980500</b>	<b>100.000</b>	<b>0.000</b>

**(b) Shareholding of Promoters:**

SI No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/en cumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/en cumbered to total shares	
	<b>TOTAL</b>	-	-	-	-	-	-	-

## © Change in Promoter's Shareholding

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>TOTAL</b>	-	-	-	-

## (d) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holder of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	AARKAY TIE UP PRIVATE LTD				
	a) At the Beginning of the Year	511000	3.937		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			511000	3.937
2	FANTASTIC HIRISE PRIVATE LIMITED				
	a) At the Beginning of the Year	644993	4.969		
	b) Changes during the year				
	Date Reason				
	31/07/2020 Transfer	619975	4.776	1264968	9.745
	c) At the End of the Year			1264968	9.745
3	GMB FINVEST PRIVATE LIMITED				
	a) At the Beginning of the Year	600000	4.622		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			600000	4.622
4	LINKUP VINTRADE PRIVATE LIMITED				
	a) At the Beginnings of the Year	613000	4.722		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			613000	4.722
5	NICHOLSON VANIJYA PVT LTD				
	a) At the Beginning of the Year	614000	4.730		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			614000	4.730
6	NORTH CITY COMMODITIES PRIVATE LIMITED				
	a) At the Beginning of the Year	614000	4.730		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			614000	4.730

7	PANCHGANGA COMMOSALE PRIVATE LIMITED				
	a) At the Beginning of the Year	440000	3.390		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			440000	3.390
8	TOPMOST PROJECTS PRIVATE LIMITED				
	a) At the Beginning of the Year	605000	4.661		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			605000	4.661
9	TURTLE COMMERCIAL PRIVATE LIMITED				
	a) At the Beginning of the Year	570000	4.391		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			570000	4.391
10	VICTOR INFRAPROPERTIES PRIVATE LIMITED				
	a) At the Beginning of the Year	636600	4.904		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			636600	4.904
11	WALTAZ COMMODITIES PRIVATE LIMITED				
	a) At the Beginning of the Year	619975	4.776		
	b) Changes during the year				
	Date Reason				
	31/07/2020 Transfer	-619975	4.776	0	0.000
	c) At the End of the Year			0	0.000
	<b>TOTAL</b>	<b>6468568</b>	<b>49.833</b>	<b>6468568</b>	<b>49.833</b>

#### V) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	RAJEEV KOTHARI				
	a) At the Beginning of the Year	4000	0.031		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			4000	0.031
	<b>TOTAL</b>	<b>4000</b>	<b>0.031</b>	<b>4000</b>	<b>0.031</b>

vi) **INDEBTEDNESS** – Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL		NIL	
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL		NIL	
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL
<b>Change in Indebtedness during the Financial year</b>				
* Addition	NIL	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	NIL	NIL	NIL	NIL
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL

vii) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL -**

(a) Remuneration to Managing Director, Whole -Time Director and/or Manager:

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

**(b) REMUNERATION TO THEIR DIRECTORS**

SN.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors	NIL	/
	Fee for attending board / committee meetings		
	Commission		
	Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	Fee for attending board / committee meetings		
	Commission		
	Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

**(c) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel		Total (Amount in Rs.)
		Manoj Biyani * (Chief Financial Officer)	Brij Mohan Jha (Company Secretary)	
	Gross salary	1,80,000	3,04,000	4,84,000
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit others, specify...	-	-	-
5	Others, please specify	-	-	-
	<b>Total</b>	<b>1,80,000</b>	<b>3,04,000</b>	<b>4,84,000</b>

**\*Mr. Manoj Biyani, has resigned from the office of the CFO w.e.f. 24<sup>th</sup> Day of March, 2021**

## viii) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding Fees imposed	Authority [RD/NCLT/COURT]	Appeal Made, if any (Give details)
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
<b>B. Director</b>					
Penalty					
Punishment					
Compounding					
<b>C. Other officers in default</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place: Kolkata  
Date: 14/08/2021

-----  
(Rajeev Kothari)  
Managing Director  
DIN 00147196

-----  
(Jitendra Kumar Goyal)  
Director  
DIN 00468744



**ANNEXURE – IV**  
**Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
The Members  
**Virat Leasing Limited**

1. This certificate is issued in accordance with the terms of our engagement.
2. We have examined the compliance of conditions of Corporate Governance by **Virat Leasing Limited** (the Company), for the year ended on March 31, 2021, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

**Management's Responsibility**

3. The Management is responsible for ensuring that the Company complies with the conditions of Corporate Governance. This responsibility also includes the design, implementation and maintenance of internal controls and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

**Auditor's Responsibility**

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the 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.

5. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that I comply with the ethical requirements of the Code of Ethics issued by the ICAI.

**Opinion**

7. Based on our examination, as above, and to the best of the information and explanations given to us and representations provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the Listing Regulations during the year ended March 31, 2021.

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

**Restriction on Use**

9. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for any events or circumstances occurring after the date of this Certificate.

**For C. K. Chandak & Co.**  
Chartered Accountants  
FRN: 326844E

**CA Chandra Kumar Chandak**  
Proprietor  
Membership No.: 054297  
**UDIN: 21054297AAAJJ8496**

Place: Kolkata  
Date: 14/08/2021

**Annexure - V**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2021**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
**Virat Leasing Limited**  
1, Crooked Lane, 3<sup>rd</sup> Floor,  
Room No. 324, Kolkata – 700069

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Virat Leasing Limited** (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 Company's books, papers, minute books, forms, statutory registers 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 March 31, 2021 to the extent of Acts/provisions of the Acts applicable, according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made there under;
- 2) Secretarial Standards issued by The Institute of Company Secretaries of India.
- 3) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- 4) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- 5) Foreign Exchange Management Act, 1999 and the rules and regulations there under to the extent foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable as there was no reportable event during the financial year under review) ;
- 6) 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) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable to the Company during the period under review**);
  - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable to the Company during the period under review**);
  - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review)
  - (f) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
  - (g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not Applicable to the Company during the period under review**).

- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not Applicable to the Company during the period under review**); and
- (i) Other laws applicable specifically to the Company namely:
  - Reserve Bank of India Directions, Guidelines and Circulars applicable to the non-banking financial companies.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

In respect of other laws specifically applicable to the Company, I have relied in information/records produced by the company during the course of our audit and the reporting is limited to that extent.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. 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 is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions in the meeting of Board of Directors were carried through while the dissenting members views, if any, were captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with other applicable laws on the operation of the Company and the rules made thereunder.

I further report that my report is neither an assurance as to the future viability of the company nor of the efficiency, effectiveness, or accuracy with which the management has conducted the affairs of the company.

Place: Kolkata  
Date: 14/08/2021

**Rajesh Ghorawat**  
Practicing Company Secretary  
FCS: 7226/C.P. No.: 20897  
UDIN: F007226C000788699

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

Annexure - A

To  
The Members  
Virat Leasing Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, the Company had followed provide a reasonable basis for our opinion. Due to the ongoing COVID-19 pandemic, the secretarial audit for the Financial year 2020-21 has been done remotely by obtaining maximum possible details.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata  
Date: 14/08/2021

**Rajesh Ghorawat**  
Practicing Company Secretary  
FCS: 7226/C.P. No.: 20897  
UDIN: F007226C000788699

**INDEPENDENT AUDITOR'S REPORT**

TO  
THE MEMBERS OF VIRAT LEASING LIMITED  
REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

**Opinion**

We have audited the financial statements of Virat Leasing Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of 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, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit and other comprehensive income/(loss), changes in equity and its cash flows for the year then ended.

**Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“the 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 there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

**Emphasis of Matter**

We draw your attention to Note 5.14 to the financial statements which explains the uncertainties and management's assessment of the financial impact due to the lock-down / restrictions related to the Covid-19 pandemic imposed by the Governments, for which a definitive assessment of the impact is dependent upon future economic conditions.

Our opinion is not modified in respect of above matter

**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. For each matter below, our description of how our audit addressed the matter is provided in that context.

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 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 risks of material misstatement of the financial statements. The result of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

## Description of Key Audit Matter

## Classification and measurement of financial assets – Business model assessment

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
1.	<p>Classification and measurement of financial assets – Business model assessment</p> <p>Assessment of carrying value of equity investments in quoted and unquoted shares and securities.</p> <p>(Refer to Note 7 to the financial statements – “Use of estimates and critical accounting assumptions and Judgments” Note no 5.4 “Financial Instruments”)</p> <p>The Company has equity investments in various quoted shares as well as unquoted shares. It has also made investments in preference shares which are unquoted.</p> <p>The Company accounts for equity investments both in quoted and unquoted shares at fair value, subject to the carrying value of unquoted equity shares and preference shares, which are carried at cost, being the transaction value as recorded at the time of acquisitions.</p> <p>For investments carried at fair values, a fair valuation is done at the year-end as required by Ind AS 109. In case of certain investments, cost is considered as an appropriate estimate of fair value since there is a wide range of possible fair value, measurements and costs represents the best estimate of fair value within that range as permitted under Ind AS 109.</p> <p>The accounting for investments is a Key Audit Matter as the determination of recoverable value for impairment assessment/ fair valuation involves significant management judgement and estimates.</p>	<p><b><u>Our audit procedures included:</u></b></p> <p><b><u>Design /controls</u></b></p> <ul style="list-style-type: none"> <li>• Assessing the design, implementation and operating effectiveness of key internal controls over management's intent of purchasing a financial assets and classification of such financial assets on the basis of management's intent (business model).</li> <li>• For financial assets classified at Amortized cost, we tested controls over the classification of such assets and subsequent measurement of assets at Amortized cost .</li> <li>• For financial assets classified at FVOCI, we tested controls over the classification of such assets and subsequent measurement of assets at fair value.</li> </ul> <p><b><u>Substantive tests.</u></b></p> <ul style="list-style-type: none"> <li>• Test of details over classification and measurement of financial assets in accordance with management's intent. (Business model).</li> <li>• We selected a sample of financial assets to test whether their classification as at the balance sheet date is in accordance with management's intent.</li> <li>• We selected a sample (based on quantitative thresholds) of financial assets sold during the year to check whether there have been any sales of financial assets classified at amortized cost, FVOCI or FVTPL.</li> <li>• We have also checked that there have been no reclassifications of assets in the current period.</li> <li>• We had discussions with management to obtain understanding of the relevant factors in respect of certain investments carried at fair value where a wide range of fair value were possible due to various factors such as absence of recent observable transactions, restrictions on transfer of shares, existence of multiple valuation techniques, investee's varied nature of portfolio of investments for which significant estimates/ Judgements are required to arrive at fair value.</li> <li>• We have discussed the key assumptions and sensitivities for certain investments with those charge with Governance.</li> <li>• We evaluated the adequacy of the disclosures made in the financial statements.</li> </ul> <p>Based on the above procedures performed, we did not identify any significant exceptions in the management's assessment in relation to the carrying value of the investments in equity and preference shares.</p>

**Provision for Expected Credit Losses (ECL) on Loans (refer note no 5.4(f), note no. 10 and note no. 34(1)(a) of the financial statements)**

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
2.	<p>Management estimates impairment provision using Expected Credit loss model for the loan assets. Measurement of loan impairment involves application of significant judgement by the management. The most significant judgements are:</p> <p>Timely identification and classification of the impaired loans. Determination of probability of defaults (PD) and estimation of loss given defaults (LGD) based on the premise that loans made by the company are unsecured and relevant factors</p> <p>The estimation of Expected Credit Loss (ECL) on financial instruments involve significant judgments and estimates. Following are points with increased level of audit focus:</p> <ul style="list-style-type: none"> <li>● Classification of assets to stage 1, 2 or 3 using criteria in accordance with Ind AS 109 which also include considering the impact of recent RBI's Covid-19 regulatory circulars.</li> <li>● Accounting interpretations, assumptions and data used to build the models;</li> <li>● Inputs and judgements used by the management at various assets stages considering the current uncertain economic environment with the range of possible effects unknown to the country arising out of the Covid-19 pandemic.</li> <li>● The disclosures made in the financial statements for ECL especially in relation to judgements and estimates made by the management in determination of the ECL.</li> </ul> <p>Considering the significance of such allowances to the overall financial statements and degree of judgement and estimation involved in computation of expected credit losses, this area is considered as key audit matter.</p>	<p><b><u>Our audit procedures included:</u></b></p> <ol style="list-style-type: none"> <li>1) In our audit approach we assessed the basis upon which the ECL model is build and discussed with the management of the Company in order to understand the mechanics of ECL deployed by the company to measure the loan impairment.</li> <li>2) We examined that Board does not have approved policy for computation of ECL, but have in place the internal guidelines for computation of ECL. These internal guidelines address procedures and controls for assessing and measuring the credit risk on its loan portfolio.</li> <li>3) We evaluated the operating effectiveness of controls across the process relevant to ECL including the judgments and estimates.</li> <li>4) We evaluated the nature of loan assets of the company and held discussions with the management and assessed that the company has only one class of loan i.e. unsecured loans repayable on demand and 12 month ECL is just the same as lifetime ECL, because the all the loans are repayable on demand, which is shorter than 12 months as a result life time of a loan is that short period required to transfer cash when demanded by the company.</li> <li>5) We tested the completeness of loans and advances included in the Expected Credit Loss calculations as of March 31, 2021 by reconciling it with the balances as per loan balance register as on date.</li> <li>6) We tested assets on sample basis to verify that they were allocated to the appropriate stage.</li> <li>7) For samples of exposure, we tested the appropriateness of determining EAD, PD and LGD.</li> <li>8) For forward looking assumptions used in ECL calculations, we held discussions with management, assessed the assumptions used to determine the probability weights assigned to the possible outcomes. During our examination we assessed that company estimates the PD based on historical observed default rates adjusted for forward looking estimates, based upon macro-economic developments occurring in the economy and market it operates in.</li> <li>9) We performed an overall assessment of the ECL provision including the management's assessment on Covid-19 impact to determine if</li> </ol>

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
		<p>they were reasonable considering the Company's portfolio, risk profile, credit risk management practices and the macro-economic environment. We held discussions with the management on its assessment on Covid-19 impact and we assessed that management does not expect any significant haircuts in view of Covid-19. However, we could not assess the appropriateness of the future scenarios and assumptions made by the management in response to Covid-19 related economic uncertainty as we do not have the access of the detailed data (like Income tax returns, financial statements, projected financial statements, cash flow statements etc.) of the borrowers of the company.</p> <p>10) We assessed the adequacy and appropriateness of disclosures in compliance with accounting standards in relation to judgements used in estimation of ECL provisions.</p>

### Statutory and Legal Matters (Refer Note no. 33(2)(c))

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
3.	<p>The Company received a notice from BSE dated August 10, 2017 regarding issue related to suspected shell companies. BSE requested to submit various documents from time to time in this regard along with the queries and other information from the Company. Further BSE appointed M/s BDO India LLP, Chartered Accountants to carry out the forensic audit of the Company. The Company replied to all the queries issued by the BSE and provided all the necessary information /documents to the forensic auditors in this regard. Further BDO India LLP issued a forensic audit report on March 11, 2020 and the matter is sub-judice as on March 31, 2021</p>	<p><b><i>Our audit procedures included:</i></b></p> <ol style="list-style-type: none"> <li>1) We have checked up the order of the BSE issued pursuant to the SEBI's aforesaid directions and other relevant correspondence with the BSE and with the forensic auditors appointed by the BSE in this regard since inception.</li> <li>2) We have also checked all the relevant legal petitions, applications, affidavits, rejoinders, inter- locutory applications as filed by the Company with Hon'ble High Court at Kolkata.</li> <li>3) We communicated with the Management and those charged with Governance with respect to this matter and the Company is regular in replying to all the queries raised and all the documents sought by the Exchange (BSE) and by the forensic auditors. We examined the forensic audit report issued by M/s BDO India LLP on March 11, 2020. However till date, BSE has not communicated with the company subsequent to issue of forensic audit report, but the company is in process to file its further response and objections with BSE and with other appropriate authorities against the findings of the forensic auditors vide their forensic audit report dated March 11, 2020</li> </ol>



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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance Report included in the Company's annual report, but does not include the financial statements, and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

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

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

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

**Management's Responsibility and those charged with Governance for the 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 Indian Accounting Standards (Ind AS) specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

- *Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.*
- *Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.*
- *Evaluate the appropriateness of accounting policies used and the reasonableness of accounting*

estimates and related disclosures made by management.

