

## **HIRA AUTOMOBILES LIMITED**

Registered Office- # 0598, Sector 18B, Chandigarh, 160018,

CIN-L50101CH1989PLC009500

Email: [hiraaccounts@gmail.com](mailto:hiraaccounts@gmail.com), website: [www.hiraautomobiles.com](http://www.hiraautomobiles.com),

Telephone: +91-92170-48111, +91-92572-39113

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**Date-04-09-2023**

To  
Listing Department,  
**BSE LIMITED,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai

**COMPANY CODE. 531743**

**SUB: ANNUAL REPORT**

Sir,

Please find enclosed herewith a copy of 'Annual Report' for the **FY 2022-23** pursuant to **Regulation 34 of SEBI (LODR) Regulations, 2015.**

Please take the same in your records.

Thanking You,

Yours faithfully,

For **HIRA AUTOMOBILES LIMITED**



**RAHULINDER SINGH SIDHU**  
**CHAIRMAN ANNAGING DIRECTOR**

**MARUTI**  **SUZUKI**



**HIRA AUTOMOBILES LIMITED**

**34th**

**ANNUAL REPORT**

**2022-23**

## BOARD OF DIRECTORS

**S. Rahulinder Singh Sidhu**  
Chairman and Managing Director

**Mrs. Rupinder Kaur**  
Independent Director

**Ravinder Singh Turna**  
Independent Director

**Mrs. Neha Sidhu**  
Whole Time Director

**Mr. Harmandeep Singh**  
Independent Director

## CFO

**RAJAN KAUSHAL**

## BANKERS

**PUNJAB NATIONAL BANK**

## AUDITORS

**MOHAN JUNEJA & CO.**

Chartered Accountants, SCO 56A-57A, 1st Floor,  
Budha Dal Shopping Complex, Lower Mall, Patiala

## PRINCIPAL

**MARUTI SUZUKI INDIA LIMITED**  
PALAM-GURGAON ROAD, GURGAON

## REGISTERED OFFICE

REGISTERED OFFICE - #0598, SECTOR 18-B, CHANDIGARH, 160018

## SHOWROOMS & WORKSHOPS

### SHOWROOM (SALES OUTLETS) :-

1. Rajbaha Road, PATIALA
2. Bhai Complex, Malout Road, MUKTSAR
3. Muktsar Road, MALOUT
4. Radhaswamy Satsang Road, NABHA
5. Patiala Pehowa Road, DEVIGARH
6. Bathinda Malout Road, GIDDERBAHA
7. Nabha Road, BHADSON
8. Malout Road, KILLIANWALI
9. Patiala Road, SAMANA
10. Narwana Road, PATRAN (Patiala)
11. Patiala Rajpura Road, PATIALA
12. Green Park Colony, Muktsar Kotkapura Bypass, MUKTSAR

### WORKSHOPS :-

1. 13-B, Factory Area, PATIALA
2. Narwana Road, PATRAN (Patiala)
3. Bhai Complex, Malout Road, MUKTSAR
4. C-20, Focal Point, PATIALA
5. Muktsar Road, MALOUT
6. Radhaswamy Satsang Road, NABHA
7. Patiala Pehowa Road, DEVIGARH
8. B-1A, Focal Point, PATIALA
9. Bathinda Malout Road, GIDDERBAHA
10. Nabha Road, BHADSON
11. Patiala Road, SAMANA
12. Malout Road, KILLIANWALI



## HIRA AUTOMOBILES LIMITED

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Telephone: +91-92170-48111, +91-92572-39113

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### “NOTICE OF ANNUAL GENERAL MEETING”

Notice is hereby given that the 34<sup>th</sup> Annual General Meeting of the Company will be held on Saturday, 30<sup>th</sup> day of September, 2023 at 04.45 p.m. at the registered office of the company situated at # 0598, Sector 18B, Chandigarh, 160018 to transact the following business-

#### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rahulinder Singh Sidhu who retires by rotation and being eligible, offers himself for reappointment.
3. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION

And 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 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any and the Rules framed there under, as amended from time to time, the appointment of M/s. Mohan Juneja & Co., Chartered Accountants, Patiala, Punjab (Firm Registration No. 020488N) who was appointed as Statutory Auditors of the Company for a second term of Five Financial Years from FY - 2022-23 to FY 2026-27 to hold office from the conclusion of 33<sup>rd</sup> Annual General Meeting till the conclusion of 38<sup>th</sup> Annual General Meeting of the Company at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors, be and is hereby ratified.”

#### SPECIAL BUSINESS

#### 4. RE-APPOINTMENT OF SH. RAHULINDER SINGH SIDHU (DIN-00447452) AS MANAGING DIRECTOR OF THE COMPANY

And to consider and if thought fit, to pass with or without modification (s), the following resolution as an SPECIAL RESOLUTION:

RESOLVED THAT pursuant to the provisions of Section 196/197 of The Companies Act, 2013 and other applicable provisions, if any and The Companies (Appointment and Remuneration of Managing Personnel) Rules, 2014, the consent/approval of the members be and is hereby given to the re-appointment of Sh. Rahulinder Singh Sidhu (DIN-00447452) as Managing director of the company liable to retire by rotation for the period of five years from 01.10.2022 to 30.09.2027 on a remuneration of Rs. 1,50,000/- per month and on such terms and conditions as may be decided by the Board.”

#### 5. RE-APPOINTMENT OF MRS. NEHA SIDHU (DIN-00460875) AS WHOLE TIME DIRECTOR OF THE COMPANY

And to consider and if thought fit, to pass with or without modification (s), the following resolution as an SPECIAL RESOLUTION:

RESOLVED THAT pursuant to the provisions of Section 196/197 of The Companies Act, 2013 and other applicable provisions, if any and The Companies (Appointment and Remuneration of Managing



Personnel) Rules, 2014, the consent/approval of the members be and is hereby given to the re-appointment of **Mrs. Neha Sidhu (DIN-00460875)** as Whole time director of the company liable to retire by rotation for the period of five years from 01.10.2022 to 30.09.2027 on a remuneration of Rs. 1,50,000/- per month and on such terms and conditions as may be decided by the Board.

By order of the Board  
For HIRA AUTOMOBILES LIMITED

Sd/-  
RAHULINDER SINGH SIDHU  
CHAIRMAN AND MANAGING DIRECTOR  
DIN-00447452

DATE: 30-05-2023  
PLACE: CHANDIGARH

## NOTES

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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 a proxy for any other person or shareholder.

2. The Register of Members and the Share Transfer Books of the Company shall remain closed from 29<sup>th</sup> day of September, 2023 to 30<sup>th</sup> day of September, 2023 (both days inclusive).

3. The Company has appointed Mr. Ravinder Kumar, Company Secretary in Practice as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and to declare results.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing and Disclosure Requirements) Regulations, 2015., the Company is pleased to provide members facility to exercise their votes by electronic means and the business may be transacted through e-voting as per time schedule and as per instructions annexed with the notice.

5. Members are requested to register their e-Mail id with the company or its Registrar or their depository participant to enable the company to send the notices and other reports through email.

6. The Scrutinizer shall within a period of two working days from the conclusion of e-voting period, unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company. The results shall be declared within two working days from the conclusion of the AGM. The results declared along with the report of Scrutinizer shall be placed on the Company's website and the website of CDSL and communicated to the stock exchanges.