- *Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.*
- *Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.*

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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**

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
- 2) Further to our comments in Annexure A, 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 accompanying financial statements.
  - 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 financial statements dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules 2015, as amended.
  - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 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 with reference to financial statements of

the Company for the year ended on that date, refer to our separate Report as per “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 (as amended), in our opinion and to best of our information and according to the explanations given to us:
- i) The Company, as detailed in note 33(2) to the financial statements, has disclosed the impact of pending litigations on its financial position as at March 31, 2021;
  - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2021
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31 2021.
  - iv) The disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these financial statements. Hence, reporting under this clause is not applicable.
- 3) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act: In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

For and on behalf of

**C.K. CHANDAK & CO**

Chartered Accountants

Firm Registration Number: 326844E

**CA Chandra Kumar Chandak**

Proprietor

Membership Number: 054297

UDIN: 21054297AAAAFV2843

Place: Kolkata

Date: 30/06/2021

**Annexure –“A” to the Independent Auditors' Report on the Financial Statements**

[Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Virat Leasing Limited on the financial statements for the year ended March 31 2021].

**ANNEXURE A**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
  - (b) The Property plant and equipment are physically verified by the management of the company according to a phased programme to cover all the items, which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. In accordance with this programme, the property plant and equipment were physically verified by the company during the year and no material discrepancies were noticed on verification performed in the current year.
  - (c) The title deeds of all the immovable properties (which are included under the head “Property, Plant and Equipment”) are held in the name of the Company.
- ii. The Company is in the business of lending and Investments in shares and securities and consequently does not hold any tangible inventory. However, shares and securities held as stock-in trade comprises the intangible inventory for the company. The inventory comprises of securities held as stock-in trade are verified by the management with the confirmation statements received from the depository on a regular basis. In our opinion, the frequency of such verification is reasonable. The Company is maintaining proper records of securities held as stock-in trade and no discrepancies were noticed on comparing the statement from custodian with books of account.
- iii. The Company has granted unsecured loans repayable on demand to companies and other parties covered in the register maintained under section 189 of the Companies Act, 2013 and with respect to the same:
  - (a) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that, the terms and conditions of the aforesaid loans granted by the Company are not prejudicial to the interest of the Company.
  - (b) The Schedule of repayment of principal and payment of interest has not been stipulated and hence we are unable to comment as to whether repayments/receipts of the principal amount and interest are regular.
  - (c) The aforesaid loans are repayable on demand, accordingly, provision of Clause 3(iii) (b) and (c) of the Order are not applicable to the Company.
- iv. Based on information and explanations given to us, in respect of loans and investments, the Company has complied with the provisions of Section 185 and 186 of the Companies Act as applicable in respect of loans and investments.
- v. In our opinion, the Company has not accepted any deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 (as amended) and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of Clause 3(v) of the Order are not applicable.
- vi. The Central Government has not specified maintenance of cost records for any of the products or services of the Company under Sub-section (1) of Section 148 of the Act and rules framed there under. Accordingly, the provisions of Clause (vi) of the Order are not applicable.
- vii. (a) The Company is regular in depositing with appropriate authorities, undisputed statutory dues including, Income tax, provident fund, employees state insurance, Goods and Services tax, cess and other statutory dues applicable to it and the extent of the arrears of outstanding dues as on the last day of the financial year concerned were not for a period of more than six months from the date, they became payable.

As informed, the provisions of provident fund, employees state insurance and goods and services tax are currently not applicable to the Company.

- (b) However according to information and explanation given to us, the following dues of Income tax have not been deposited by the Company on account of disputes.

Name of the Statute	Nature of dues	Amount under dispute	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax and Interest	Rs 118530/-	A.Y 2011-12	CIT(Appeals)
Income Tax Act, 1961	Income Tax and Interest	Rs 180990/-	A.Y 2012-13	Appeal filled with CIT(A), Further, the company has proceeded with the Direct Tax Vivad Se Vishwas Scheme, 2020 but the tax amount is payable as on the reporting date.
Income Tax Act, 1961	Income Tax and Interest	Rs 601930/-	A.Y 2014-15	Appeal filled with CIT(A), Further, the company has proceeded with the Direct Tax Vivad Se Vishwas Scheme, 2020 but the tax amount is payable as on the reporting date.

- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order are not applicable to the Company.
- ix. According to the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order are not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. In our opinion, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3 (xii) of the Order are not applicable.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 177 and 188 of the Companies Act, 2013 where applicable. The details of related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standard ("Ind AS").
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of Clause (xiv) of this Order are not applicable to the Company.
- xv. In our opinion, the Company has not entered into any non-cash transactions with the Directors or persons connected with them covered under Section 192 of the Act. Accordingly, the provisions of Clause (xv) of the Order are not applicable to the Company.
- xvi. According to the information and explanations given to us, the Company is a Non deposit taking Systematically not important Non-Banking Financial Company and is duly registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of

**C.K. CHANDAK & CO**  
Chartered Accountants  
Firm Registration Number: 326844E

Place: Kolkata  
Date: 30/06/2021

**CA Chandra Kumar Chandak**  
Proprietor  
Membership Number: 054297  
UDIN: 21054297AAAAFV2843

**Annexure –“B” to the Independent Auditors' Report on the Financial Statements for the year ended 31 March 2021**

[Referred to in Paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Virat Leasing Limited on the financial statements for the year ended 31<sup>st</sup> March, 2021].

**ANNEXURE B****Independent Auditor's Report on the Internal Financial Controls with reference to the Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the “Act”)**

In conjunction with our audit of the financial statements of Virat Leasing Limited ('the Company') as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to the financial statements of the Company as at that date.

**Responsibility of Management and Those Charged with Governance for Internal Financial Controls**

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

**Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements:**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“the ICAI”) and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements, were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effective 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 with reference to financial statements.

**Meaning of Internal Financial Controls with reference to Financial Statements**

A company's internal financial control with reference to financial statement 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 with reference to financial statement includes those policies and procedures that: -

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) 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

- (iii) 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 with Reference to Financial Statements**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial control with reference to financial statements and such controls were operating effectively as at March 31, 2021, based on the internal financial control with reference to the financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India ("the ICAI").

For and on behalf of

**C.K. CHANDAK & CO**

Chartered Accountants

Firm Registration Number: 326844E

**CA Chandra Kumar Chandak**

Proprietor

Membership Number: 054297

UDIN: 21054297AAAAFV2843

Place: Kolkata

Date: 30/06/2021

## BALANCE SHEET as at 31st March, 2021

(Rs in '000)

Particulars	Note No.	As at 31st March 2021		As at 31st March 2020	
<b>I. ASSETS</b>					
<b>(1) Financial Assets</b>					
(a) Cash and cash equivalents	8	543.97		196.45	
(b) Receivables	9				
(i) Trade receivables		1,005.00		1,438.58	
(c) Loans	10	76,050.51		86,265.62	
(d) Investments	11	70,429.60		61,573.74	
(e) Other financial assets	12	4,154.95	152,184.03	3,954.95	153,429.34
<b>(2) Non-Financial Assets</b>					
(a) Current tax assets (net)	13	968.00		547.74	
(b) Deferred tax assets (net)	14	1,044.77		859.70	
(c) Property, plant and equipment	15	1,499.51		1,566.45	
(d) Other non- financial assets	16	1,369.73	4,882.01	1,368.54	4,342.44
<b>Total Assets</b>			<b>157,066.04</b>		<b>157,771.78</b>
<b>II. LIABILITIES AND EQUITY</b>					
<b>Liabilities</b>					
<b>(1) Financial Liabilities</b>					
Payables	17				
(a) Trade payables					
(i) total outstanding dues of micro enterprises and small enterprises		-		-	
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-		-	
(c) Other financial liabilities	18	34.00	34.00	60.00	60.00
<b>(2) Non-Financial Liabilities</b>					
(a) Other non-financial liabilities	19	100.95	100.95	133.15	133.15
<b>Total Liabilities</b>			<b>134.95</b>		<b>193.15</b>
<b>(3) Equity</b>					
(a) Equity share capital	20	129,805.00		129,805.00	
(b) Other equity	21	27,126.09		27,773.63	
<b>Total Equity</b>			156,931.09		157,578.63
<b>Total Liabilities and Equity</b>			<b>157,066.04</b>		<b>157,771.78</b>

The accompanying notes 1 to 35 forms an integral part of the Financial Statements

As per our report of even date attached

For and on behalf of the Board of Directors

For C. K. Chandak & Co.  
Chartered Accountants  
FRN: 326844E

(CA Chandra Kumar Chandak)  
Proprietor  
Membership No. 054297

Place: Kolkata  
Date: 30/06/2021

Brij Mohan Jha  
Company Secretary

Jitendra Kumar Goyal  
Director  
DIN: 00468744

Rajeev Kothari  
Managing Director  
DIN: 00147196



**STATEMENT OF PROFIT AND LOSS for the years ended 31st March 2021**
**(Rs ' In 000)**

Particulars	Note No	Year ended 31st March 2021	Year ended 31st March 2020
<b>Revenue from operations</b>			
i) Interest income	22	6,345.21	7,753.95
ii) Dividend	23	-	17.34
ii) Net gain on fair value change	24		
iv) Other operating income	25	537.64	613.13
<b>I Total Revenue from operations</b>		<b>6,882.84</b>	<b>8,384.41</b>
II Other Income	26	76.00	195.58
<b>III Total Income(I+II)</b>		<b>6,958.84</b>	<b>8,579.99</b>
<b>Expenses:</b>			
i) Finance cost	27	0.43	-
ii) Net loss on fair value change	24	869.77	5,176.52
iii) Impairment of financial instruments	28	543.78	534.54
iii) Employee benefit expense	29		
v) Depreciation, amortisation and impairment	15	66.95	33.47
vi) Other expenses	30	4,299.60	1,210.51
<b>IV Total Expenses</b>		<b>5,780.53</b>	<b>6,955.04</b>
<b>V Profit before exceptional items and tax (III - IV)</b>		<b>1,178.32</b>	<b>1,624.95</b>
VI Exceptional Items	33(1)		(25.03)
<b>VII Profit /(Loss) before tax (V + VI)</b>		<b>1,178.32</b>	<b>1599.93</b>
<b>VIII Tax expense :</b>	31		
(1) Current tax		22.86	255.77
(2) Deferred tax		194.05	159.41
(3) Tax adjustment for earlier years		35.81	-
<b>Total tax expense</b>		<b>252.72</b>	<b>415.18</b>
<b>IX Profit /(Loss) for the period from continuing operations (VII - VIII)</b>			
<b>X Profit /(Loss) for the year</b>		<b>925.59</b>	<b>1,184.74</b>
<b>XI Other Comprehensive Income / (Loss)</b>	32		
(A) (i) Items that will not be reclassified to profit or loss		(1952.25)	1,955.11
(ii) Income tax relating to items that will not be recycled to profit or loss		(379.12)	305.29
(B) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be recycled to profit or loss		-	-
<b>Total other Comprehensive Income / (Loss) (A)+(B)</b>		<b>(1,573.14)</b>	<b>1,649.82</b>
<b>XII Total Comprehensive Income /(Loss) for the year (X + XI)</b>		<b>(647.54)</b>	<b>2,834.56</b>
<i>( Comprising of profit /(loss) and other comprehensive income/(loss) for the year )</i>			
<b>XII Earnings per equity share ( Nominal value per share Rs 10 /-)</b>			
Basic and diluted ( Refer Note no 33 (5) )		<b>0.07</b>	<b>0.09</b>
<b>Number of shares used in computing earnings per share</b>			
Basic and diluted ( Refer Note no 33 (5) )		12,980.50	12,980.50
The accompanying notes 1 to 35 forms an integral part of the Financial Statements			

**As per our report of even date attached**

For C. K. Chandak & Co.  
Chartered Accountants  
FRN: 326844E

(CA Chandra Kumar Chandak)  
Proprietor  
Membership No. 054297

Place: Kolkata  
Date: 30/06/2021

**Brij Mohan Jha**  
Company Secretary

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

**Jitendra Kumar Goyal**  
Director  
DIN: 00468744

**Rajeev Kothari**  
Managing Director  
DIN: 00147196

## Statement of changes in Equity for the year ended 31st March 2021

## (a). Equity Share capital:

For the year ended 31st March, 2021			For the year ended 31st March, 2020		
Balance as at 1st April, 2020	Changes in equity share capital during the year	Balance as at 31st March, 2021	Balance as at 1st April, 2019	Changes in equity share capital during the year	Balance as at 31st March, 2020
129,805.00	-	129,805.00	129,805.00	-	129,805.00

## (b). Other equity :

	Reserves and Surplus			Other Comprehensive Income	Total other equity
	General reserve	Retained Earnings	Statutory reserve		
Balance as at 1st April, 2020	25,956.07	788.46	773.91	255.19	27,773.63
Changes in equity during the year ended 31st March, 2021					
Profit for the year		925.59			925.59
Transfer to statutory reserve		(185.12)	185.12		-
Transfer to /from General reserve					
Other Comprehensive income/loss for the year				(1573.14)	(1573.14)
Transfer from/to other Comprehensive income/retained earnings		-		-	-
Balance as at 31st March, 2021	25,956.07	1,528.94	959.03	(1,317.95)	27,126.09

## (b).Other equity : ( Cont)

	Reserves and Surplus			Other Comprehensive Income	Total other equity
	General Reserve	Retained Earnings	Statutory reserve		
Balance as at 1st April, 2019	25,956.07	(159.33)	536.97	(1,394.63)	24,939.07
Changes in equity during the year ended 31st March, 2020					
Profit for the year		1,184.74			1,184.74
Transfer to statutory reserve		(236.95)	236.95		-
Transfer to/from General reserve					
Other Comprehensive income/loss for the year				1,649.82	1,649.82
Transfer from/to other Comprehensive income/retained earnings		-		-	-
Balance as at 31st March, 2020	25,956.07	788.46	773.91	255.19	27,773.63

The accompanying notes 1 to 35 are an integral part of the financial statements

As per our report of even date attached

For and on behalf of the Board of Directors

For C. K. Chandak & Co.  
Chartered Accountants  
FRN: 326844E

(CA Chandra Kumar Chandak)  
Proprietor  
Membership No. 054297

Place: Kolkata  
Date: 30/06/2021

Brij Mohan Jha  
Company Secretary

Jitendra Kumar Goyal  
Director  
DIN: 00468744

Rajeev Kothari  
Managing Director  
DIN: 00147196

**CASH FLOW STATEMENT for the year ended 31st March 2021**
**(Rs 'In 000)**

Particulars	Year ended 31st March		Year ended 31st March	
	2021		2020	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Profit before exceptional items and tax		<b>1,178.32</b>		<b>1,624.95</b>
<i>Adjustments to reconcile profit before exceptional items and tax to net cash flow provided by operating activities</i>				
Finance costs	0.43		-	
Depreciation	66.95		33.47	
Interest on TDS/IT refund	-		(69.58)	
(Profit)/Loss from share in investments in LLP	-		114.76	
Rental Income	(70.00)		(126.00)	
Sundry balances written back	(6.00)		-	
		(8.62)		(47.35)
<b>Operating profit/loss before working capital changes</b>		<b>1,169.69</b>		<b>1,577.61</b>
<i>Adjustments to reconcile operating profit to cash flow provided by changes in working capital</i>				
Decrease/ (Increase) in loans	10,215.12		11,649.38	
Decrease/ (Increase) in investments	(10,808.11)		(7668.07)	
Decrease/(increase) in trade and other receivables	433.58		(1349.92)	
(Increase) /Decrease in other financial Assets	(200.00)		(3948.21)	
Decrease / (Increase) in other non-financial assets	(421.45)		137.31	
(Decrease)/ Increase in other financial liabilities	(26.00)		60.00	
(Decrease)/ Increase in other non-financial liabilities	(32.20)		(17.50)	
		(839.07)		(1,137.01)
<b>Cash generated from operations</b>		<b>330.62</b>		<b>440.60</b>
Tax Expense		58.67		255.77
Exceptional items		-		(25.03)
<b>Net cash generated from operating activities</b>	<b>A</b>	<b>271.95</b>		<b>159.80</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Investments in Property, plant and equipment	-		(145.50)	
(Profit)/Loss from share in investments in LLP	-		(114.76)	
Sundry balances written back	6.00		-	
Rental Income	70.00		126.00	
Interest on TDS/IT refund	-		69.58	
<b>Net cash used in investing activities</b>	<b>B</b>	<b>76.00</b>		<b>(64.68)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Borrowings (other than debt instruments)	-			
Interest Expense	(0.43)			
<b>Net cash (used in) financing activities</b>	<b>C</b>	<b>(0.43)</b>		<b>-</b>
<b>Net decrease/ Increase in cash and cash equivalents</b>	<b>A+B+C</b>	<b>347.52</b>		<b>95.12</b>
<b>Opening cash and cash equivalents</b>		<b>196.45</b>		<b>101.33</b>
<b>Closing cash and cash equivalents for the purpose of Cash Flow Statement</b>		<b>543.97</b>		<b>196.45</b>

1) The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in the Indian Accounting Standard (Ind AS)-7 on Statement of Cash Flows

2) Cash and cash equivalents do not include any amount which is not available to the Company for its use

3) Cash and cash equivalents as at the Balance Sheet date consists of:

**(Rs in '000)**

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Balances with banks</b>		
On current accounts	461.54	66.56
Cash on hand	82.44	129.89
Closing cash and cash equivalents (Refer Note 8)	543.97	196.45
<b>Add : Deposits with banks ( with more than 12 months maturity) and interest accrued there upon.</b>	-	-
<b>Closing cash and cash equivalents for the purpose of cash flow statement</b>	<b>543.97</b>	<b>196.45</b>

As per our report of even date attached

For C. K. Chandak & Co.  
Chartered Accountants  
FRN: 326844E

For and on behalf of the Board of Directors

(CA Chandra Kumar Chandak)  
Proprietor  
Membership No. 054297

Place: Kolkata  
Date: 30/06/2021

**Brij Mohan Jha**  
Company Secretary

**Rajeev Kothari**  
Managing Director  
DIN: 00147196

**Jitendra Kumar Goyal**  
Director  
DIN: 00468744

**Notes forming part of the Financial Statements****Note No : 1 Corporate Informations**

**VIRAT LEASING LIMITED ( "the Company")** is a public limited company incorporated and domiciled in India. The registered office of the Company is situated at 1, Crooked Lane, 3rd Floor Room No-324, Kolkata-700 069, West Bengal, India, and its corporate office situated "Jajodia Tower", 3, Bentinck Street, 4th Floor, Room No. D-8, Kolkata- 700001, West Bengal, India. .The Company's shares are listed on the BSE Ltd (The Bombay Stock Exchange). The Company is a Non-Deposit taking Systematically not important Non-Banking Financial Company and is Registered under Section 45-IA of the Reserve Bank of India Act, 1934. The Company is engaged in the business of making investments in shares and Securities, extending loans and advances and other financial services activities, except insurance and pension, funding activities, n.e.cThe financial statements for the year ended 31st March, 2021 were approved for issue by the Board of Directors of the Company in their meeting held on June 30, 2021 and is subject to the adoption by the shareholders in the ensuing 37th Annual General Meeting to be held on 29th September, 2021.

**Note No. : 2 Basis of preparation**

The accompanying financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

**Historical cost convention**

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value.

**Use of Estimates and Judgements**

The preparation of financial statements requires the management to make judgements, accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Company are discussed in **Note 7 - Significant accounting judgements, estimates and assumptions**. The financial statements are presented in Indian Rupees (INR) and in thousands (except when otherwise indicated), which is also the Company's functional currency.

**Note No. : 3 Presentation of Financial Statement**

These financial statements have been prepared in all material aspects in accordance with the Indian Accounting Standards (Ind AS) Statements as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act. The financial statements of the Company are presented in order of liquidity and in accordance with Schedule III(Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs(MCA). An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in **Note 35(1)**.

Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis in the following circumstances:

- i) The normal course of business
- ii) The event of default
- iii) The event of insolvency or bankruptcy of the company and/or its counterparties

**Note No. : 4 Statement of Compliance**

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards ['Ind AS'] as prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act to the extent applicable and applicable guidelines issued by the Securities and Exchange Board of India ('SEBI').

**Note No. : 5 Significant Accounting Policies****5.1 Revenue recognition**

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. The Company recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

**Step 1: Identify contract(s) with a customer:**

A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

**Step 2: Identify performance obligations in the contract:**

A performance obligation is a promise in a contract with a customer to transfer a good or a service to the customer.

**Step 3: Determine the transaction price:**

The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

**Step 4:** Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

**Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.**

Revenue includes the following:

**1) Interest Income**

Under Ind AS 109 interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at FVTPL. The EIR in case of a financial asset is computed.

- a. As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b. By considering all the contractual terms of the financial instrument in estimating the cash flows
- c. Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows is recognised in the statement of profit and loss with the corresponding adjustment to the carrying amount of the assets.

Interest income on credit impaired assets is recognised by applying the effective interest rate to the net amortized cost (net of provision) of the financial asset.

## II) Dividend Income

Dividend income is recognised on the date when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be reliably measured. In case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

## III) Net Gain/(Loss) on Fair Value Changes

Any differences between the fair values of financial assets (including investments, derivatives and stock in trade) classified as fair value through the profit or loss ("FVTPL") held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases where there is a net gain in the aggregate, the same is recognised in "Net gains on fair value changes" under Revenue from operations and if there is a net loss the same is disclosed under "Expenses" in the statement of profit and loss. Similarly, any realised gain or loss on sale of financial instruments measured at FVTPL is recognised in net gain / loss on fair value changes. However, net gain / loss on derecognition of financial instruments classified as amortized cost is presented separately under the respective head in the statement of profit and loss. Income from investments in Equity / Preference which are included within FVTOCI Category (Fair value through Other Comprehensive income) are recognised in OCI (Other comprehensive income) except the dividend on such investments which are recognised in Statement of Profit and Loss.

## IV) Other Income

In respect of other heads of income it is accounted to the extent it is probable that the economic benefits will flow and the revenue can be reliably measured, regardless of when the payment is made.

## 5.2 Property plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of PPE, and also costs incurred subsequently to add to, replace part of, or service it and subsequently carried at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an asset includes the purchase cost of materials, including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision is met.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. During the year, in terms of Ind AS 36 Impairment of Assets, the company is not required to determine impairment loss the impairment loss in respect of its assets.

### Depreciation methods, estimated useful lives and residual value

Freehold land is not depreciated (Company does not own freehold land at the reporting date)

Lease-hold land are amortised over the lease term (Company does not hold lease-hold land at the reporting date) Depreciation on other items of PPE is provided on a straight-line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset as specified in Schedule II to the Companies Act, 2013. The estimated useful lives are determined based on assessment, in order to reflect the actual usage of the assets. The management believes that these estimated useful lives are realistic and

reflect fair approximation of the period over which the assets are likely to be used.

**The estimated useful lives considered are as follows:**

<b>Category</b>	<b>Useful life</b>
Office Building	30 years
Furniture & Fixtures	10 years
Office Equipments including Air Conditioners	5 years

There exists no restrictions or any encumbrances on title by way of any security/ pledge of any property or plant & Equipment against any liability of the company. The estimated useful lives, residual values and depreciation method are reviewed at-least at the end of each financial year and are adjusted, wherever appropriate and required.

**Capital work in progress ('CWIP')**

Projects under commissioning and other CWIP are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost, if any. Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefit associated with these will flow to the company and the cost of the item can be measured reliably. Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to Capital work in progress on acquisition of related assets. Further, when work on capital work in progress is completed and it meets the criteria of the asset, then it is transferred to Property plant and equipment.

**5.3 Impairment of non-financial assets**

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.

**5.4 Financial Instruments**

**(i) Initial measurement of financial instruments**

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as described in subsequent notes. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the company accounts for the Day 1 profit or loss, as described below. When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the company recognizes the difference between the transaction price and fair value in net gain/(loss) on fair value changes.

**(ii) Classification of financial instruments**

The Company classifies its financial assets into the following measurement categories:

1. Financial assets to be measured at amortised cost

2. Financial assets to be measured at fair value through other comprehensive income (FVTOCI)
3. Financial assets to be measured at fair value through profit or loss account (FVTPL)

The classification depends on the contractual terms of the financial assets, cash flows and the Company's business model for managing financial assets. The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The business model is assessed on the basis of aggregated portfolios based on observable factors.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stresscase' scenarios into account. The Company also assesses the contractual terms of financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding. 'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount). In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

### iii) Financial Assets and Liabilities

#### (a) Financial assets measured at amortized cost:

These financial assets comprise bank balances, loans, trade receivables and other financial assets. Financial Assets with contractual terms that give rise to cash flows on specified dates and represent solely payments of principal and interest (SPPI) on the principal amount outstanding and are held within a business model whose objective is achieved by holding to collect contractual cash flows are measured at amortized cost.

These financial assets are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortized cost. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or a financial liability.

(b) Financial assets measured at fair value through other comprehensive income.

#### Debt instruments

Investments in debt instruments are measured at fair value through other comprehensive income where they have:

a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding; and

b) are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income (a separate component of equity). Impairment losses or reversals, interest revenue are recognised in statement of profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss. As at the reporting date the Company does not have any financial instruments measured at fair value through other comprehensive income.



### Equity instruments

Investment in equity instruments are generally accounted for as at fair value through the statement of profit and loss account unless an irrevocable election has been made by management to account for at fair value through other comprehensive income such classification is determined on an instrument-by-instrument basis. Amounts presented in other comprehensive income for equity instruments are not subsequently transferred to statement of profit and loss. Dividends on such investments are recognised in statement of profit and loss.

#### c) Items at fair value through profit or loss

The financial assets are classified as FVTPL if these do not meet the criteria for classifying at amortized cost or FVOCI. Items at fair value through profit or loss comprise: **Investments (including equity shares) and stock in trade held for trading; Items specifically designated as fair value through profit or loss on initial recognition; and Debt instruments with contractual terms that do not represent solely payments of principal and interest. Derivative transactions Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.**

#### Financial instruments held for trading

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship. Trading derivatives and trading securities are classified as held for trading and recognised at fair value.

d) The Company classifies its financial liabilities at amortized costs unless it has designated liabilities at fair value through the statement of profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

#### (e) Derivatives

The Company enters into derivative transactions being equity derivative transactions in the nature of Futures and Options in Equity Stock/ Index for trading purposes. Derivatives are recorded at fair value and carried as assets when their fair value is positive and as liabilities when their fair value is negative. The notional amount and fair value of such derivatives are disclosed separately. Changes in the fair value of derivatives are included in net gain on fair value changes.

#### (f) Impairment of financial assets

Overview of the ECL principles

The Company recognises loss allowances (provisions) for expected credit losses on its financial assets that are measured at amortised costs or at transaction cost which may approximates fair value However at the reporting date, the company does not have any exposure to non-fund exposures The Company applies a three-stage approach to measuring expected credit losses (ECLs) for the following categories of financial assets that are not measured at fair value through profit or loss: **debt instruments measured at amortised cost loan commitments; and financial guarantee contracts.**

**However at the reporting date, the company does not have any loan commitments and financial guarantee contracts.**

Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss. Lifetime ECL are the expected credit

losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is the portion of Lifetime ECL that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. Both Lifetime ECLs and 12-month ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments. The Company's loan portfolio comprises of only class, i.e Unsecured loans repayable on demand both to corporates and Individuals.

### Stage 1

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. The Company classifies all standard advances and advances upto 30 days default from the date of demand of loan under this category. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2. The company has only one class of loan portfolio i.e. unsecured loans repayable on demand.

### Stage 2

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. 31 days to 90 days past due from the date of demand is considered as significant increase in credit risk.

### Stage 3

All exposures assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. 90 days past due from the date of demand is considered as default for classifying a financial instrument as credit impaired. Since the company has only one class of loan i.e unsecured loans repayable on demand, 12 month expected credit loss will be just the same as lifetime expected credit loss, because the loan is repayable on demand which is shorter than 12 months as a result lifetime of a loan is that short period required to transfer cash when demanded by the company.

### Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt financial assets carried at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

### The mechanics of ECL

Ind AS requires the company to calculate ECL based on probability-weighted scenarios to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to the Company in accordance with the contract and the cash flows that the company expects to receive. The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

**Probability of default (PD)** - The probability of default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio.

**Exposure at default (EAD)** - The exposure at default is an estimate of the exposure at a future default date.

**Loss given default (LGD)** - The loss given default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that

the Company would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD. Since all the loans given by the company are repayable on demand, in this specific of on-demand repayable loan there are two options.

- 1) The borrower is able to pay immediately (if demanded) or
- 2) The borrower is not able to pay immediately

Hence the company examines whether the borrower has sufficient liquid assets to repay the loan immediately. If the borrower has sufficient liquid assets (cash and cash equivalents) to repay the outstanding loan including interest accrued therein, then ECL is close to zero, because probability of default is zero. However, the probability of loss (PD) is not zero, if the company assesses that the borrower has no sufficient liquid assets to repay the loan when demanded and accordingly the Company estimates the PD based on historical observed default rates adjusted for forward looking estimates, based upon macro-economic developments occurring in the economy and market it operates in and the relationship between key economic trends like GDP, benchmark rates set by the Reserve Bank of India, inflation and most importantly the competitive advantage and disadvantage the company has in comparison to its peer group(s).

Since the company's loan portfolio mainly comprises of unsecured loans (repayable on demand), Loss given default (LGD) is always close to 100%. While the internal estimates of PD, LGD rates by the Company may not be always reflective of such relationships as temporary overlays (as mentioned in above para(s)), if any, are embedded in the methodology to reflect such macroeconomic trends reasonably.

#### **Trade Receivables:**

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Based on Company's past history and the model under which it works, where it obtains most of the revenues on cut off dates or on settlement date, the Company does not provide for loss allowances during the reporting period.

**(i) Write-offs** - The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the client or borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the statement of profit and loss. However the Company continues to monitor such bad loans and takes every possible effort towards its recovery.

**(ii) Fair value measurements** - Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement." For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability). Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS. Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the company being evaluated, the nature of industry in which it

operates, the company's intrinsic strengths and the purpose for which the valuation is made. In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

**The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:**

**Level 1 financial instruments** - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balancesheet date.

**Level 2 financial instruments** - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Company will classify the instruments as Level 3.

**Level 3 financial instruments** - Those that include one or more unobservable input that is significant to the measurement as whole. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. No such instances of transfers between levels of the fair value hierarchy were recorded during the reported period. Further In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in statement of profit and loss when the inputs become observable, or when the instrument is derecognised.

## 5.5 Expenses

### (I) Finance costs

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the grosscarrying amount of financial liabilities other than financial liabilities classified as FVTPL. However interest on bank overdrafts and on short term borrowings, contracted interest rate is applied and charged to the statement of profit and loss as they constitute borrowings of less than 12 months All other expenses are recognised as incurred.