7. Details of Directors seeking re-appointment at the forthcoming Annual General Meeting as required under Secretarial Standards-2 on General Meetings and in pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is given as an attachment to the notice.

8. Explanatory Statement as required under Section 102 OF The Companies Act, 2013 is annexed herewith.



## EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4- The Board of Directors has reappointed Mr. Rahulinder Singh Sidhu, Managing Director of the Company after completion of his present term. The remuneration and terms and conditions are mentioned in the proposed resolution. This resolution is put before shareholders to seek their approval. None of the Directors and KMP is interested/concerned directly or indirectly, financially or otherwise in the proposed.

ITEM NO. 5- The Board of Directors has reappointed Mrs. Neha Sidhu, Whole Time Director of the Company after completion of her present term. The remuneration and terms and conditions are mentioned in the proposed resolution. The remuneration and terms and conditions are mentioned in the proposed resolution. This resolution is put before shareholders to seek their approval. None of the Directors and KMP is interested/concerned directly or indirectly, financially or otherwise in the proposed resolution except Ms. Neha Sidhu being the appointee and Mr. Rahulinder Singh Sidhu being the relatives.

By order of the Board

For HIRA AUTOMOBILES LIMITED  
Sd/-  
**RAHULINDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN-00447452**

**DATE: 30-05-2023**

**PLACE: CHANDIGARH**

### TIME SCHEDULE FOR E-VOTING PROCESS IS GIVEN BELOW

- (a) Date and time of commencement of voting through electronic means: **Wednesday, September 27, 2023 at 9.00 a. m.**
- (b) Date and time of end of voting through electronic means beyond which voting will not be allowed: **Friday, September 29, 2023 at 5.00 p. m.**
- (c) Details of Website: [www.evotingindia.com](http://www.evotingindia.com)
- (d) Details of persons to be contacted for issues relating to e-voting: Mr. Puneet Mittal, M/s Beetal Financial and Computer Services Private Limited, New Delhi, Tel. No.011-29961281-283, e-mail: [beetalrta@gmail.com](mailto:beetalrta@gmail.com); and CDSL at Tel No. 18002005533, e-mail: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- (e) Details of Scrutinizer Mr. Ravinder Kumar, Company Secretary in Practice
- The e-voting module shall be disabled for voting on **Friday, September 29, 2023 at 5.00 p. m.** Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. 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 (record date)** as on **23<sup>rd</sup> September, 2023.**

### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

- (i) The voting period begins on **27<sup>th</sup> September, 2023 at 09.00 a.m.** and ends on **29<sup>th</sup> September, 2023 at 05.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Saturday, 23<sup>rd</sup> September, 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.



(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders'/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users of who have opted for CDSL'sEasi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs 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 Login icon and select New System Myeasi.</li> <li>2) After successful login theEasi / Easiest user will be able to see the e-Voting Menu. On clickingthee-voting menu, the user will be able to see his/her holdings alongwith links of the respective e-Voting service provider i.e. CDSL/NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/EasiRegistration</a></li> <li>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</li> </ol>



Type of shareholders	Login Method
	successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in Demat mode with NDSL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider's website 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. CDSL and NSDL**

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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders & physical shareholders**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
<b>PAN</b>	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>



- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <HIRAAUTOMOBILES LIMITED> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [hiraaccounts@hiraautomobiles.com](mailto:hiraaccounts@hiraautomobiles.com) (designated email address by the company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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**ATTACHMENT****ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-APPOINTMENT /APPOINTMENT**

Name	Rahulinder Singh Sidhu	Neha Sidhu
Age	41	40
Brief Resume	Working as Managing Director of the Company since 2003	Working as Director in the company for the last 17 years
Nature of his expertise in specific functional areas	Vehicle industry	Vehicle industry
Date of first appointment on the Board,	25.09.2001	25.05.2006
Qualifications	Graduate	Graduate
Experience	22 years	17 years
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per Company's policy on appointment of Board members	As per Company's policy on appointment of Board members
Last drawn remuneration, if applicable	As mentioned in the Corporate Governance Report (forming part of Annual Report 2022 -23)	As mentioned in the Corporate Governance Report (forming part of Annual Report 2022 -23)
Shareholding in the company held either himself or on a beneficial basis for any other persons	270000 equity shares of Rs.10/- each	1000 equity shares of Rs.10/- each
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Related with Ms. Neha Sidhu, WTD of the Company as her husband	Related with Shri Rahulinder Singh Sidhu, Chairman and Managing Director of the Company as wife
The number of Meetings of the Board attended during the Year	13 (for details please refer to the Corporate Governance Report, forming part of Annual Report 2022-23)	13 (for details please refer to the Corporate Governance Report, forming part of Annual Report 2022-23)
Names of companies in which the person also holds the directorship and the membership/Chairman of Committees of the Board	1. Rahul Sidhu Enterprises Private Limited 2. Rahul Sidhu Media Private Limited 3. Pacific Finlease Private Limited 4. RSG Studios Private Limited	1. Rahul Sidhu Enterprises Private Limited 2. Rahul Sidhu Media Private Limited 3. Pacific Finlease Private Limited 4. RSG Studios Private Limited
Chairmanship/member of the Committees of Board of Directors of other Indian Public Companies	Nil	Nil

By order of the Board  
For **HIRA AUTOMOBILES LIMITED**

Sd/-

**RAHULINDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN-00447452**

**DATE: 30-05-2023**

**PLACE: CHANDIGARH**



**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 of the Company	Hira Automobiles Limited
CIN	L50101CH1989PLC009500
Registered Office	# 0598, Sector 18B, Chandigarh, 160018
Email	hiraaccounts@gmail.com
Website	www.hiraautomobiles.com
Tel. No.	+91-92170-48111, +91-92572-39113

Name of the member (s):	
Registered Address	
E-mail ID:	
Folio No./Client Id;	
DP ID:	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name:	
Address:	
E-mail Id:	
Signature:.....or failing him	
2. Name:	
Address:	
E-mail Id:	
Signature:.....or failing him	
3. Name:	
Address:	
E-mail Id:	
Signature:.....or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **34<sup>th</sup> Annual General Meeting** of the company to be held on **Saturday, 30<sup>th</sup> day of September, 2023** at 04.45 p.m. at Registered Office of the Company **# 0598, Sector 18 B, Chandigarh, 160018** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolu tion No.	Resolution	Vote*	
		For	Against
<b>Ordinary Business</b>			
1.	Approval of Annual Accounts for the year ended 31.03.2023		
2.	To appoint a Director in place of Mr. Rahulinder Singh Sidhu who retires by rotation and being eligible, offers himself for reappointment.		
3.	Re-Appointment of Statutory Auditors and to fix their remuneration		
<b>Special Business</b>			
4.	Re-Appointment of Sh. Rahulinder Singh Sidhu as Managing Director of the Company		
5.	Re-Appointment of Smt. Neha Sidhu as Whole Time Director of the Company		

Signed this.....day of.....2023

Signature of shareholder -----,

Signature of Proxy holder(s) -----

Affix Revenue Stemp
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**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**





**ATTENDANCE SLIP**

Name of the Company	Hira Automobiles Limited
CIN	L50101CH1989PLC009500
Registered Office	# 0598, Sector 18B, Chandigarh, 160018
Email	hiraaccounts@gmail.com
Website	www.hiraautomobiles.com
Tel. No.	+91-92170-48111, +91-92572-39113