### (ii) Employee Benefits

**a) Short-term employee benefits**- Short-term employee benefits in respect of salaries and wages, including non-monetary benefits if any are recognised as expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

**b) Defined contribution plans** - The Company does not have any obligation towards defined contribution plans

**c) Defined benefit plans** - The Company does not have any obligation towards defined benefit plans

### (iii) Income Tax

#### a) Current tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the reporting date and applicable for the period. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect

to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

#### **b) Deferred tax**

Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and Laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss. Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

#### **Minimum Alternate Tax (MAT)**

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward.

#### **Goods and services tax / value added taxes paid on incurring expenses**

Since the Company is not required to get registered under Goods and Services Tax Act, (GST ACT), GST paid on expenses incurred are charged to statement of profit and loss.

#### **5.6 Cash and Cash Equivalents**

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments (if any) with an original maturity of three months or less and which carry insignificant risk of changes in value. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes) For the purpose of the statement of cash flows, cash and cash equivalents are as defined above.

#### **5.7 Leases**

At the inception of the contract, the Company assesses whether a contract is, or contain, a lease. 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. The Company assesses whether:

**A)** The contract involves the use of an identified asset, this may be specified explicitly or implicitly.

**B)** The Company has the right to obtain substantially all of the economic benefits from use of the asset through out the period of use, and

c) The Company has right to direct the use of the asset.

With effect from April 1, 2019, new Ind AS 116 -Leases has come into effect replacing Ind AS 17 Ind AS 116 - Leases introduces a single, on- balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Lessor accounting remains similar to the current standard - i.e. lessors continue to classify leases as finance or operating leases However the company does not have any lease contracts as a lessee, hence there is no impact in the financial statements of the Company.

### 5.8 Provisions, contingent liabilities and contingent assets

a) A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses. If the effect of the time value of money is material, provisions are determined by discounting the expected future cashflows at current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the passage of time is recognized as finance costs. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation as at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to provision is presented in the Statement of Profit and Loss net of any reimbursement.

b) A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognized in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

c) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

### 5.9 Earnings per Share

a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.

b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

### 5.10 Exceptional Items

The term exceptional items is neither defined in Ind AS nor in Schedule III. However, Ind AS 1 has reference to such items in paras 85,86,97 & 98. Accordingly when the items of income or expenses are material, the Company discloses its nature and amount separately. Following circumstances (as per para 98) gives circumstances that would give rise to the separate disclosure of items of income and expenses and includes:

1) Written down of inventories to net reliable value or of PPE to recoverable amount, as well as reversals of such write-downs

- 2) restructuring of the activities of an entity and reversals of any provisions for the costs of restructuring;
- 3) disposals of items of PPE
- 4) disposals of investments
- 5) discontinued operations
- 6) litigations settlements; and
- 7) other reversals of provisions

In case the company has more than one such item of income/expense of the above nature which is exceptional, then such items are disclosed on the face of the Statement of Profit and Loss. Details of the all individual items are disclosed in the notes.

#### **5.11 Contingencies and events occurring after the Balance Sheet date**

Events occurring after the date of the Balance Sheet, which provide further evidence of conditions that existed at the Balance Sheet date or that arose subsequently, are considered upto the date of approval of accounts by the Board of Directors, where material.

#### **5.12 Dividends on Ordinary Shares**

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

#### **5.13 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2021.

#### **5.14 Impact of Covid-19**

Covid-19 pandemic has rapidly spread throughout the world, including India. Governments in India and across the world have taken significant measures to curb the spread of the virus including imposing mandatory lockdowns and restrictions in activities. Consequently, Company's offices had to be closed down/operate under restrictions for a considerable period of time during the year and thus impacted the Company's operation, but the Company faced no significant disruption on account of lockdown/restrictions. In case there is a disruption in the functioning of the capital markets, the business of the Company may be affected. There has been no material change in the controls or processes followed in the closing of the financial statements of the Company. Management believes that it has taken into account all the possible impacts of known events arising from Covid-19 pandemic in the preparation of the financial results including but not limited to its assessment of Company's liquidity and going concern, and carrying values of other assets and liabilities and management is of the view that the impact of Covid-19 on the operations of the Company and the carrying value of assets and liabilities is minimal. However, given the effect of these lockdowns and restrictions on the overall economic activity and in particular the NBFC Sectors, the impact assessment of Covid-19 on the abovementioned financial statement captions is subject to significant estimation uncertainties due to its nature and duration, accordingly, the actual impacts in future may be different from those estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions and consequential impact on its financial results.

#### **5.15 The Code on Social Security, 2020 ('Code')**

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholder's suggestions. However the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and record any related impact in the period the Code becomes effective.

## 6. Segement Information

### Primary Segment

The Company's primary business segments are reflected based on the principal business carried out i.e. Investments & Financing. All other activities of the Company revolve around the main business. The risk and returns of the business of the Company is not associated with geographical segmentation, hence there is no secondary segment reporting based on geographical segment. As such, there are no separate reportable segments as per the Indian Accounting Standard 108.

## 7. Significant Accounting Judgements, Estimates and Assumptions

The preparation of the Company's financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

### 7.1 Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance is measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

### 7.2 Fair Value Measurement

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using different valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### 7.3 Impairment of financial asset

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note 5.2 (iii)(f) Overview of ECL principles.

### 7.4 Contingent liabilities and Provisions other than Impairment on Loan Portfolio

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in



relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

**7.5 Effective Interest Rate (EIR)** - The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges). This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

**Note No. : 8 Cash and cash equivalents**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Balances with bank (current account)	461.54	66.56
Cash on hand	82.44	129.89
	<b>543.97</b>	<b>196.45</b>

**Note No. : 9 Receivables**

**(I) Trade receivables**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Trade receivables considered good-secured	-	-
Trade receivables considered good-unsecured	1,005.00	1,438.58
Trade receivables which have significant increase in credit risk	-	-
Trade receivables credit-impaired	-	-
<b>Total</b>	<b>1,005.00</b>	<b>1,438.58</b>
Allowances for impairment loss	-	-
<b>Total</b>	<b>1,005.00</b>	<b>1,438.58</b>

Particulars	As at 31st March 2021	As at 31st March 2020
Out of the above Trade receivables		
<b>Trade receivables from Related parties</b>	<b>-</b>	<b>-</b>

No trade or other receivable are due by directors or other officers of the NBFC or any of them either severally or jointly with any person, or debts due by firms including LLP, private companies respectively in which any director is a partner, or a director or a member. Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days. The Company does not felt necessary to provide for Expected credit loss on trade receivables, as historic credit loss over the preceding three to five years on the total balance of non-credit impaired trade receivables is close to Nil.

## Reconciliation of impairment allowance on trade receivables

Particulars	Amount
Impairment allowance measured as per simplified approach	
<b>Impairment allowance as on April 01, 2019</b>	
Add: Addition during the year	Nil
Less: Reduction during the year	Nil
<b>Impairment allowance as on April 01, 2020</b>	Nil
Add: Addition during the year	Nil
Less: Reduction during the year	Nil
<b>Impairment allowance as on March 31, 2021</b>	Nil

The Management expects no default in receipt of trade receivables, also there is no history of default observed by the management. Hence, no ECL, has been recognised on trade receivables.

## Note No. : 10 Loans

(Rs in '000)

Particulars	As at March, 2021	As at March, 2020
	At amortised cost	At amortised cost
<b>(A)</b>		
i) Bills purchased and bills discounted	-	-
ii) Loans repayable on demand	80,053.17	90,805.92
iii) Term loans	-	-
iv) Leasing	-	-
v) Factoring	-	-
v) Others	-	-
<b>Total (A) Gross</b>	<b>80,053.17</b>	<b>90,805.92</b>
Less: Impairment loss allowance	4,002.66	4,540.30
<b>Total (A) Net</b>	<b>76,050.51</b>	<b>86,265.62</b>
<b>(B)</b>		
i) Secured by tangible assets	-	-
ii) Unsecured	80,053.17	90,805.92
<b>Total (B) Gross</b>	<b>80,053.17</b>	<b>90,805.92</b>
Less: Impairment loss allowance	4,002.66	4,540.30
<b>Total (B) Net</b>	<b>76,050.51</b>	<b>86,265.62</b>
<b>(C)</b>		
i) Public sector	-	-
ii) Others	-	-
Retail	72,132.81	80,787.71
Corporates	7,920.36	10,018.21
<b>Total (C) Gross</b>	<b>80,053.17</b>	<b>90,805.92</b>
Less: Impairment loss allowance	4,002.66	4,540.30
<b>Total (C) Net</b>	<b>76,050.51</b>	<b>86,265.62</b>

(Rs in '000)

Particulars	As at March, 2021	As at March, 2020
	At amortised cost	At amortised cost
Out of the above loans Loans to related parties	2,0362.07	1,171.15

**Credit quality of assets**

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal policy and year end stage classification. The amount presented are gross of impairment allowances. Company's internal guidelines on ECL allowances are set out in Note no 5.4 (f) and Note no. 34(1).

(Rs in '000)

Particulars	As at March, 2021	As at March, 2020
<b>Stage wise break up of loans</b>		
Low credit risk (Stage 1)	80,053.17	90,805.92
Significant increase in credit risk (stage 2)	-	-
Credit impaired (Stage 3)	-	-
<b>Total</b>	<b>80,053.17</b>	<b>90,805.92</b>

**An analysis of changes in the gross carrying amount as follows**

(Rs in '000)

Particulars	As at March, 2021			
	Stage 1 collective	Stage 2 collective	Stage 3 collective	Total
<b>Gross carrying amount opening balance</b>	90,805.92	-	-	90,805.92
New assets originated or purchased	34,711.56	-	-	34,711.56
Assets derecognised or repaid (excluding write offs)	(42,186.72)	-	-	(42,186.72)
Transfers to stage 1	-	-	-	-
Transfers to stage 2	-	-	-	-
Transfers to stage 3	-	-	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	(3,277.60)	(3,277.60)
<b>Gross carrying amount closing balance</b>	<b>83,330.77</b>	-	(3,277.60)	<b>80,053.17</b>

(Rs in '000)

Particulars	As at March, 2020			
	Stage 1 collective	Stage 2 collective	Stage 3 collective	Total
<b>Gross carrying amount opening balance</b>	103,068.43	-	-	103,068.43
New assets originated or purchased	45,149.43	-	-	45,149.43
Assets derecognised or repaid (excluding write offs)	(57351.94)	-	-	(57351.94)
Transfers to stage 1	-	-	-	-
Transfers to stage 2	-	-	-	-
Transfers to stage 3	-	-	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	(60.00)	(60.00)
<b>Gross carrying amount closing balance</b>	<b>90,865.92</b>	-	(60.00)	<b>90,805.92</b>

## Reconciliation of ECL Balance

Particulars	As at March, 2021			
	General approach			
	Stage 1 collective	Stage 2 collective	Stage 3 collective	Total
<b>ECL allowance - opening balance</b>	4,540.30	-	-	4,540.30
New assets originated or purchased	1,735.58	-	-	1,735.58
Assets derecognised or repaid (excluding write offs)	(2,109.34)	-	-	(2,109.34)
Transfers to stage 1	-	-	-	-
Transfers to stage 2	-	-	-	-
Transfers to stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year and reversal of ECL on account of recovery	-	-	-	-
Unwinding of discount	-	-	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Amounts written off	-	-	(163.88)	(163.88)
<b>ECL allowance - closing balance</b>	<b>4,166.54</b>	-	<b>(163.88)</b>	<b>4,002.66</b>

(Rs in '000)

Particulars	As at March, 2020			
	General approach			
	Stage 1 collective	Stage 2 collective	Stage 3 collective	Total
<b>ECL allowance - opening balance</b>	5,153.42	-	-	5,153.42
New assets originated or purchased	2,257.47	-	-	2,257.47
Assets derecognised or repaid (excluding write offs)	(2,867.60)	-	-	(2,867.60)
Transfers to stage 1	-	-	-	-
Transfers to stage 2	-	-	-	-
Transfers to stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year and reversal of ECL on account of recovery	-	-	-	-
Unwinding of discount	-	-	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Amounts written off	-	-	(3.00)	(3.00)
<b>ECL allowance - closing balance</b>	<b>4,543.30</b>	-	<b>(3.00)</b>	<b>4,540.30</b>

(Rs in '000)

Particulars	Amount In Rs	
	As at March, 2021	As at March, 2020
Standard Asset	200.13	227.01
Sub-Standard Asset	-	-
Doubtful Asset	-	-
Loss Asset	-	-
<b>Total</b>	<b>200.13</b>	<b>227.01</b>

**Notes**

a) Asset classification is as per Reserve Bank of India guidelines and provisions is as per Expected Credit Loss methodology as per Ind AS which is higher than minimum required as per prudential norms.

b) As the ECL provisions is higher than provision required under IRACP (Income Recognition, Assets classification & provisioning, there is no requirement to create Impairment allowance reserve.

**Note No. : 11 Investments**

(Rs in '000)

Particulars	As at March, 2021					
	Amortised cost	At fair value		Sub-Total	Others	Total
		Through Other Comprehensive Income	Designated at Fair Value through Profit or Loss			
	1	2	3	4 = 2 + 3	5	6 = 1 + 5
i) Mutual funds	-	-	-	-	-	-
ii) Government securities	-	-	-	-	-	-
iii) Debt securities (Quoted)	-	-	-	-	-	-
iii) Equity instruments (quoted)	-	4,399.60	-	4,399.60	-	4,399.60
iv) Equity instruments (unquoted)	-	13,950.00	52,080.00	66,030.00	-	66,030.00
v) Subsidiaries (at cost)	-	-	-	-	-	-
vi) Associates (at cost)	-	-	-	-	-	-
vii) Others	-	-	-	-	-	-
<b>Total (A) Gross</b>	<b>-</b>	<b>18,349.60</b>	<b>52,080.00</b>	<b>70,429.60</b>	<b>-</b>	<b>70,429.60</b>
i) Investments outside India	-	-	-	-	-	-
ii) Investments in India	-	18,349.60	52,080.00	70,429.60	-	70,429.60
<b>Total (B) Gross</b>	<b>-</b>	<b>18,349.60</b>	<b>52,080.00</b>	<b>70,429.60</b>	<b>-</b>	<b>70,429.60</b>
Less: Allowance for impairment loss (C)	-	-	-	-	-	-
<b>Total - Net (D)= (A)-(C)</b>	<b>-</b>	<b>18,349.60</b>	<b>52,080.00</b>	<b>70,429.60</b>	<b>-</b>	<b>70,429.60</b>

## Note No. : 11 Investments

(Rs in '000)

Particulars	As at March, 2020						
	Amortised cost	At fair value			Sub-Total	Others	Total
		Through Other Comprehensive Income	Designated at Fair Value through Profit or Loss				
		1	2	3			
i) Mutual funds	-	-	-	-	-	-	
ii) Government securities	-	-	-	-	-	-	
iii) Debt securities (Quoted)	-	-	-	-	-	-	
iii) Equity instruments (quoted)	-	1,233.74	-	1,233.74	-	1,233.74	
iv) Equity instruments (unquoted)	-	9,800.00	50,540.00	60,340.00	-	60,340.00	
v) Subsidiaries (at cost)	-	-	-	-	-	-	
vi) Associates (at cost)	-	-	-	-	-	-	
vii) Others	-	-	-	-	-	-	
<b>Total (A) Gross</b>	-	11,033.74	50,540.00	61,573.74	-	61,573.74	
i) Investments outside India	-	-	-	-	-	-	
ii) Investments in India	-	11,033.74	50,540.00	61,573.74	-	61,573.74	
<b>Total (B) Gross</b>	-	11,033.74	50,540.00	61,573.74	-	61,573.74	
Less: Allowance for impairment loss (C)	-	-	-	-	-	-	
<b>Total - Net (D)= (A)-(C)</b>	-	11,033.74	50,540.00	61,573.74	-	61,573.74	

As per Ind As 109, equity instruments measured at other than at cost and debt instruments measured at fair value through profit or loss do not require a separate evaluation of impairment amount. Hence, in such cases, the disclosure pertaining to impairment shall not be applicable.