**(Please complete this attendance slip and hand it over at the entrance of the Venue)**

I hereby record my presence at **34<sup>th</sup> Annual General Meeting** of the company to be held **Saturday, 30<sup>th</sup> day of September, 2023** at 04.45 p.m. at Registered Office of the Company at # 0598, Sector 18 B, Chandigarh, 160018

Folio No./DP ID-Client ID	
Full Name of the Shareholder in Block Letters	
No. of Shares Held	
Name of Proxy (if any) in Block Letters	
Signature of the Shareholder/ Proxy/ Representative*	

\*Strike out whichever is not applicable

⊗ ⊗





## BALLOT PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

<b>HIRA AUTOMOBILES LIMITED</b>
CIN – L50101CH1989PLC009500
Registered Office-# 0598, Sector 18 B, Chandigarh, 160018
Email- hiraaccounts@gmail.com website- www.hiraautomobiles.com
Tel. No. +91-92170-48111, +91-92572-39113

**34<sup>th</sup> Annual General Meeting to be held on Saturday, 30<sup>th</sup> day of September, 2023 at 04.45 p.m. at registered office of the Company# 0598, Sector 18 B, Chandigarh, 160018**

S.NO	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

SN	Item No.	No. of shares held	I assent to the resolution	I dissent from the resolution
<b>Ordinary Business</b>				
1.	Approval of Annual Accounts for the year ended 31.03.2023			
2.	To appoint a Director in place of Mr. Rahulinder Sidhu who retires by rotation and being eligible, offers himself for reappointment.			
3.	Re-Appointment of Statutory Auditors and to fix their remuneration			
<b>Special Business</b>				
4.	Re-Appointment of Sh. Rahulinder Singh Sidhu as Managing Director of the Company			
5.	Re-Appointment of Smt. Neha Sidhu as Whole Time Director of the Company			

Place:  
Date:

(Signature of Shareholder)



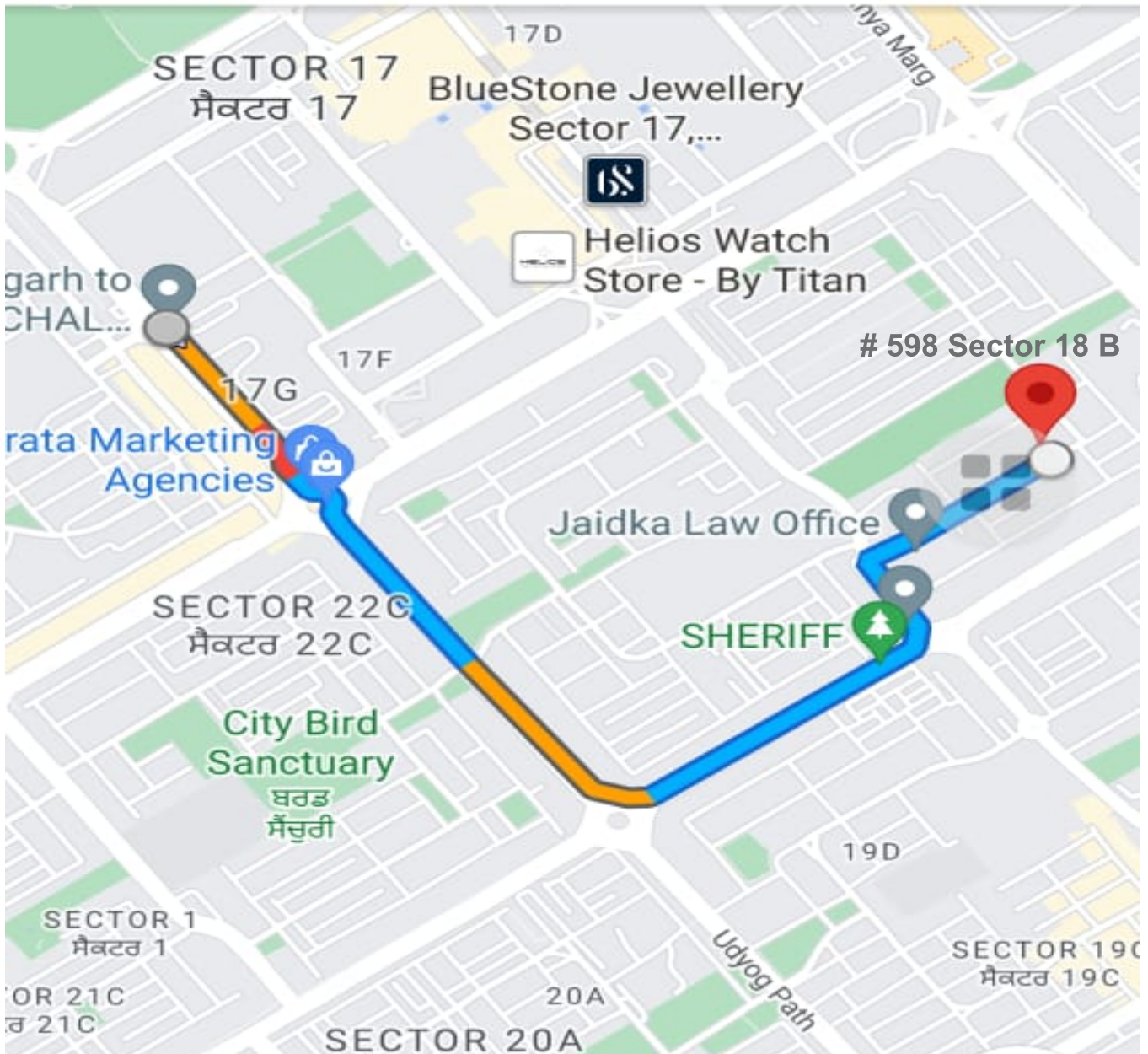




## Route Map



Head southeast on Sector 17 Bus Stand Rd toward Local Bus Stand Rd



Sector 17, Bus Stand to 598 Sector 18 B, Chandigarh



## “BOARD'S REPORT”

**TO,  
THE MEMBERS OF  
HIRA AUTOMOBILES LIMITED**

Your Directors have pleasure in presenting the 34<sup>th</sup> Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended 31st March, 2023.

### FINANCIAL HIGHLIGHTS

<b>Standalone</b>	<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>F.Y. 2022 -23</b>	<b>F.Y. 2021 -22</b>
<b>Total Income</b>	<b>24939.97</b>	<b>22472.45</b>
<b>Profit Before Interest and Depreciation</b>	<b>1051.43</b>	<b>1002.21</b>
Finance Charges	812.62	792.32
Depreciation & Amortization Expenses	136.61	138.90
<b>Profit /Loss (-) Before Exceptional Item, Prior period adjustments and Tax</b>	<b>102.20</b>	<b>70.99</b>
Exceptional Item	-0.07	0.00
Prior period adjustments	0.00	0.00
<b>Profit/Loss (-) Before Tax</b>	<b>102.13</b>	<b>70.99</b>
Tax Expense	27.08	9.45
<b>Net Profit /Loss (-) After Tax</b>	<b>75.05</b>	<b>61.54</b>
Surplus carried to Reserve and Surplus	<b>75.05</b>	<b>61.54</b>

### STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

The Company is an authorized dealer of Maruti Suzuki India Limited and is engaged in selling and providing after sale services of all its Brands. The Company is also carrying on the insurance of vehicles being sold as an agent of Motor Insurance Companies. The Company foresees tough competition in selling of cars.

### ADOPTION OF INDAS

The Company has adopted Indian Accounting Standards (Ind AS) and Annual Financial Statements for the current financial year have been prepared in accordance with the Indian Accounting Standards (“INDAS”) as prescribed under the Companies (Indian Accounting Standards) Rules as amended from time to time notified under Section 133 of the Companies Act, 2013 and .

### CHANGE IN NATURE OF BUSINESS

There has been no change in the business activities of the Company during the year under report.

### DIVIDEND

The Board of Directors has not recommended any dividend this year.

### AMOUNTS TRANSFERRED TO RESERVES



The Board of the company has decided to carry profit of **Rs. 75.05 Lakhs** to its reserves and surplus account.

#### **CHANGES IN SHARE CAPITAL**

There is no change in authorized, issued and paid up share capital of the Company during the year under report.

#### **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY**

The Company does not have any Subsidiary, Joint venture or Associate Company and the provisions regarding disclosure of names of companies which ceased to be the subsidiary, joint venture or associate companies are not applicable.

#### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year and there is no unclaimed dividend.

#### **MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the Company occurred between the period from the end of the financial year to which these financial statements relate and on the date of this report.

#### **ANNUAL RETURN**

As required under sub-section (3) of section 92 of the Companies Act, 2013 as amended, copy of the annual return will be placed on website of the Company [www.hiraautomobiles.com](http://www.hiraautomobiles.com) under the heading investors. The weblink is- <http://www.hiraautomobiles.com/forms.php> after filing with ROC/MCA.

#### **MEETINGS OF THE BOARD OF DIRECTORS**

During the current Financial Year, the Company held **13 meetings** of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between two meetings-

11.05.2022	30.05.2022	21.06.2022	14.07.2022	01.08.2022
12.08.2022	01.10.2022	10.10.2022	14.11.2022	01.12.2022
14.02.2023	18.03.2023	29.03.2023		

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;



- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors have prepared the annual accounts on a going concern basis; and
- e) The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **RE-APPOINTMENT OF AUDITORS AND REPORT THEREON**

M/s. Mohan Juneja & Co., Chartered Accountants, Patiala, Punjab has been appointed as statutory auditors for a second term of 5 years from **FY 2022-23 to FY 2026-27** to hold office from the conclusion of **33<sup>rd</sup> Annual General Meeting till the conclusion of 38<sup>th</sup> Annual General Meeting of the Company.**

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation. Further the Auditors' Report for the financial year ended on **31st March, 2023** is annexed herewith for your kind perusal and information.

#### **LOANS, GUARANTEES AND INVESTMENTS**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 for third party during the year under review and hence the said provision is not applicable.

#### **RELATED PARTY TRANSACTIONS**

The Company has entered into various Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act. Further all the necessary details of transaction entered with the related parties are attached herewith in **Form No. AOC-2** for your kind perusal and information.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO**

The Information pursuant to Section 134(3) (m) pertaining to Conservation of Energy, Technology Absorption and Foreign Exchange Outgo is provided in annexure herewith.

#### **RISK MANAGEMENT**

The Company has insurance policy for all the assets of the Company and all the insurance policies are renewed well in advance.

#### **DIRECTORS AND KMP**

Following changes have occurred in the constitution of Board of Directors and KMP of the company during the current Financial Year.



SN	NAME	DESIGNATION	NATURE OF CHANGE	DATE
1	Mr. Gagandeep Singh Brar	Independent Director	Resigned	01-08-2022
2	Mrs. Kuldeep Kaur Gill	Independent Director	Resigned	01-08-2022
3	Mr. Ravinder Singh Turna	Independent Director	Appointed	01-08-2022
4	Mr. Harmandeep Singh	Independent Director	Appointed	01-08-2022

### DEPOSITS

The company has not accepted or renewed any deposits during the year and there are no unclaimed or unpaid deposits at the end of the financial year.

### CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

### PARTICULAR OF EMPLOYEES

The information required pursuant to Section 134(3) and 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 and Directors is attached herewith. Further, information required under Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is nil as no employee of the Company is in receipt of remuneration as stated therein.

### ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committee. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department.

### SECRETARIAL STANDARDS

The Directors state that the Company has complied with both the applicable Secretarial Standards i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

### CORPORATE GOVERNANCE

Report on Corporate Governance along with the Certificate of M/s. Mohan Juneja & Co., Chartered Accountants, Patiala, Statutory Auditors of the Company confirming compliance of conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 with the Stock Exchanges forms part of the Board Report.

Further, the information under Schedule V Part II Section II-point IV is as under,

- a) The remuneration package of the directors are as follows:



Name of Director	Rahulinder Singh Sidhu	Neha Sidhu
Salary	Rs. 15,00,000/-	Rs. 12,00,000/-
Bonus	0.00	0.00
Stock Options	0.00	0.00
Pension	0.00	0.00

a) Performance linked incentives- Nil, Service contracts, notice period, servant fees- Nil, Stock option details- Nil

### **INDEPENDENT DIRECTORS AND DECLARATION**

Smt. Kuldeep Kaur Gill and Mr. Gagandeep Singh, Independent Directors have resigned on 01-08-2022 and the Board has appointed Mr. Ravinder Singh Turna and Mr. Harmandeep Singh as Independent Directors on the same date. Now there are three Independent Directors namely Smt. Rupinder Kaur, Mr. Ravinder Singh Turna and Mr. Harmandeep Singh. The Board of Directors of the Company hereby confirms that all the Independent directors have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

### **RECONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE**

Nomination and Remuneration Committee was reconstituted on 01-08-2022 during the current financial year and as per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Non-Executive Independent Directors and Chairman of the committee is Independent and Non-Executive Director. The table sets out the composition of the Committee **as on the close of the financial year-**

Name of Directors	Position held in the Committee	Category
Rupinder Kaur	Chairman	Independent/ Non - Executive
Harmandeep Singh	Member	Independent/ Non - Executive
Ravinder Singh Turna	Member	Independent/ Non - Executive

The date of meetings of committee and attendance of members is given in report on corporate governance attached with the report.

### **Terms of Reference of Nomination and Remuneration Committee**

The terms of reference of Nomination and Remuneration Committee are all the matters as provided under Section 178 of The Companies Act, 2013 and the rules made there under and the provisions contained in SEBI(LODR) Regulations, 2015 as amended from time to time.

### **REMUNERATION POLICY**

#### **Remuneration to Executive Directors:**

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is



decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

**Remuneration to Non-Executive Directors:**

The Non-Executive Directors have not been paid any Sitting Fees during the year.

**RECONSTITUTION OF AUDIT COMMITTEE**

Audit Committee was reconstituted on 01-08-2022 during the current financial year and according to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of **three Non-Executive Independent Directors** and Chairman of the committee is Independent and Non-Executive Director. The Board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee **as on the close of the financial year-**

<b>Name of Directors</b>	<b>Position held in the Committee</b>	<b>Category</b>
Rupinder Kaur	Member	Independent/ Non- Executive
Harmandeep Singh	Chairman	Independent/ Non- Executive
Ravinder Singh Turna	Member	Independent/ Non- Executive

The date of meetings of committee and attendance of members is given in report on corporate governance attached with the report.

**Terms of Reference of the Audit Committee**

**The terms of reference** of the audit committee are all the matters as provided under Section 177 (4) of The Companies Act, 2013 and the rules made there under and the provisions contained in SEBI(LODR) Regulations, 2015 as amended from time to time.