## Investments at FVTOCI (Non-trade)

(Rs in '000)

Particulars	Face Value	Quantity	As at 31st March 2021	Quantity	As at 31st March 2020
<b>Equity (Quoted)</b>					
Gail India Limited. (Bonus Shares)	10	-	-	2,000	470.44
Hindustan National Glass & Industries Ltd	10	136,000	4,399.60	-	-
Biocon Limited	5	-	-	2,000	763.30
<b>Total</b>			<b>4,399.60</b>		<b>1,233.74</b>
Aggregate Market value of Quoted shares			4,399.60		1,233.74

(Rs in '000)

Equity (Unquoted) at FVTOCI (Non-trade)	Face Value	Quantity	As at 31st March 2021	Quantity	As at 31st March 2020
ABM Finlease Pvt. Ltd. (Including bonus shares nos 47250)	10	89,500	4,150.00	51,000	300.00
Shreyans Stockinvest Pvt.Ltd.(bonus share)	10	17,870	-	17,870	-
Excel Indra Build Pvt. Ltd.	10	10,000	8,000.00	10,000	8,000.00
<b>Total</b>			<b>12,150.00</b>		<b>8,300.00</b>
<b>Aggregate Break-up value of Unquoted shares</b>			<b>7,090.59</b>		<b>5,980.86</b>

Further refer note no 5.4 (iii) for the basis of classification, measurement and recognition of FVTOCI investments

(Rs in '000)

Particulars	Face Value	Quantity	As at 31st March 2021	Quantity	As at 31st March 2020
<b>Other Equity instruments (Pref shares) (Unquoted) (Non-trade) at FVTOCI</b>					
Fast Flow Commedeal Ltd.	100	15,000	1,500.00	15,000	1,500.00
Daffodil Dealtrade Private Ltd.	10	1,500	300.00		
<b>Total</b>			<b>1,800.00</b>		<b>1,500.00</b>

Trade investments held as stock in trade and measured at FVTPL (Fair value through profit & loss)

Trade investments at FVTPL (Stock-in-trade) Unquoted

(Rs in '000)

Particulars	Face Value	Quantity	As at 31st March 2021	Quantity	As at 31st March 2020
<b>Equity Unquoted</b>					
Mayborn Investment Pvt Ltd.	10	3,000	300.00	3,000	300.00
Vinsa Electricals Pvt. Ltd.	10	43,300	43,300.00	43,300	43,300.00
Shreyans Stockinvest Pvt.Ltd.	10	4,600	5,040.00	2,800	3,500.00
ABM Finlease Pvt.Ltd.	10	36,125	3,440.00	36,125	3,440.00
<b>Total</b>			<b>52,080.00</b>		<b>50,540.00</b>

Aggregate Break-up value of Unquoted shares

Further refer note no 5.4 (iii) for the basis of classification, measurement and recognition of of FVTPL investments

**Note No. : 12 Other financial assets**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Balance receivable from LLP**	3,948.21	3,948.21
Security deposit (CESC & BSNL)*	206.74	6.74
	<b>4,154.95</b>	<b>3,954.95</b>

(a)\* Security deposit is payable on demand, hence fair value approximates transaction value

(b)\*\* Balance receivable from LLPs represents the net amount receivable on disposal of investments in LLPs in F.Y 2019-20

**Note No. : 13 Current tax assets (net)**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Tax deducted at source	990.87	803.51
Less : Provision for Income Tax	22.86	255.77
	<b>968.00</b>	<b>547.74</b>

## Note No. : 14 Deferred tax Assets/Liabilities (net)

As at 31st March 2021

(Rs in '000)

Particulars	Opening Balance	Recognised in Profit or loss	Reclassified from equity to profit or loss	Recognised in Other Comprehensive Income	Closing Balance
<b>Tax effect of items constituting deferred tax liabilities</b>					
Impact of difference between tax base and accounting base of Fixed assets	-	54.27	-	-	54.27
Investment	320.77	-	-	(379.12)	(58.34)
	<b>320.77</b>	<b>54.27</b>		<b>(379.12)</b>	<b>(4.08)</b>
<b>Tax effect of items constituting deferred tax assets</b>					
ECL	1,180.48	(139.79)	-	-	1,040.69
	<b>1,180.48</b>	<b>(139.79)</b>			<b>1,040.69</b>
<b>Net deferred tax ( Asset ) Liabilities/ (Income) Expense</b>	<b>(859.70)</b>	<b>194.05</b>		<b>(379.12)</b>	<b>(1,044.77)</b>
<b>As at 31st March 2020</b>					
<b>Tax effect of items constituting deferred tax liabilities</b>					
Investment	15.48	-	-	305.29	320.77
	<b>15.48</b>			<b>305.29</b>	<b>320.77</b>
<b>Tax effect of items constituting deferred tax assets</b>					
ECL	1,339.89	(159.41)	-	-	1,180.48
	<b>1,339.89</b>	<b>(159.41)</b>			<b>1,180.48</b>
<b>Net deferred tax ( Asset ) Liabilities/ (Income) Expense</b>	<b>(1,324.41)</b>	<b>159.41</b>		<b>305.29</b>	<b>(859.70)</b>

## NOTE NO : 15 PROPERTY, PLANT AND EQUIPMENT

Particulars	(Rs 'In 000)			
	Office Building	Furniture & Fixture	Office equipments including AC	Total
<b>Gross block</b>				
<b>Gross carrying amount as at April 1, 2020</b>	1,313.39	227.58	58.95	<b>1,599.92</b>
Additions during the year	-	-	-	-
Disposals /Deductions during the year	-	-	-	-
<b>Gross carrying amount as at March 31, 2021</b>	<b>1,313.39</b>	<b>227.58</b>	<b>58.95</b>	<b>1,599.92</b>
<b>Depreciation /amortisation/ impairment</b>				
<b>Accumulated depreciation/ amortisation as at April 1, 2020</b>	20.80	10.81	1.87	<b>33.47</b>
Depreciation for the year	41.59	21.62	3.73	<b>66.95</b>
Disposals /Deductions during the year	-	-	-	-
<b>Accumulated depreciation/ amortisation as at March 31, 2021</b>	<b>62.39</b>	<b>32.43</b>	<b>5.60</b>	<b>100.42</b>
<b>Net carrying amount as at March 31, 2021</b>	<b>1,251.00</b>	<b>195.15</b>	<b>53.35</b>	<b>1,499.51</b>
<b>Net carrying amount as at April 1, 2020</b>	<b>1,292.60</b>	<b>216.77</b>	<b>57.08</b>	<b>1,566.45</b>

## Note No. : 16 Other non-financial assets

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Balance with taxation authorities</b>		
Income tax refundable	490.57	490.57
TDS (Rectification pending)	14.87	14.87
IT ( A.Y 2014-15)	863.10	863.10
Advances for services	1.19	-
	<b>1,369.73</b>	<b>1,368.54</b>



**Note No. : 17 Trade Payables**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
(i) total outstanding dues of micro enterprises & small enterprises	-	-
(i) total outstanding dues of creditors other than micro enterprises & small enterprises		-

The Company has no outstanding towards trade payables at the reporting date, and as such and as per the requirements of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables, the Company has no outstanding towards it.

**Note No. : 18 Other financial liabilities**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Security deposit	34.00	60.00
	<b>34.00</b>	<b>60.00</b>

Security deposit is of short term nature hence Fair value approximates transaction value

**Note No. : 19 Other non- financial liabilities**

(Rs in '000)

Particulars	As at 31st March 2021	As at 31st March 2020
Liabilities for Expenses	100.95	131.60
Advance received	-	1.55
	<b>100.95</b>	<b>133.15</b>

**Note No. : 20 Equity Share capital**

Particulars	As at 31st March 2021		As at 31st March 2020	
	No of Shares	Amount	No of Shares	Amount
<b>(a) Authorised</b>				
Equity shares of par value 10 /- each	13,000.00	130,000.00	13,000.00	130,000.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of par value 10 /- each	12,980.50	129,805.00	12,980.50	129,805.00
		<b>129,805.00</b>		<b>129,805.00</b>

**(c) Reconciliation of number and amount of equity shares outstanding**

(Rs in '000)

Particulars	As at 31st March 2021		As at 31st March 2020	
	No of Shares	RS	No of Shares	RS
<b>At the beginning of the year</b>	12,980.50	129,805.00	12,980.50	129,805.00
<b>At the end of the year</b>	12,980.50	129,805.00	12,980.50	129,805.00

(d) The Company has only one class of equity shares. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.

(e) 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 dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(f) Shareholders holding more than 5 % of the equity shares in the Company**

Name of the shareholder	31st March 2021		31st March 2020	
	% of shares	No. of shares	% of shares	No. of shares
	NIL			

(g) There are no shares reserved for issue under options and contracts / commitments for the sale of shares/ disinvestments.

(h) For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared

Name of the Shareholder	As at 31st March 2021	As at 31st March 2020
	No of Shares	No of Shares
(a) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	NIL	NIL
(b) Aggregate number and class of shares allotted as fully paid by way of bonus shares	NIL	NIL
© Aggregate number and class of shares bought back	NIL	NIL

(i) There were no securities issued having a term for conversion into equity / preference shares.

(j) There are no calls unpaid in respect of Equity Shares issued by the Company.

(k) There are no forfeited shares by the Company .

**Note No. : 21 Other equity**

(Rs in '000)

Particulars	As at 31st March 2021		As at 31st March 2020	
<b>General Reserve</b>				
<b>Balance as per last account</b>	<b>25,956.07</b>		<b>25,956.07</b>	
Add: During the year	-		-	
Less: Utilized during the year	-	<b>25,956.07</b>	-	<b>25,956.07</b>
<b>Statutory Reserve pursuant to Section 45-IC of the RBI Act 1934</b>				
<b>Balance as per last account</b>	<b>773.91</b>		<b>536.97</b>	
Add: Transfer from Profit or loss	185.12	<b>959.03</b>	236.95	<b>773.91</b>
<b>Retained earnings</b>				
<b>Balance as per last account</b>	<b>788.46</b>		<b>(159.33)</b>	
Add : Net Profit for the Year	925.59		1,184.74	
Less: Transfer to Statutory Reserve	(185.12)	<b>1,528.94</b>	(236.95)	<b>788.46</b>
<b>Other Comprehensive Income</b>				
<b>Balance as per last account</b>	<b>255.19</b>		<b>(1,394.63)</b>	
Add : Other Comprehensive Income for the Year	(1,573.14)		1,649.82	
Less : Transfer to retained earnings	-	(1,317.95)	-	255.19
	<b>27,126.09</b>		<b>27,773.63</b>	

## Nature and purpose of Reserves

### 1) General Reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

### 2) Statutory Reserve

Statutory reserve (Statutory Reserve pursuant to Section 45-IC of The RBI Act, 1934) defines that every non banking finance institution which is a Company shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the statement of profit and loss before any dividend is declared. Accordingly for the F.Y 2020-21, the Company has transferred a sum of twenty percent as required by Section 45-IC of the RBI Act, 1934 to such reserve fund.

### 3) Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to/from other comprehensive income, or other distributions paid to shareholders if any and less any transfers to Statutory reserve out of current year's profit pursuant to Section 45-IC of the RBI Act, 1934.

### 4) Other Comprehensive Income

Items of Other Comprehensive income represents the fair value changes (both realised/unrealised and net of income tax) in equity instruments irrevocably designated at FVTOCI as per the business model assessment of the Company and are not recycled to profit and loss. However the same can be transferred within equity as permitted by the Ind AS.

#### Revenue from operations

##### Note No. : 22 Interest Income

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>(a) Interest Income</b>		
<b>On financial assets measured at amortised cost</b>		
Interest on loans	6,345.21	7,753.95
Other interest income	-	-
	<u>6,345.21</u>	<u>7,753.95</u>

##### Note No. : 23 Dividend

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>a) Dividend income</b>		
From investments in Shares & Securities	-	17.34
	-	<u>17.34</u>

**Note No. : 24 Net Gain /(Loss) on Fair Value Changes**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>Net gain /(loss) on financial instruments at fair value through Profit or loss</b>		
(i) On trading portfolio		
Investments	(600.00)	(5,034.51)
Derivatives		
a) Net gain/(loss) from trade in Future and options	(269.77)	38.34
b) Fair value changes in other derivatives	-	(180.35)
<b>Total Net Gain /(Loss) on fair value changes</b>	<b>(869.77)</b>	<b>(5,176.52)</b>
<b>Fair value changes</b>		
(i) On trading portfolio		
Investments		
(a) Realised	(600.00)	(5,034.51)
(b) Unrealised	-	(5,034.51)
(ii) Derivatives		
(a) Realised	(269.77)	38.34
(b) Unrealised	-	(180.35)
<b>Total Net Gain /(Loss) on fair value changes</b>	<b>(869.77)</b>	<b>(5,176.52)</b>

**Note No. : 25 Other Operating Income**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Reversal of impairment lossess	537.64	613.13
	<b>537.64</b>	<b>613.13</b>

**Note No. : 26 Other Income**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>(a) Interest</b>		
Income tax refund	-	69.58
<b>(b) Other interest</b>		
Rental income	70.00	126.00
Sundry balances written back	6.00	-
	<b>76.00</b>	<b>195.58</b>

**Note No. : 27 Finance cost**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Interest Expense (Bank )	0.43	-
Interest Expense on short term borrowings	-	-
	<b>0.43</b>	<b>-</b>

**Note No. : 28 Impairment of financial assets (expected credit loss)**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
ECL on loans	537.64	613.13
Less: transferred to other income	(537.64)	(613.13)
	<b>-</b>	<b>-</b>

**Note No. : 29 Employee benefit expense**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Salaries and bonus	515.66	519.07
Staff welfare	28.12	15.47
	<b>543.78</b>	<b>534.54</b>

**Note No. : 30 Other expenses**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>Payments to auditor</b>		
As auditor for statutory audit	15.00	15.00
Others	12.50	14.50
Internal audit fees	5.00	5.00
Accounting charges	20.00	16.00
Advertisement	26.93	43.03
Bank charges	0.67	0.12
Brokerage	17.00	12.00
Bad Debts	3,277.60	60.00
Conveyance	27.31	28.80
Demat charges	5.11	2.20
Depository Charges	172.28	121.54
Office expenses	21.95	20.63
Loss from share of investments in LLP	-	114.76
Office & Establishment charges	54.38	54.38
Filing fees	7.30	9.40
Listing fees	354.00	354.00
General Expenses	5.29	6.61
Telephone expenses	4.99	3.53
Trade licence	2.15	-
Securities transaction charges	1.80	5.27
Professional fees	103.38	149.74
Rent	108.00	108.00
Printing & Stationery	16.67	26.38
Postage & couriers	1.91	6.14
Registrar fees	30.98	30.98
Professional tax	2.50	2.50
Website maintenance charges	4.90	
	<b>4,299.60</b>	<b>1,210.51</b>

**Note No. : 31 Tax expense**

(Rs in '000)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Current tax	22.86	255.77
Taxation for earlier years	35.81	-
Deferred tax (refer note no 14)	194.05	159.41
	<b>252.72</b>	<b>415.18</b>
	<b>252.72</b>	<b>415.18</b>

The Company has elected not to exercise the option permitted under Section 115BAA of the Income Act, 1961 as introduced by the Taxation Laws (Amendment) Act 2019 for the F.Y. 2020-21

**Reconciliation of total Income tax expense.**

(Rs in '000)

Particulars	As at 31st March 2021
Profit before tax for Computation	1,178.32
Tax using the Company's domestic tax rate ( @ 25%)	294.58
Tax deduction on account of depreciation (Companies Act & Income Tax Act)	(19.81)
Tax deduction on account of expected credit loss credited to profit and loss account	(134.41)
Tax deduction on account of standard deduction on rental income	(5.25)
MAT Credit entitlement	(113.12)
Income tax payable (excluding cess)	21.99
Cess @ 4%	0.88
Income tax payable as per books	22.86

Book profit for the purpose is Rs 146.57 thousand and MAT liability thereon is Rs 22.86 thousand

**For Reconciliation of deferred tax in OCI (refer note no 14)**

**Note No. : 32 Other comprehensive income /(loss)**

(Rs in '000)

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
<b>Items that will not be reclassified to profit or loss</b>		
Fair value gain /(loss) of non-current Investments (Realised)	(1,727.85)	721.37
Fair value gain /(loss) of non-current Investments (Unrealised)	(224.40)	1,233.74
<b>Less: Income tax relating to items that will not be reclassified to profit or loss</b>	<b>(379.12)</b>	<b>(1,573.14)</b>
		<b>305.29</b>
<b>Total other Comprehensive Income</b>	<b>(1,573.14)</b>	<b>1,649.82</b>

**Note No. : 33 Other disclosures**

**1) Exceptional items (Disposal of Subsidiaries)**

The company holds 56000 shares in Icon Commotrade Ltd of FV of Rs 10 each till 28th May, 2019, hence forth the said subsidiary converted into LLP with parent having proportionate share in profit or loss of LLP same as as it were before the conversion

The Company held 50.45% in profit sharing ratio of Icon Commotrade LLP upto 30th March, 2020 and on March 31, 2020, the Company disposed off its entire investment in the above subsidiary Loss on disposal of subsidiary amounting to Rs 25.03 thousand was recognised as an exceptional item in the statement of Profit and loss.