**RECONSTITUTION OF STAKEHOLDERS RELATIONSHIP COMMITTEE**

Stakeholders Relationship Committeewas reconstituted on 01-08-2022 during the current financial year and according to Section 178 of the Companies Act, 2013 which comprised of three Non-Executive Independent Directors and Chairman of the committee is Independent and Non-Executive Director. The table sets out the composition of the Committee **as on the close of the financial year-**

<b>Name of Directors</b>	<b>Position held in the Committee</b>	<b>Category</b>
Rupinder Kaur	Member	Independent/ Non- Executive
Harmandeep Singh	Member	Independent/ Non- Executive
Ravinder Singh Turna	Chairman	Independent/ Non- Executive





The date of meetings of committee and attendance of members is given in report on corporate governance attached with the report.

### **SECRETARIAL AUDIT REPORT**

There are certain observations in the Secretarial Audit Report which require corrective actions and the Board has given necessary instructions to take corrective action to the concerned persons in this regard. Further the Secretarial Audit Report as provided by Mr. Ravinder Kumar, Company Secretary in Practice for the current financial year is annexed herewith for your kind perusal and information.

### **ANNUAL SECRETARIAL COMPLIANCE REPORT**

As required under Regulation 24A of SEBI (LODR) Regulations, 2015, the Company has appointed Mr. Ravinder Kumar, Company Secretary in Practice to undertake the audit and certification and to submit the report. The observation made by him was placed before the Board and suggestive measures were taken.

### **VIGIL MECHANISM**

As per Section 177(9) and (10) of the Companies Act, 2013, and as per the Clause 49 of the Listing Agreement, the company has established Vigil Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company.

### **SHARES**

- a. **Buy Back of Securities**-The Company has not bought back any of its securities during the year under review.
- b. **Sweat Equity**-The Company has not issued any Sweat Equity Shares during the year under review.
- c. **Bonus Shares**- The Company has not issued any Bonus Shares during the year under review.
- d. **Employees Stock Option Plan**-The Company has not provided any Stock Option Scheme to the employees.

### **ORDER OF COURT**

There is no significant and material order passed by the regulators or courts or Tribunals impacting the going concern status and company's operation in future.

### **DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Internal Financial Controls are adequate and are in consonance with the size and operations of the Company and such internal financial controls are operating effectively. The Company has also appointed M/s. Rajbir Singh & Co., Cost and Management Accountant, Patiala as Internal Auditor as required under Section 138 of the Companies Act, 2013.

### **SHARES IN SUSPENSE ACCOUNT**

- i. Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year = nil
- ii. Number of shareholders who approached issuer for transfer of shares from suspense account during the year = nil



- iii. Number of shareholders to whom shares were transferred from suspense account during the year = nil
- iv. aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year = nil

#### **SHARES IN UNCLAIMED SUSPENSE ACCOUNT**

- i. Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year = nil
- ii. Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year = nil
- iii. Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year = nil
- iv. Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year = nil

#### **MATERIAL VARIATIONS**

The material variations between the projections and the actual utilization are not applicable.

#### **CODE OF CONDUCT**

The Code of Conduct of Hira Automobiles Limited is attached herewith.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management Discussion and Analysis Report is attached herewith.

#### **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company has in place `Prevention of Sexual Harassment Policy`. This Anti-Sexual Harassment policy of the Company is in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) are covered under this policy. The company has complied with provisions relating to the constitution of Internal Complaints Committee and an Internal Complaints Committee (ICC) is in place to redress complaints received regarding sexual harassment. The following is a summary of sexual harassment complaints received and disposed off during the year, - No. of complaints received: Nil, -No. of complaints disposed off: NA.

#### **COMPLIANCES OF ALL LAWS**

The Board hereby states that the company has devised proper systems to ensure compliance of all laws applicable to the company.

#### **COST RECORDS**

The provisions of Section 148(1) of the Companies Act, 2013 for maintenance of cost records are not applicable to the Company.

#### **ACKNOWLEDGMENT**



Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For and on behalf of Board of Directors

For **HIRA AUTOMOBILES LIMITED**

Sd/-  
**RAHULINDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN: 00447452**

Sd/-  
**NEHA SIDHU**  
**WHOLE-TIME DIRECTOR**  
**DIN: 00460875**

**DATE: 30-05-2023**  
**PLACE: CHANDIGARH**



## REPORT OF THE BOARD OF DIRECTORS ON CORPORATE GOVERNANCE

Pursuant to Regulation 34 read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance is given below,

### 1. COMPANY PHILOSOPHY ON CODE OF GOVERNANCE

The report on Corporate Governance is requirement under Listing Agreement entered into with stock Exchange and forms part of the report of the Board of Directors to the shareholders of the Company. This report gives an insight into the organizational structure of the Company. The vision of the company is to be a financially sound, profitable, growth oriented company committed to building and maximizing sustainable value for all the shareholders. In its endeavor to attain the goal visualized, the company is laying maximum emphasis on the effective system of Corporate Governance.

### 2. BOARD OF DIRECTORS

Composition

The present strength of Board of Directors of the Company is five comprising of two Promoter Directors and three Independent Non-Executive Directors having diversified professional experience. Out of total strength of five Directors two are executive and three are Non-Executive. The composition of Board of Directors as on **the close of the financial year-**

S.N.	Name	DIN	Designation	Nature of Directorship
1	Rahulinder Singh Sidhu	00447452	Chairman and Managing Director	Promoter/ Executive
2	Neha Sidhu	00460875	Whole-time director	Promoter/ Executive
3	Rupinder Kaur	06403845	Director	Independent/ Non-Executive
4	Ravinder Singh Turna	09675648	Director	Independent/ Non-Executive
5	Harmandeep Singh	09676107	Director	Independent/ Non-Executive

Attendance of each Director at the Board Meetings held during the current financial year and last Annual General Meeting and number of other Boards or Board Committees in which he/she is a member is as under-

S.N	Name of Director	No. of Board Meetings attended	No. of other Directorship	Membership in other Committees	Attendance at last AGM
1	Rahulinder Singh Sidhu	13	4	-	Yes
2	Neha Sidhu	13	4	-	Yes
3	Rupinder Kaur	13	-	3	-
4	Ravinder Singh Turna	9	-	3	Yes
5	Harmandeep Singh	9	-	3	-



## RELATIONSHIP OF DIRECTORS

Shri Rahulinder Singh Sidhu, Managing Director of the Company and Smt. Neha Sidhu, Whole Time Director on the Board of Directors are related to each other as husband and wife.

During the year, 13 meetings of the Board of Directors were held on the following dates-

11.05.2022	30.05.2022	21.06.2022	14.07.2022	01.08.2022
12.08.2022	01.10.2022	10.10.2022	14.11.2022	01.12.2022
14.02.2023	18.03.2023	29.03.2023		

The detail of number of shares and convertible instruments held by non – executive directors is given as below,

SN	Name of non – executive Director	No. of Equity Shares Held	No. of convertible instruments Held
1	Rupinder Kaur	Nil	NA
2	Ravinder Singh Turna	Nil	NA
3	Harmandeep Singh	Nil	NA
	Total	Nil	NA

The familiarization program imparted to independent directors is disclosed on weblink- <http://www.hiraautomobiles.com/policies&events.php> of the Company.

### 3. AUDIT COMMITTEE

The terms of reference of the audit committee include all the matters as provided under Section 177 (4) of The Companies Act, 2013 and the rules made there under and SEBI (LODR) Regulations, 2015 as amended from time to time.

#### Composition and Meetings

In compliance with the provisions of Section 177(2) of the Companies Act, 2013, Audit Committee comprised of three Non-Executive Independent Directors and Chairman of the committee is Independent and Non-Executive Director. Five meetings of Audit Committee were held during the year under consideration on following dates-

30.05.2022	12.08.2022	14.11.2022	14.02.2023	18.03.2023
------------	------------	------------	------------	------------

The detail of members of the audit committee as on **the close of financial year** and their attendance during the year is as under-

Name of Directors	Position held in the Committee	Category	Meetings	
			Held	Attended
Harmandeep Singh	Chairman	Independent/Non-Executive	Five	Four
Rupinder Kaur	Member	Independent/Non-Executive	Five	Five
Ravinder Singh Turna	Member	Independent/Non-Executive	Five	Four



#### 4. NOMINATION AND REMUNERATION COMMITTEE

The terms of reference of Nomination and Remuneration Committee covers all the matters provided under the Companies Act, 2013 and the rules made there under and SEBI (LODR) Regulations, 2015.

##### Composition and Meetings

In compliance with the provisions of Section 178(1) of the Companies Act, 2013, Nomination and Remuneration Committee comprises of three Non-Executive Independent Directors and Chairman of the committee is Independent and Non-Executive Director. Two meeting of Nomination and Remuneration Committee was held on **01.10.2022 and 18.03.2023** during the year under consideration.

The details of members of the committee as on as on **the close of financial year** and their attendance during the year is as under-

Name of Directors	Position held in the Committee	Category	Meetings	
			Held	Attended
Rupinder Kaur	Chairman	Independent/ Non Executive	- Two	Two
Harmandeep Singh	Member	Independent/ Non Executive	- Two	Two
Ravinder Singh Turna	Member	Independent/ Non Executive	- Two	Two

##### Remuneration policy

Remuneration policy ensures that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully and that relationship of remuneration to performance is clear and meets appropriate performance benchmarks and that remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

#### 5. REMUNERATION OF DIRECTORS

There is no pecuniary relationship or transaction of the company with its independent directors and that no payment of sitting fee is made to them for attending Board and Committee meetings. Following Executive Directors were paid as per detail given below-

S.N.	Name Of Director	Designation	Salary Rs.	Benefit s	Bonu s	Stock Option s	Pensio n
1	Rahulinder Singh Sidhu	Managing Director	15.00 Lakhs	-	-	-	-
2	Neha Sidhu	Whole Time Director	12.00 Lakhs	-	-	-	-

No commission on profits is paid to any of the Directors. No stock option has been given to any of the Directors, including Executive Directors.



## 6. STAKEHOLDERS' GRIEVANCE COMMITTEE:

### Composition and Meetings

In compliance with the requirement of Section 178(5) of The Companies Act, 2013, Stakeholder Relationship Committee comprises of three Independent and Non-Executive Directors and Chairman of the committee is Independent and Non-Executive Director, to consider and resolve the grievances of security holders of the company. One meeting of Stakeholder Relationship Committee was held on **18.03.2023** during the year under consideration.

The details of members of the committee as on as on **the close of financial year** and their attendance during the year is as under-

Name of Directors	Position held in the Committee	Category	Meetings	
			Held	Attended
Ravinder Singh Turna	Chairman	Independent/ Non Executive	- One	One
Rupinder Kaur	Member	Independent/ Non Executive	- One	One
Harmandeep Singh	Member	Independent/ Non Executive	- One	One

### Compliance Officer

Ms. Shivani, Company Secretary, has been appointed as Compliance officer for the purpose of complying with various provisions of the Guidelines, Regulations issued by Securities and Exchange Board of India, Listing Agreement with Stock Exchanges.

### Complaints

The Company has not received any complaint during the year from the shareholders and there is no pending complaint with the Company.

## 7. GENERAL BODY MEETINGS

Location and time, where last three Annual General Meetings were held is given below -

Financial Year	Date	Time	Venue
2019-20	30.09.2020	5.00 P.M.	# 0598, Sector 18B, Chandigarh, 160018
2020-21	30.09.2021	5.00 P.M.	# 0598, Sector 18B, Chandigarh, 160018
2021-22	30.09.2022	5.00 P.M.	# 0598, Sector 18B, Chandigarh, 160018



Following Special Resolutions were passed in the previous 3 Annual General Meeting:

Date of meeting	Special resolution passed
30.09.2020	Nil
30.09.2021	Nil
30.09.2022	Two Special resolutions were passed for- 1.Appointment of Mr. Ravinder Singh Turna as an Independent Director 2. Appointment of Mr. Harmandeep Singh as an Independent Director

#### **POSTAL BALLOT**

No special resolution has been passed last year through postal ballot and no special resolution is proposed to be conducted through postal ballot.

#### **8. MEANS OF COMMUNICATION**

Quarterly results are normally published in the newspapers and also sent to BSE Limited. Physical copy of annual report which inter alia includes the Directors Report, Corporate governance report, Audited Accounts, Cash Flow Statements etc. was sent to shareholders by post and also to BSE Limited. The quarterly results and annual report is also available on company's website at [www.hiraautomobiles.com](http://www.hiraautomobiles.com) under investors section.

#### **9. GENERAL SHAREHOLDER INFORMATION**

##### **Annual General Meeting**

Date: **30.09.2023**, Time: **04.45 PM**, Day: **Saturday** and Venue: Registered Office of the Company at # 0598, Sector-18B, Chandigarh, 160018

##### **Financial Year**

The company's Financial Year starts from 1<sup>st</sup> April every year and conclude on 31<sup>st</sup> March, next year.

##### **Book Closure**

The Register of Members and the Share Transfer Books of the Company shall remain closed from **29<sup>th</sup> day of September, 2023 to 30<sup>th</sup> day of September, 2023** (both days inclusive).

##### **Dividend**

No dividend has been recommended by the Board this year and therefore information under this sub clause is nil.

##### **Listing**

The shares of the Company are listed at BSE Limited only. The Company has paid listing fee to BSE Limited. Securities of the Company were not suspended from trading by BSE Limited during last year.

##### **Stock Code**

The Stock Code of the Company on BSE Limited is 531743.