(Rs 'In 000)

Original investment in LLP	Amount
Icon Commotrade LLP	4,088.00
Less: Share of loss	(114.76)
Carrying amount in LLP (A)	3,973.24
Sale proceeds from disinvestment in LLP (B)	3,948.21
Loss on disposal of investment (B-A)	(25.03)

Loss on disposal have been recognised as an exceptional item in the Statement of profit and loss for the F.Y 2019-20

**Note No. : 33 Other disclosures (continued)****2. Contingent liabilities and commitments (to the extent not provided for)****a) Contingent liabilities :**

Outstanding Income Tax Demand (Under Section 143(3) of I.T Act 1961)	Assessment order	Date of filing	Comment of the Management
Rs 118530, A.Y.2011-12	31/12/2018	4/6/2019	Appeal filed with CIT
Rs 180990, A.Y. 2012-13	31/12/2018	3/6/2019	Appeal filed with CIT(A), Further, the company has proceeded with the Direct Tax Viwad Se Vishwas Scheme, 2020 but the tax amount is payable as on the reporting date.
Rs 601930, A.Y. 2014-15	30/12/2016	13/1/2017	Appeal filed with CIT(A), Further, the company has proceeded with the Direct Tax Viwad Se Vishwas Scheme, 2020 but the tax amount is payable as on the reporting date.

**b) Commitments :** There are no capital commitments contracted by the Company during the period under review.

**C) Other Statutory & Legal Matters**

There has been no significant and/ or material order(s) passed by any Regulators/Courts/Tribunals impacting the status. Further the Company received a notice from BSE dated August 10, 2017 regarding issue related to suspected shell company and appointment of forensic auditor thereon. BSE requested to submit various documents from time to time in this regard along with the queries and other information from the Company. The Company replied to all the reasonable queries issued by the BSE. Further BSE appointed M/s. BDO India LLP, Chartered Accountants to carry out the forensic audit of the Company. Without prejudice to the interests of the Company, the Company has then from time to time provided all the necessary informations/ documents explanations as required by the forensic auditors and by the Exchange. Within the rights which are available to the Company, the company has sought legal advisory through its Counsels, and represented before the Exchange and the Courts from time to time. Further BDO India LLP issued a forensic audit report on March 11, 2020 to which the Company is in process to file its response before the appropriate forum and presently the matter is sub-judice as on 31 March, 2021.

3) There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2018, March 2017 & April 2016. 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.

**4) Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets****(i) Nature of provision**

Provision for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other litigation claims against the Company based on the Management's assessment.

**(ii) Movement in provision:-**

Particulars	Duties & Taxes	Other Litigation Claims	Total
<b>Balance as at 1st April, 2020</b>		NIL	
Provided during the year			
Used during the year		NIL	
Reversed during the year			
<b>Balance as at 31st March, 2021</b>		NIL	
Non-current			
Current		NIL	
<b>Balance as at 1st April, 2019</b>		NIL	
Provided during the year			
Used during the year		NIL	
Reversed during the year			
<b>Balance as at 31st March, 2020</b>		NIL	
Non-current			
Current		NIL	

**(5) Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share**

Particulars	2020-2021	2019-2020
<b>(a) Amount used as the numerator</b>		
Profit after Tax - (A)	925.59	1,184.74
<b>(b) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share (B)</b>	12,980.50	12,980.50
<b>Add: Weighted average number of dilutive potential equity shares</b>	-	-
<b>(C) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share (C)</b>	12,980.50	12,980.50
<b>(d) Nominal value of equity shares (Rs)</b>	10.00	10.00
<b>Basic earnings per share (A)/(B)</b>	<b>0.07</b>	<b>0.09</b>
<b>Diluted earnings per share (A)/(C)</b>	<b>0.07</b>	<b>0.09</b>

**6) Segment Reporting :**

The Company's primary business segments are reflected based on the principal business carried out i.e. Investments & Financing. All other activities of the Company revolve around the main business. The risk and returns of the business of the Company is not associated with geographical segmentation, hence there is no secondary segment reporting based on geographical segment. As such, there are no separate reportable segments as per the Indian Accounting Standard 108.

**7) Related party disclosures :**

As per Ind AS 24 - Related Party Disclosures, specified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, the name of related party where control exists/able to exercise significant influence along with the transactions and year end balances with them as identified and certified by the management are as follows:

**(a) Name of the related parties and description of their relationship****(i) Subsidiaries/ Step down subsidiaries**

Nil

**(ii) Associates/Joint Venture**

Nil

**(iii) Key Management Personnel (KMP)**

(1)Rajeev Kothari	Managing Director	
(2)Jitendra Kumar Goyal	Non-Executive Director	
(3)Pradeep Kumar Agarwal	Independent Director	
(4)Ritu Agarwal	Independent Director	<b>(Appointed w.e.f. 09.11.2020)</b>
(5)Veedhi Raja	Independent Director	<b>(Resigned w.e.f. 12.02.2021)</b>
(6)Manoj Biyani	Chief Financial Officer	<b>(Resigned w.e.f. 24.03.2021)</b>
(7)Brij Mohan Jha	Company Secretary	<b>(Appointed w.e.f. 13.07.2020)</b>

**(iv) Relative of Key Management Personnel with whom transactions took place during the year**

(1)Sumit Goyal	Son of Jitendra Kumar Goyal
(2)Mahesh Biyani	Brother of Manoj Biyani

**(v) Entities where Key Management Personnel and their relative have significant influence**

(1)ABM Finlease Private Limited
(2)Anjaniputra Promoters Private Limited



- (3)Ashok Vatika Agro Farms Private Limited
- (4)Aurelian Commercial LLP
- (5)Aurelian Trading LLP
- (6)Balaji Enterprises
- (7)Centuple Commercial LLP
- (8)Centuple Trading LLP
- (9)Daulat Vintrade LLP
- (10)Daffodil Dealtrade Private Limited
- (11)Decillion Finance Ltd.
- (12)Dignity Dealtrade Private Limited
- (13)Fastflow Commodeal Limited
- (14)Goyal Commercial Private Limited
- (15)Goyal Toys LLP
- (16)Horizon Agro Processing Private Limited
- (17)Icon Commotrade LLP
- (18)Kaushal Investments Ltd.
- (19)KVZ Enterprises
- (20)Laxmidhan Properties Private Limited
- (21)Lifestyle Vanijya LLP
- (22)Littlestar Tracom LLP
- (23)Maruti Tie-Up LLP
- (24)Mayborn Investments Private Limited
- (25)Merit Commosales LLP
- (26)Moti Finvest Limited
- (27)Planet Dealtrade LLP
- (28)Rambhakta Enterprise LLP
- (29)Shreyans Stockinvest Private Limited
- (30)Silverlake Tradelinks LLP
- (31)Skylight Vintrade LLP
- (32)SMRK Investment & Finance Private Limited (Formerly Known as Managalchand Property & Investments Private Limited)
- (33)Spectrum Pestorgan Private Limited
- (34)Success Dealers LLP
- (35)Sumit Technisch & Engineering Private Limited
- (36)Suncity Dealers LLP
- (37)Tubro Consultants & Enterprises Private Limited
- (38)Twinkle Vintrade LLP
- (39)Ultradealers Private Limited
- (40)Ultra Lifestyle Enterprises
- (41)Vibgyor Commotrade Private Limited
- (42)Yashoyog Commercial LLP
- (43)Yashoyog Investments
- (44)VZ Vanijya LLP
- (45)Zigma Commosales Private Limited

*\* (Significant influence will be influence or significant influence as the case may be)*

**(vi) HUF & Trust where Key Management Personnel and their relative have significant influence**

- (1) G Jitendra HUF
- (2)Virendra Kumar Goyal HUF
- (3)Y K Goyal & Sons HUF
- (4)Sumit Goyal Benefit Trust
- (5)Varsha Goyal Benefit Trust
- (6)Mahesh Biyani HUF
- (7)Manoj Biyani HUF

*\* (Significant influence will be influence or significant influence as the case may be )*

**b) The following is the summary of transactions with related parties Declaration of related parties for the year ended 31.03.2021**

Sl. No.	Name of Related Party - Company or Individual	Nature of transactions	(Amount in ' Rs '000)		(Amount in' Rs '000)	
			Transaction amount during 2020-21	Transaction amount during 2019-20	Amount outstanding as on 31 March, 2021	Amount outstanding as on 31 March, 2020
<b>Director/ Key Management Personnel (KMP)</b>						
1	BRIJ MOHAN JHA	REMUNERATION	304.00	-	-	-
2	POOJA KALANOURIA	REMUNERATION	-	66.91	-	-
3	BHAWNA GUPTA	REMUNERATION	-	238.00	-	-
4	PUJA SHAW	REMUNERATION	-	40.83	-	-
5	MANOJ BIYANI	REMUNERATION	180.00	172.00	-	-
		PURCHASE OF SHARES & SECURITIES	-	320.00	-	-
<b>Relative of Director/ Key Management Personnel with whom transactions took place during the year</b>						
1	SUMIT GOYAL	LOAN GIVEN	300.00	-	306.73	-
		INTEREST RECEIVABLE	6.73	-	-	-
		ADVANCE RECEIVED	-	146.00	-	-
		ADVANCE REFUNDED	-	146.00	-	-
2	MAHESH BIYANI	PURCHASE OF SHARES & SECURITIES	-	220.00	-	-
<b>Entities where Director/Key Management Personnel and their relative have significant influence</b>						
1	ABM FINLEASE PRIVATE LIMITED	PURCHASE OF SHARES & SECURITIES	6,000.00	6,750.00	-	-
		SALE OF SHARES & SECURITIES	500.00	500.00	-	-
		INVESTMENT SOLD IN SHARES & SECURITIES	645.00	-	-	-
		INVESTMENT MADE IN SHARES & SECURITIES	6,000.00	300.00	-	-
2	CENTUPLE COMMERCIAL LLP	LOAN REPAYED	-	232.50	-	-
		SECURITY DEPOSIT	200.00	-	200.00	-
		OFFICE RENT, ACCOUNTING CHARGES ETC.	182.00	-	-	-
		SUNDRY CREDITOR FOR EXPENSES	-	48.50	-	-
3	DAFFODIL DEALTRADE PVT LTD	PURCHASE OF SHARES & SECURITIES	-	1,000.00	-	-
		INVESTMENT MADE IN SHARES & SECURITIES	300.00	-	-	-
4	DECILLION FINANCE LIMITED	INTEREST PAYABLE	19/44	-	0.43	-
		LOAN RECEIVED	200.00	-	-	-
5	DIGNITY DEALTRADE PRIVATE LIMITED	PURCHASE OF SHARES	-	150.00	-	-
6	FASTFLOW COMMODEAL LIMITED	LOAN REPAYED	812.59	-	2,287.39	2,897.39
		INTEREST RECEIVABLE	202.59	-	-	-
7	GOYAL COMMERCIAL PVT. LTD.	SALE OF SHARES & SECURITIES	360.00	-	360.00	-
		PURCHASE OF SHARES & SECURITIES	10,624.00	-	-	-
8	ICON COMMOTRADE LLP	INVESTMENT SOLD	-	3,948.21	-	-
		BALANCE RECEIVABLE	-	-	3,948.21	3,948.21
9	KAUSHAL INVESTMENTS LTD.	PURCHASE OF SHARES & SECURITIES	300.00	-	-	-
10	LIFESTYLE VANIJYA LLP	SALE OF SHARES & SECURITIES	-	3,250.00	-	-
11	LITTLESTAR TRCOM LLP	BALANCE RECEIVABLE	-	-	60.36	60.36
12	MAYBORN INVESTMENT PVT LTD	SALE OF SHARES & SECURITIES	645.00	4,400.00	645.00	-
13	MOTI FINVEST LIMITED	LOAN GIVEN	16,500.00	-	11,707.83	13,359.55
		REPAYMENT OF LOAN	19,619.64	-	-	-
		INTEREST RECEIVABLE	1,467.93	-	-	-
14	RAMBHAKTA ENTERPRISE LLP	LOAN REPAYED	2,726.74	4,030.11	-	-
		LOAN GIVEN	1,627.62	-	-	-
		INTEREST RECEIVABLE	32.35	-	-	-
		LOAN RECEIVABLE	-	-	104.38	1,171.15
15	SHREYANS STOCKINVEST PVT LTD	PURCHASE OF SHARES & SECURITIES	-	250.00	-	-
		INVESTMENTS IN SHARES SOLD	-	1,400.00	-	-
		SALE OF SHARES & SECURITIES	-	2,000.00	-	-

17	TUBRO CONSULTANTS & ENTERPRISES (P) LTD	ADVANCE RECEIVED	-	68.59	-	-
		ADVANCE REFUNDED	-	67.90	-	-
		BALANCE:	-	2.33	-	-
		LOAN RECEIVABLE	-	502.84	-	-
		LOAN REFUNDED	-	502.84	-	-
		MISCELLANEOUS EXPENSES	54.68	-	-	-
18	YASHOYOG COMMERCIAL LLP	SUNDRY CREDITOR FOR EXPENSES	-	15.00	-	-
		LOAN GIVEN	403.03	-	-	-
		LOAN RECOVERED	501.01	-	-	-
		ADVANCE PAID	3,000.00	-	-	-
		ADVANCE REFUNDED	3,000.00	-	-	-
		INTEREST RECEIVABLE	3.03	-	-	-
19	VZ VANIJYA LLP	LOAN RECEIVABLE	-	-	-	101.01
		LOAN GIVEN	6,950.00	-	5,895.38	1,081.78
		LOAN REFUNDED	2,347.62	-	-	-
20	ZIGMA COMMOSALES PVT LTD	INTEREST RECEIVABLE	211.22	-	-	-
		INVESTMENT MADE	-	1,600.00	-	-

(c) Details of Remuneration paid to Directors/ KMPs

Year ended 31st March 2021

Particulars	BRIJ MOHAN JHA	MANOJ		Total
Short-term employee benefits	304.00	180.00		484.00
Salary				
Commission				
Perquisites				
Post-employment benefits				
Contribution to Provident				
Total	304.00	180.00	-	484.00

Year ended 31st March 2020

Particulars	POOJA KALANOURIA	BHAWNA GUPTA	PUJA SHAW	MANOJ BIYANI	TOTAL
Short-term employee benefits					
Salary	66.91	238.00	40.83	172.00	517.74
Commission					
Perquisites					
Post-employment benefits					
Contribution to Provident					
Total	66.91	238.00	40.83	172.00	517.74

- d) Related parties have been identified on the basis of the declaration received by the management and other records available.  
e) The transactions with related parties have been entered at an amount which are not materially different from those on normal  
f) Loan transactions with related parties are repayable on demand.  
g) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received.  
h) The remuneration to KMPs does not include provisions for gratuity and leave benefits.