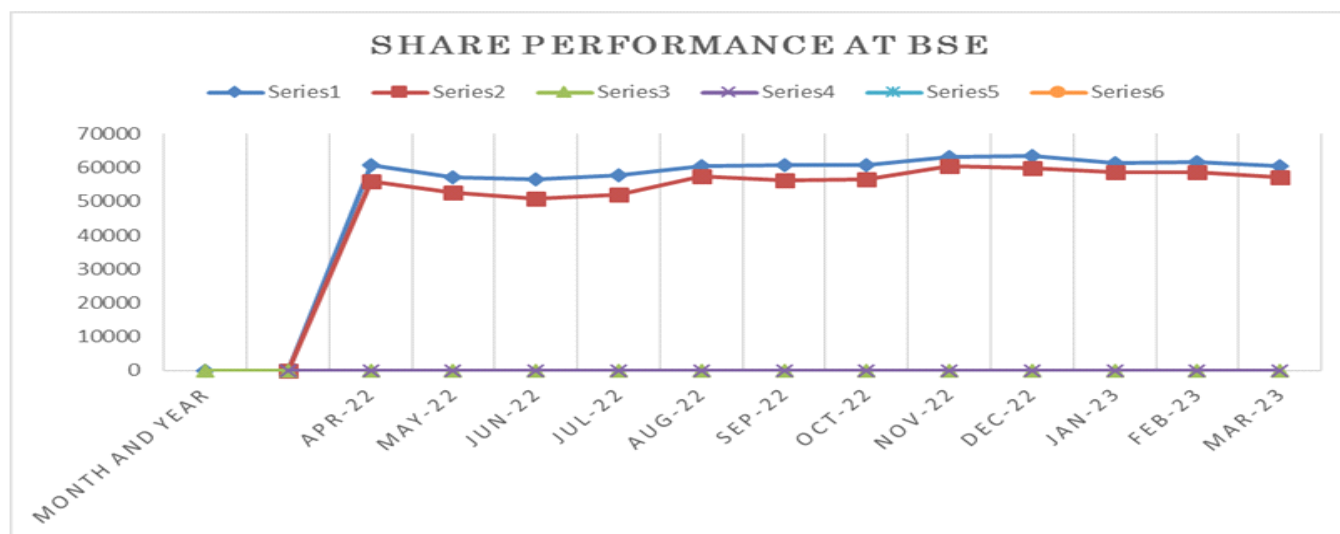


## Stock Market Data

Detail of High and Low market price and traded volume each month in last financial year BSE is as under-

Month	Open	High	Low	Close	No. of Shares	No. of Trades	Total Turnover
Apr 22	0	0	0	0	0	0	0
May 22	0	0	0	0	0	0	0
Jun 22	0	0	0	0	0	0	0
Jul 22	0	0	0	0	0	0	0
Aug 22	0	0	0	0	0	0	0
Sep 22	0	0	0	0	0	0	0
Oct 22	0	0	0	0	0	0	0
Nov 22	0	0	0	0	0	0	0
Dec 22	13.23	14.58	13.23	14.58	300	3	4,170
Jan 23	15.30	16.06	15.30	16.06	300	3	4,666
Feb 23	0	0	0	0	0	0	0
Mar 23	16.86	16.86	16.86	16.86	100	1	1,686

Share Performance in comparison to broad-based indices of BSE Sensex is as under



### Registrar and Share Transfer Agents

The Company has appointed M/s Beetal Financial & Computer Services Private Ltd, New Delhi as Common Agency (RTA) for Share Transfer work in both modes physical as well as electronically. Detail of RTA is as under,

M/s Beetal Financial & Computer Services Private Limited

Beetal House, 3<sup>rd</sup> Floor, 99 Madangir, Behind Local Shopping Center, Near Data Harsukhdas Mandir  
New Delhi- 110062, Ph: 011-29961281/82, Fax: 011-29961284, e-mail: beetalrta@gmail.com

### Share Transfer System

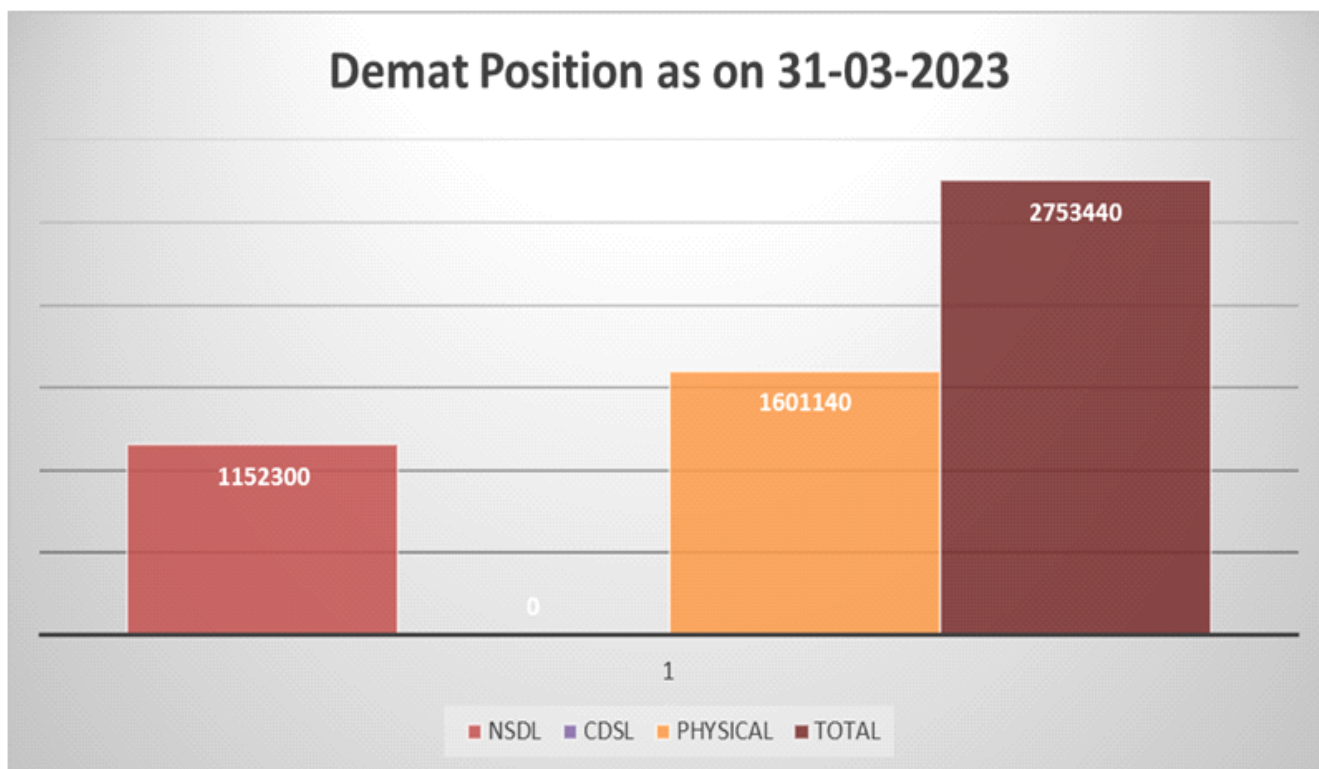
The company's shares in dematerialized form transferable through depository system and Shares in physical form are processed by M/s Beetal Financial & Computer Services Private Limited. The Board has authorized Shri Rahulinder Singh Sidhu, Managing Director of the company to approve share transfers and matter related therewith.

### Reconciliation of Share Capital Audit

M/s. Mohan Juneja and Associates, Chartered Accountants carries out the Reconciliation of Share Capital Audit as mandated by SEBI, and reports on the reconciliation of total issued and listed Capital with that of total share capital admitted / held in dematerialized form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges.