**Note No. : 33 Other disclosures (Continued)****8) Financial instruments - Accounting, Classification and Fair value measurements**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balancesheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 and Note 5 of the financial statements.

**A) Financial instruments by category**

As at 31st March, 2021						(Rs in '000)
Particulars	Note No	Amortised Cost	FVTOCI	FVTPL	Cost	Total Carrying Value
<b>1) Financial assets</b>						
Cash and cash equivalents	8	543.97	-	-	-	543.97
Trade receivables	9	1,005.00	-	-	-	1,005.00
Loans	10	76,050.51	-	-	-	76,050.51
Investments	11	-	18,349.60	52,080.00	-	70,429.60
Other financial assets	12	4,154.95	-	-	-	4,154.95
	<b>TOTAL</b>	<b>81,754.43</b>	<b>18,349.60</b>	<b>52,080.00</b>	<b>-</b>	<b>152,184.03</b>
<b>2) Financial Liabilities</b>						
Other financial liabilities	18	34.00	-	-	-	34.00
	<b>TOTAL</b>	<b>34.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>34.00</b>

As at 31st March, 2020						(Rs in '000)
Particulars	Note No	Amortised Cost	FVTOCI	FVTPL	Cost	Total Carrying Value
<b>1) Financial assets</b>						
Cash and cash equivalents	8	196.45	-	-	-	196.45
Trade receivables	9	1,438.58	-	-	-	1,438.58
Loans	10	86,265.62	-	-	-	86,265.62
Investments	11	-	11,033.74	50,540.00	-	61,573.74
Other financial assets	12	3,954.95	-	-	-	3,954.95
	<b>TOTAL</b>	<b>91,855.60</b>	<b>11,033.74</b>	<b>50,540.00</b>	<b>-</b>	<b>153,429.34</b>
<b>2) Financial Liabilities</b>						
Other financial liabilities	18	60.00	-	-	-	60.00
	<b>TOTAL</b>	<b>60.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>60.00</b>

**B. Fair value hierarchy**

(1) The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

(2) The Company uses the following fair value hierarchy for determining and disclosing the fair value of financial instrument:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares.

**Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This level of hierarchy includes Company's investment in equity shares which are unquoted or for which quoted prices are not available at the reporting dates.

Carrying value of investments in unquoted shares approximates cost at which they are purchased.

**(I) Financial assets measured at fair value on a recurring basis as at 31st March, 2021:**

(Rs in '000)

Particulars	Level 1	Level 2	Level 3	Total
<b>1) Financial assets</b>				
(i) Investments in Equity Instruments At FVTOCI	4,399.60	-	13,950.00	18,349.60
(ii) Investments in Equity Instruments At FVTPL	-		52,080.00	52,080.00
<b>Total</b>	<b>4,399.60</b>	<b>-</b>	<b>66,030.00</b>	<b>70,429.60</b>

**(ii) Financial assets measured at fair value on a recurring basis as at 31st March, 2020:**

(Rs in '000)

Particulars	Level 1	Level 2	Level 3	Total
<b>1) Financial assets</b>				
(i) Investments in Equity Instruments At FVTOCI	1,233.74	-	9,800.00	11,033.74
(ii) Investments in Equity Instruments At FVTPL	-		50,540.00	50,540.00
<b>Total</b>	<b>1,233.74</b>	<b>-</b>	<b>60,340.00</b>	<b>61,573.74</b>

There have been no transfer between Level 1 and Level 3 for the years ended 31st March 2021 and 31st March 2020

**The following methods and assumptions were used to estimate the fair values**

**Financial instruments measured at fair value**

(I) Investments carried at fair value are generally based on market price quotations. However in cases where quoted prices are not available than different valuation technique are used by the management for different investments.

Certain investments in equity instruments are not held for trading. Instead, they are held for long term strategic purposes, hence The Company has chosen to designate these investments in equity instruments at FVOCI since, it provides a more meaningful presentation. Further investments which are held for trading and company considers them as stock in trade are designated through FVTPL Level 1 investments are valued at the quoted closing price on stock exchange. Investments included in Level 3 of the fair value hierarchy have been valued using the cost approach to arrive at their fair value. Cost of unquoted equity instruments have been considered as an appropriate estimate of fair value because of wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. As at 31st March, 2021, the company did not hold any financial assets or financial liabilities which could have been categorized as Level 2

**Financial instruments not measured at fair value**

(ii) Financial assets not measured at fair value include cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short term nature. Additionally, other financial liabilities are not measured at FVTPL whose carrying amounts approximate fair value, because of their short-term nature.

(iii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

**Note No. : 34 Risk Management****1) Financial risk management**

Risk is an integral part of the Company's business and sound risk management is critical to success. The Company's primary business are reflected based on the principal business carried out i.e. loans and investments (and all other activities of the company revolve around the main business), hence the company is exposed to risks that are particular to its lending and the environment within which it operates and primarily includes credit risk, liquidity risk and market risk.

Since the company is Systematically non-important and non-deposit taking NBFC, and also in terms of Sub - Regulation (5) of Regulation 21 of SEBI (Listing Obligation and Disclosure Requirement), Regulations 2015 as amended, the Company is not required to have Risk Management Committee, but as a prudence the Board of Directors of the Company oversees the overall risk management approach, risk management strategies, procedures and principles. The senior management provides assurance that the Company's financial risks are identified, measured and managed in accordance with the Company's internal guidelines and risk objectives.

**a) Credit Risk**

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss to the Company. The Company's main income generating activity inter-alia is lending to customers and therefore credit risk is a principal risk. Credit risk mainly arises from loans and advances which are in entirety payable on demand. The credit risk management guideline of the company seeks to have following controls and key metrics that allows credit risks to be identified, assessed, monitored and reported in a timely and efficient manner in compliance with regulatory requirements.

- > Standardise the process of identifying new risks and having in place appropriate controls for these risks
- > Maintain an appropriate credit administration and loan review system
- > Establish metrics for portfolio monitoring
- > Minimize losses due to defaults or untimely payments by borrowers and implementing appropriate risk mitigation techniques.

In order to mitigate the impact of credit risk in the future profitability, the company makes reserves basis the Expected Credit Loss (ECL) Model for the outstanding loans including interest accrued but not due and interest overdue therein at balance sheet date. Asset classification is as per Reserve Bank of India guidelines and provisions is as per Expected Credit Loss Methodology as per Ind AS, which ever is higher than the minimum required as per prudential norms.

The below discussion describes the Company's approach for assessing impairment as stated in the significant accounting policies.

**The mechanics of ECL-** Ind AS requires the company to calculate ECL based on probability-weighted scenarios to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to the Company in accordance with the contract and the cashflows that the company expects to receive. The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

**Probability of default (PD)** - The probability of default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio.

**Exposure at default (EAD)** - The exposure at default is an estimate of the exposure at a future default date. The outstanding balance (including the interest accrued but not due and interest overdue) at the reporting

date is considered EAD by the Company. Since all the loans given by the company are repayable on demand, in this specific of on-demand repayable loan there are two options.

- 1) The borrower is able to pay immediately (if demanded) or
- 2) The borrower is not able to pay immediately

Hence the company examines whether the borrower has sufficient liquid assets to repay the loan immediately. If the borrower has sufficient liquid assets (cash and cash equivalents) to repay the outstanding loan including interest accrued therein, then ECL is close to zero, because probability of default is zero. The Company considers a financial instrument defaulted and therefore Stage 3 (credit impaired) for ECL Calculations in all cases when the borrower becomes 90 days past due on its contractual payments. As a part of the qualitative assessment of whether a customer is in default, the company also considers a variety of instances that may indicate unlikeliness to pay. When such events occur, the Company carefully considers whether the event should result in treating the customer as defaulted and therefore assessed as Stage 3 for ECL calculations or whether Stage 2 is appropriate.

Considering that the PD determined above factors in amount at default, there is no separate requirement to estimate EAD. However, the probability of loss (PD) is not zero, if the company assess that the borrower has no sufficient liquid assets to repay the loan when demanded and accordingly the Company estimates the PD based on historical observed default rates adjusted for forward looking estimates, based upon macro-economic developments occurring in the economy and market it operates in and the relationship between key economic trends like GDP, benchmark rates set by the Reserve Bank of India, inflation and most importantly the competitive advantage and disadvantage the company has in comparison to its peer group(s). Based upon the above facts, the Company has assessed the following PD Percentage as at 31st March, 2020, while PD percentages for 31st March 2019 and on the date of transition remain same at 5%

#### Category

##### Loans: Unsecured and repayable on demand

Stage 1: All Standard loans in the above category upto 30 days past due (DPD) are considered as Stage 1 assets for computation of ECL.

Stage 2: Exposure under Stage 2 include under-performing loans having 31 to 90 days past due (DPD) for computation of ECL.

Stage 3: Exposure under Stage 2 include non-performing loans with overdue more than 90 days past due (DPD). Based upon historical data the Company assigns PD to Stage 1 and Stage 2 and applies it to the EAD to compute the ECL.

For Stage 3 assets PD is considered as 100%

<b>31st March, 2021</b>			
<b>Pools</b>	<b>Stage1</b>	<b>Stage 2</b>	<b>Stage 3</b>
Unsecured loans, repayable on demand	5%	5%	100%
<b>31st March, 2020</b>			
<b>Pools</b>	<b>Stage1</b>	<b>Stage 2</b>	<b>Stage 3</b>
Unsecured loans, repayable on demand	5%	5%	100%

**Loss given default (LGD)** - The loss given default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD. Since the company's loan portfolio mainly comprises of unsecured loans (repayable on demand), Loss given default (LGD) is always close to 100%.

<b>Pools</b>	<b>31/03/2021</b>	<b>31/03/2020</b>
Unsecured loans, repayable on demand	100%	100%

The Company has applied internal guidelines to the ECL Model to consider the impact of the Covid-19 pandemic on the provision. Probability of default is consistent as mentioned above and LGD are always near to 100% since the loans are unsecured. Further the company is assessing on the continuous basis the likelihood of increased credit risk and reasonable hair cuts in view of the Covid-19 pandemic. The number of days past due shall exclude the moratorium period if any availed by the borrower for the purposes of asset classification as per the Company's internal guidelines.

**Further refer note no 10 which provides information about exposure to credit risk and ECL on loan Trade receivables**

Trade receivables are non-interest bearing and do not involve significant financing cost, further all the receivables are of short term in nature, hence transaction value approximates fair value for trade receivables. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Based on Company's past history and the model under which it works, where it obtains most of the revenues on cut off dates or on settlement date, the Company does not provide for loss allowances during the reporting period.

**b) Liquidity Risk**

Liquidity risk is the risk that the entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to entity's reputation.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and close out market positions. The Company has a view of maintaining liquidity with minimal risks while making investments. The Company invests its surplus funds in short term liquid assets. The Company monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

**Refer note 35(1) for analysis of maturities of financial assets and financial liabilities.**

**c) Market Risk**

Market risk arises when movements in market factors (interest rates, credit spreads, equity prices etc.) impact the Company's income or market value of its portfolios. The Company, in its course of business, is exposed to market risk due to change in equity prices and interest rates. The objective of market risk management is to maintain an acceptable level of market risk exposure while aiming to maximizing returns.

**(i) Equity price**

The Company's exposure to equity price risk arises primarily on account of investments in equity instruments (both short term and long term). The Company designates its investments in equity instruments based upon its business model. Investments which are held for trading are fair valued through profit and loss, whereas investments which are held for long term and strategic purpose are fair valued through Other comprehensive income. The Company's equity price risk is managed in accordance with the objective of the Company and as approved by the senior management of the Company.

**(ii) Interest Rate Risk**

The Company is exposed to Interest rate risk if the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. The Company's interest rate risk arises from interest bearing deposits with bank and loan given to customers. Such instrument exposes the Company to fair value interest rate risk. Management believes that the interest rate risk attached to these financial assets is not significant due to the nature of these financial assets.

**d) Operational And Business Risk**

Operational risk is the risk of loss arising from systems failure, human error, fraud or external events. When controls fail to operate effectively, operational risks can cause damage to reputation, have legal or regulatory implications, or lead to financial loss. The Company cannot expect to eliminate all operational risks, but it endeavours to manage these risks through a control framework and by monitoring and responding to potential risks. Controls include effective segregation of duties, access, authorisation and



reconciliation procedures, staff education and assessment processes, such as the use of internal audit.

**Note No. : 34 Risk Management**

**2) Capital Management**

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company.

The Company determines the amount of capital required on the basis of recurring business plan coupled with long term and short term Strategic investments and expansion plans. The funding needs are met through equity, cash generated from operations, short term borrowings and through use of bank overdrafts if required.

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

The Company manages its capital structure and makes adjustments in light of changes in the financial condition and the requirement of the financial covenants if any.

To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

**Note No. : 35 MATURITY ANALYSIS**

**(1) The table below shows an analysis of assets and liabilities analyzed according to when they are expected to be recovered or settled.**

(Rs in '000)

Particulars	As at 31 March, 2021		
	Total	Within 12 months	After 12 months
<b>I. Assets</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	543.97	543.97	-
Trade receivables	1,005.00	1,005.00	-
Loans	76,050.51	76,050.51	-
Investments	70,429.60	52,080.00	18,349.60
Other financial assets	4,154.95	-	4,154.95
	<b>152,184.03</b>	<b>129,679.48</b>	<b>22,504.55</b>
<b>Non-Financial Assets</b>			
Current tax assets (net)	968.00	968.00	-
Deferred tax assets (net)	1,044.77	-	1,044.77
Property plant and equipment	1,499.51	-	1,499.51
Other non- financial assets	1,369.73	1.19	1,368.54
	<b>4,882.01</b>	<b>969.19</b>	<b>3,912.82</b>
<b>Total Assets</b>	<b>157,066.04</b>	<b>130,648.67</b>	<b>26,417.37</b>
<b>II. Liabilities</b>			
<b>Financial Liabilities</b>			
Other financial liabilities	34.00	-	34.00
	<b>34.00</b>	-	34.00
<b>Non-Financial Liabilities</b>			
Other non-financial liabilities	100.95	100.95	-
	<b>100.95</b>	<b>100.95</b>	-
<b>Total Liabilities</b>	<b>134.95</b>	<b>100.95</b>	<b>34.00</b>
<b>Net Assets</b>	<b>156,931.09</b>	<b>130,547.72</b>	<b>26,383.37</b>

(Rs in '000)

Particulars	As at 31 March, 2020		
	Total	Within 12 months	After 12 months
<b>I. Assets</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	196.45	196.45	-
Trade receivables	1,438.58	1,438.58	-
Loans	86,265.62	86,265.62	-
Investments	61,573.74	50,540.00	11,033.74
Other financial assets	3,954.95	-	3,954.95
	<b>153,429.34</b>	<b>138,440.65</b>	<b>14,988.69</b>
<b>Non-Financial Assets</b>			
Current tax assets (net)	547.74	547.74	-
Deferred tax assets (net)	859.70	-	859.70
Property plant and equipment	1,566.45	-	1,566.45
Other non- financial assets	1,368.54	-	1,368.54
	<b>4,342.44</b>	<b>547.74</b>	<b>3,794.70</b>
<b>Total Assets</b>	<b>157,771.78</b>	<b>138,988.39</b>	<b>18,783.39</b>
<b>II. Liabilities</b>			
<b>Financial Liabilities</b>			
Other financial liabilities	60.00	-	60.00
	<b>60.00</b>	<b>-</b>	<b>60.00</b>
<b>Non-Financial Liabilities</b>			
Other non-financial liabilities	133.15	133.15	-
	<b>133.15</b>	<b>133.15</b>	<b>-</b>
<b>Total Liabilities</b>	<b>193.15</b>	<b>133.15</b>	<b>60.00</b>
<b>Net Assets</b>	<b>157,578.63</b>	<b>138,855.24</b>	<b>18,723.39</b>

Note No. : 35

(2) Disclosure Pursuant to Reserve Bank of India Circular Dated 13 March, 2020

Disclosure pursuant to Reserve Bank of India (RBI) Circular No.RBI/2019-20/170 DOR (NBFC).CC.PDNo.109/22.10.106/2019-2020 Appendix based on above RBI Notification dated 13 March, 2020 on Implementation of Indian Accounting Standards (Ind AS)

(Rs in '000)

Asset classification as per RBI Norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying amount	Provisions required as per IRACP norms	Difference between Ind AS 109 Provisions and IRACP NORMS
(1)	(2)	(3)	(4)	(5) = (3) - (4)	(6)	(7) = (4) - (6)
<b>Performing Assets</b>						
Standard	Stage 1	80,053.17	4,002.66	76,050.51	200.13	3,802.53
	Stage 2	-	-	-	-	-
<b>Subtotal</b>		80,053.17	4,002.66	76,050.51	200.13	3,802.53
<b>Non-Performing Assets (NPA)</b>						
Sub-Standard	Stage 3	-	-	-	-	-

(Rs in '000)

Asset classification as per RBI Norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying amount	Provisions required as per IRACP norms	Difference between Ind AS 109 Provisions and IRACP NORMS
(1)	(2)	(3)	(4)	(5) = (3) - (4)	(6)	(7) = (4) - (6)
Doubtful upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
more than 3 years	Stage 3	-	-	-	-	-
Sub-total for doubtful		-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
Subtotal for loss		-	-	-	-	-
Other items such as guarantees, loan commitments etc. which are in the scope of Ind AS 109 but not covered current Income Recognition, Asset Classification and provisioning (IRACP) norms	Stage 1	-	-	-	-	-
		-	-	-	-	-
	Stage 2	-	-	-	-	-
		-	-	-	-	-
	Stage 3	-	-	-	-	-
-		-	-	-	-	
Sub-total		-	-	-	-	-
Total	Stage 1	80,053.17	4,002.66	76,050.51	200.13	3,802.53
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	Total	80,053.17	4,002.66	76,050.51	200.13	3,802.53

Particulars	Amount In Rs '000)	
	As at March, 2021	As at March, 2020
Provision as per RBI Prudential Norms		
Standard Asset	200.13	227.01
Sub-Standard Asset	-	-
Doubtful Asset	-	-
Loss Asset	-	-
<b>Total</b>	<b>200.13</b>	<b>227.01</b>

a) Asset classification is as per Reserve Bank of India guidelines and provisions is as per Expected Credit Loss methodology as per Ind AS which is higher than minimum required as per prudential norms.

b) As the ECL provisions is higher than provision required under IRACP (Income Recognition, Assets classification & provisioning, there is no requirement to create Impairment allowance reserve.

#### Note No. : 35(3) Fraud

During the year there have been no such instances of fraud on the Company by the officers and employees, whether loan related misappropriations or cash embezzlements/ burglaries.

#### Note No. : 35(4) Previous year figures

Previous year figures have been regrouped/reclassified, where necessary, to conform current year's classification.

**SCHEDULE TO THE BALANCE SHEET OF VIRAT LEASING LIMITED AS ON 31.03.2021 AS REQUIRED IN TERMS OF PARAGRAPH 13 OF A NON-BANKING FINANCIAL (NON-DEPOSIT ACCEPTING OR HOLDING) COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 2015**

## PARTICULARS

(Rs. In '000)

## LIABILITIES SIDE

1	LOANS AND ADVANCES AVAILED BY THE NBFCs INCLUSIVE OF INTEREST ACCRUED THEREON BUT NOT PAID:	<u>AMOUNT OUTSTANDING</u>	<u>AMOUNT OVERDUE</u>
a	DEBENTURES		
	• SECURED	-	-
	• UNSECURED (OTHER THAN FALLING WITHIN THE MEANING OF PUBLIC DEPOSITS*)	-	-
b	DEFERRED CREDITS	-	-
c	TERM LOANS	-	-
d	INTER – CORPORATE LOANS AND BORROWINGS	-	-
e	COMMERCIAL PAPER	-	-
f	OTHER LOANS (SPECIFY NATURE)	-	-

\*Please see note -1 below

## ASSETS SIDE

2	BREAK UP OF LOANS AND ADVANCES INCLUDING BILLS RECEIVABLES OTHER THAN THOSE INCLUDED IN (4) BELOW:	<u>AMOUNT OUTSTANDING</u>
	• SECURED	-
	• UNSECURED	76,050.51
3	BREAK UP OF LEASED ASSETS AND STOCK ON HIRE AND OTHER ASSETS COUNTING TOWARDS AFC ACTIVITIES	-
a	LEASE ASSETS INCLUDING LEASE RENTALS UNDER SUNDRY DEBTORS	
	• FINANCIAL LEASE	-
	• OPERATING LEASE	-
b	STOCK ON HIRE INCLUDING HIRE CHARGES UNDER SUNDRY DEBTORS	
	• ASSETS ON HIRE	-
	• REPOSSESSED ASSETS	-
c	OTHER LOANS COUNTING TOWARDS AFC ACTIVITIES	-
	• LOANS WHERE ASSETS HAVE BEEN REPOSSESSED	-
	• LOANS OTHER THAN (a) ABOVE	-
4	BREAK UP OF INVESTMENTS:	
	CURRENT INVESTMENTS	
1.	QUOTED	
	• SHARES	
	EQUITY	-
	PREFERENCE	-
	• DEBENTURES AND BONDS	-
	• UNITS OF MUTUAL FUNDS	-
	• GOVERNMENT SECURITIES	-
	• OTHERS	-
2.	UNQUOTED	-
	• SHARES	
	(i) EQUITY	-
	(ii) PREFERENCE	-

	• DEBENTURES AND BONDS	-
	• UNITS OF MUTUAL FUNDS	-
	• GOVERNMENT SECURITIES	-
	• OTHERS	-
	LONG TERM INVESTMENTS	-
1.	QUOTED	
	• SHARES	-
	(i) EQUITY	4,399.60
	(ii) PREFERENCE	-
	• DEBENTURES AND BONDS	-
	• UNITS OF MUTUAL FUNDS	-
	• GOVERNMENT SECURITIES	-
	• OTHERS	-
2.	UNQUOTED	
	• SHARES	
	(i) EQUITY	64,230.00
	(ii) PREFERENCE	1,800.00
	• DEBENTURES AND BONDS	-
	• UNITS OF MUTUAL FUNDS	-
	• GOVERNMENT SECURITIES	-
	• OTHERS	-
5	<b>BORROWER GROUP WISE CLASSIFICATION OF ASSETS FINANCED IN AS (2) AND (3) ABOVE: Please Note 2 below</b>	
	<b>CATEGORY</b>	<b>AMOUNT NET OF PROVISIONS</b>
		<b>SECURED      UNSECURED      TOTAL</b>
1.	RELATED PARTIES **	
	(a) SUBSIDIARIES	NIL      NIL      NIL
	(b) COMPANIES IN THE SAME GROUP	NIL      NIL      NIL
	(c) OTHER RELATED PARTIES	NIL      20362.07      20362.07
2.	OTHER THAN RELATED PARTIES	NIL      59691.09      59691.09
	<b>TOTAL</b>	NIL      80053.17      80053.17

6	<b>INVESTOR GROUP WISE CLASSIFICATION OF ALL INVESTMENTS (CURRENT AND LONG TERM) IN SHARES AND SECURITIES (BOTH QUOTED AND UNQUOTED):</b> please see note 3 below as per Accounting Standard of ICAI		
	<b>CATEGORY</b>	<b>MARKET VALUE /BREAK UP OR FAIR VALUE OR NAV</b>	<b>BOOK VALUE (NET OF PROVISION)</b>
1.	RELATED PARTIES **		
	(a) SUBSIDIARIES	-	-
	(b) COMPANIES IN THE SAME GROUP	-	-
	(c) OTHER RELATED PARTIES	14,730.00	-
2.	OTHER THAN RELATED PARTIES	55,699.60	-
	<b>TOTAL</b>	<b>70429.60</b>	<b>70429.60</b>
7	<b>OTHER INFORMATION:</b>		
	<b>PARICULARS</b>	<b>AMOUNT</b>	
I	GROSS NON- PERFORMING ASSETS		
	(a) RELATED PARTIES	NIL	
	(b) OTHER THAN RELATED PARTIES	NIL	
II	NET NON- PERFORMING ASSETS		
	(a) RELATED PARTIES	NIL	
	(b) OTHER THAN RELATED PARTIES	NIL	
III	ASSETS ACQUIRED IN SATISFACTION OF DEBTS	NIL	

**NOTES:**

1. As defined in paragraph 2 (1) (xii) of the Non – Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
2. Provisioning Norms shall be applicable as prescribed in Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve bank) Direction,
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debts. However, Market value in respect of quoted investment and break – up / fair value/ NAV in respect on unquoted investment should be disclosed irrespective of whether they are classified as long term or current in (4) above.


**VIRAT LEASING LIMITED**

Regd. Office: 1, Crooked Lane, 3rd Floor, Room No-324, Kolkata-700 069  
 Corp. Office: Jajodia Tower, 3, Bentineck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata - 700001  
 Email: [info@vll.co.in](mailto:info@vll.co.in) ; Website: [www.vll.co.in](http://www.vll.co.in)  
 CIN: [L65910WB1984PLC098684](https://www.cin2india.com/cin/L65910WB1984PLC098684)

**ATTENDANCE SLIP**

DP ID*		Folio No.	
Client ID*		No. of Shares	
Name of the member(s) (in Block Letters)			
Name of the Proxy, of any (in Block Letters)			

I hereby record my presence at the 37<sup>th</sup> Annual General Meeting (AGM) of the Company at its Corporate Office at “Jajodia Tower”, 3, Bentineck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001, West Bengal on Wednesday, the 29<sup>th</sup> September, 2021 at 04.00 PM.

\_\_\_\_\_  
**Signature of Shareholder**

\_\_\_\_\_  
**Signature of Proxy**

Notes:

- 1) Only members or the Proxy holder can attend the meeting.
- 2) Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue. .

\* Applicable for investors holding shares in electronic form


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 CIN: [L65910WB1984PLC098684](https://www.cin2india.com/cin/L65910WB1984PLC098684)

**FORM NO. MGT-11**
**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules), 2014]

Name(s) of the Shareholder(s) (including joint-holders, if any):	
Registered address of the Shareholder(s):	
Registered Folio No. /Client ID No. /DP ID No.:	
No. of equity Shares Held	

I/ We being the member(s) of \_\_\_\_\_ equity share of the above mentioned Company hereby appoint:

1. Name : .....

Address : .....

E-mail ID:..... Signature..... Or failing him / her

2. Name : .....

Address : .....

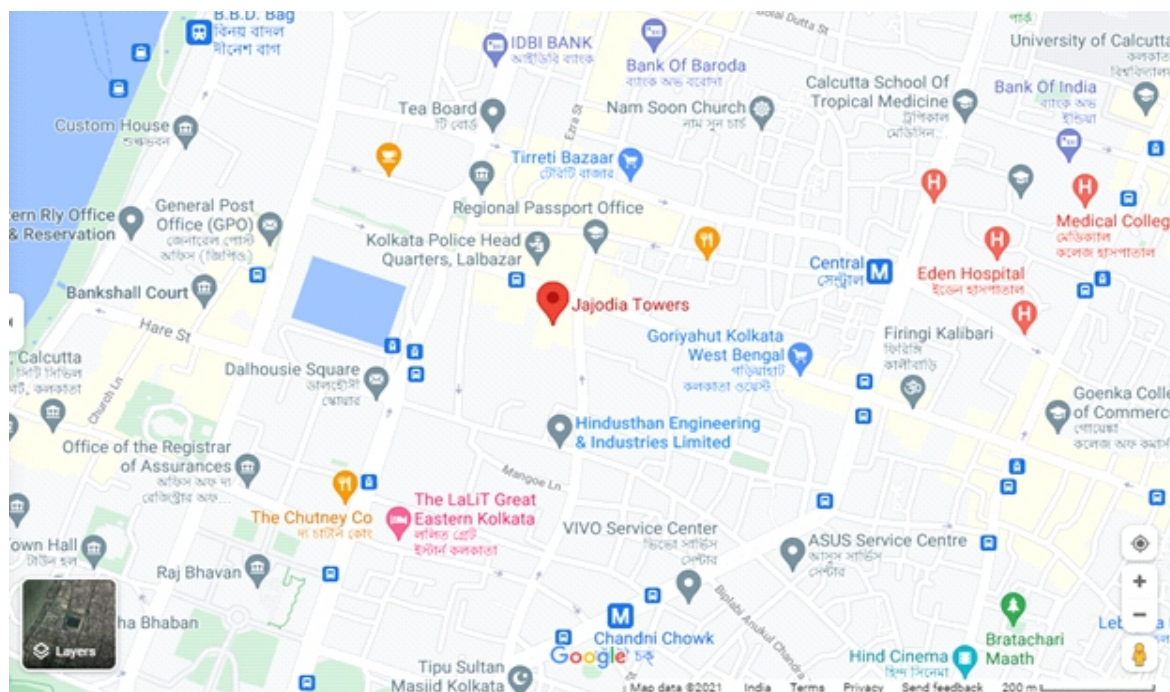
E-mail ID:..... Signature..... Or failing him / her

3. Name : .....

Address : .....

E-mail ID:..... Signature..... Or failing him / her

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37<sup>th</sup> Annual General Meeting of the Company, to be held at its Corporate Office at “Jajodia Tower”, 3, Bentineck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001, West Bengal, on Wednesday, the 29<sup>th</sup> September, 2021 at 04.00 PM in respect of the such resolutions as are indicated below:

**MAP SHOWING LOCATION OF THE VENUE OF THE 37<sup>TH</sup> ANNUAL GENERAL MEETING**
**Venue: "Jajodia Tower", 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata – 700001.**

**VIRAT LEASING LIMITED**

Regd. Office: 1, Crooked Lane, 3rd Floor, Room No-324, Kolkata-700 069  
 Corp. Office: Jajodia Tower, 3, Bentinck Street, 4<sup>th</sup> Floor, Room No. D-8, Kolkata - 700001  
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 CIN: L65910WB1984PLC098684

\* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution Nos.	Resolutions	For	Against
<b>ORDINARY BUSINESS</b>			
1.	Ordinary Resolution: To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31 <sup>st</sup> March, 2021 along with Directors' Report and Auditors' Report thereon.		
2.	Ordinary Resolution: To appoint a Director in place of Mr. Jitendra Kumar Goyal (DIN: 00476844), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.		
3.	Ordinary Resolution: To modify the terms of appointment of Statutory Auditors and fix their remuneration.		
<b>SPECIAL BUSINESS</b>			
4.	Ordinary Resolution: To appoint Mr. Mahesh Kumar Kejriwal (DIN: <a href="#">07382906</a> ) as a Non-Executive Independent Director of the Company.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy holder: \_\_\_\_\_


**Note:**

The Proxy Form signed across revenue stamp should reach the Registered Office of the Company at least 48 hours before the scheduled time of Meeting.

For the Resolutions, explanatory statements and notes please refer to the Notice of the 37<sup>th</sup> Annual General Meeting.

\* This is only optional. Please put 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.