### Dematerialization of shares and liquidity

The Shares of the company have not been traded on stock exchange during the period under review. The **ISIN** of the Company is **INE258Z01013** and 41.85% shares of the Company are held in dematerialized form and graphically represented as under-



**NSDL=1152300, CDSL=0, PHYSICAL=1601140, TOTAL=2753440**

### **Distribution of shareholding**

Detail of distribution of shareholding of equity share of the Company by size and ownership class as on **31.03.2023** is given as under

Share Holding of Nominal Value of Rs. 10	Number of Shareholders	% To Total	No of Shares	Amount In Rs	% To Total
UP TO 5000	130	62.50	38240	382400	1.3888
5001 TO 10000	50	24.03	45100	451000	1.6380
10001 TO 20000	7	3.36	10,000	1,00,000	0.3632
20001 TO 30000	4	1.92	9,000	90,000	0.3269
30001 TO 40000	2	0.96	6,800	68,000	0.2470
40001 TO 50000	1	0.48	4,400	44,000	0.1598
50001 TO 100000	1	0.48	5,200	52,000	0.1889
100001 AND ABOVE	10	6.25	26,34,70 0	2,63,47,000	95.6876
<b>TOTAL</b>	<b>205</b>	<b>100.00</b>	<b>27,53,44 0</b>	<b>2,75,34,400</b>	<b>100.0000</b>

Category	Number of holders	Number of Shares	% age to total
Promoter-Individual Indian	8	2573300	93.46
Promoter- Non Resident Individual	3	62400	2.26
Non Resident Individual	1	500	0.02
Bodies Corporate	2	500	0.02
Resident Individuals-HUF	191	116740	4.24
<b>Total</b>	<b>205</b>	<b>2753440</b>	<b>100</b>

### **ISSUE OF GDRs/ ADRs /INSTRUMENTS**

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

### **SHOWROOM/WORKSHOP LOCATIONS**

#### **Showroom**

#### **Locations**

1. Hira Automobiles Limited, Rajbaha Road, Patiala Ph. No .92170-48111
2. Hira Automobiles Limited, 13-B, Factory Area, Patiala. Ph No.92170-48236
3. Hira Automobiles Limited, B-1/A, Focal Point, Patiala Ph. No.92170-48501
4. Hira Automobiles Limited, C-20, Focal Point, Patiala Ph No. 92170-48233
5. Hira Automobiles Limited, Patiala Rajpura Road, Patiala Ph No.92170-48182
6. Hira Automobiles Limited. Malout Road, Muktsar, Ph .No 88720-34131
7. Hira Automobiles Limited. Narwana Road, Patran, Ph .No 92170-48413
8. Hira Automobiles Limited, Radha Swami Satsang Road, Nabha, Ph.No. 92170-48403
9. Hira Automobiles Limited, Muktsar Road, Malout, Ph. No.92170-48293



10. Hira Automobiles Limited, Patiala Pehowa Road, Devigarh, Ph. No.92170-48235
11. Hira Automobiles Limited, Bathinda Malout Road, Gidderbaha, Ph.No.88720-22143
12. Hira Automobiles Limited, Nabha Road, Bhadson, Ph No. 88720-34190
13. Hira Automobiles Limited, Cheeka Road, Samana Ph No. 92170-48448
14. Hira Automobiles Limited, Malout Road, Killianwali. Ph. No. 88720-34196
15. Hira Automobiles Limited, Malout Bathinda Bypass, Mukatsar Ph. No. 88720-22189

#### **Address for correspondence**

Following is the address for correspondence:

Registered Office – Hira Automobiles Limited, # 0598, Sector 18B, Chandigarh, 160018

## **10. OTHER DISCLOSURES**

### **Related Party Transactions**

There are no materially significant related party transactions that may have potential conflict with the interests of company at large. There were transactions with related parties at market price at arm's length basis which are disclosed in Form AOC – 2 attached herewith. The policy on dealing with related party transactions is available on web link-

<http://www.hiraautomobiles.com/Transactionpolicy.php>.

### **Compliance**

The Company has complied with all the provisions of listing agreement and that no penalties and /or strictures has been imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

### **Vigil Mechanism**

Detail of Vigil Mechanism is provided in the same heading in Director's Report.

### **Whistle Blower Policy**

Company has formulated the Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company and that no personnel has been denied access to the audit committee.

### **Mandatory Requirements**

The Company has complied with all the mandatory requirements as stipulated in SEBI (Listing and Disclosure Requirements) Regulations, 2015 as amended from time to time.

## **COMPLIANCE CERTIFICATE BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER**

We, Rahulinder Singh Sidhu, Managing Director and Rajan Kaushal, Chief Financial Officer of the Company hereby certify that;

- A. We have reviewed financial statements and the cash flow for the year ended **31<sup>st</sup> March 2023** and that 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 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 that are fraudulent, illegal or volatile to 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 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 they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee:

- (1) Significant changes in internal control over financial reporting during the year
- (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
- (3) There were no instances of fraud of which they have become aware and the involvement therein of the management or an employee having a significant role in the company's internal control system over financial reporting.

For **HIRA AUTOMOBILES LIMITED**

Sd/-  
**RAHULINDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN- 00447452**

Sd/-  
**RAJAN KAUSHAL**  
**CHIEF FINANCIAL OFFICER**

**DATE: 30-05-2023**

**PLACE: CHANDIGARH**

#### **CEO DECLARATION ON CODE OF CONDUCT**

I, Rahulinder Singh Sidhu, Managing Director of the Company hereby declare that all Board Members and Senior Management Personnel have affirmed compliance with the code of conduct for the Directors and Senior Management Personnel as approved by the Board, for the Financial Year ended **31<sup>st</sup> March, 2023**.

For **HIRA AUTOMOBILES LIMITED**

Sd/-  
**RAHULINDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN-00447452**

**DATE: 30-05-2023**

**PLACE: CHANDIGARH**



## **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

The Board of Directors  
Hira Automobiles Limited  
Chandigarh,

We have examined the compliance of conditions of Corporate Governance by Hira Automobiles Limited for the financial year ended **March 31, 2023** as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to 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.

In our opinion and to the best of our information and according to the explanations given to us we certify that the company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For **Mohan Juneja &Co.**  
**Firm Registration Number –020488N**  
**(Chartered Accountants)**

Sd/-

**Mohan Juneja**  
**(Partner)**

**Membership No. -099825**

**Place: Chandigarh**

**Date: 30-05-2023**



## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO**

### **(A) Conservation of energy:**

Steps taken / impact on conservation of energy, with special reference to the following:

- (i) Steps taken by the company for utilizing alternate sources of energy including waste generated - NIL
- (ii) Capital investment on energy conservation equipment - NIL

### **(B) Technology absorption:**

- 1. Efforts, in brief, made towards technology absorption - NIL
- 2. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc. - NIL
- 3. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:
  - (a) Details of technology imported. - NIL
  - (b) Year of import. - NIL
  - (c) Whether the technology been fully absorbed- NIL
  - (d) If not fully absorbed, areas where absorption has not taken place, and the reasons therefore- NIL.
- 4. Expenditure incurred on Research and Development : Nil

### **(C) Foreign exchange earnings and Outgo**

Earnings	NIL
Outgo	NIL



**FORM NO. AOC. 2**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

1. Details of contracts or arrangements or transactions in ordinary course of business and at arm's length basis

<b>SN</b>	<b>Particulars</b>	<b>Details</b>
A	Name(s) of the related party and nature of relationship	Rahulinder Singh Sidhu
B	Nature of contracts/arrangements/transactions	working as Managing Director
C	Duration of the contracts/arrangements/transactions	5 years
D	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 15.00 lakhs paid as remuneration and Rs. 95.61 lakhs paid as interest on unsecured loan .
E	Justification for entering into such contracts or arrangements or transactions	NA
F	Date of approval by the Board	11-05-2022
G	Amount paid as advances, if any	-
H	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

2. Details of contracts or arrangements or transactions in ordinary course of business and at arm's length basis

<b>SN</b>	<b>Particulars</b>	<b>Details</b>
A	Name(s) of the related party and nature of relationship	Neha Sidhu
B	Nature of contracts/arrangements/transactions	Working as Whole Time Director
C	Duration of the contracts/arrangements/transactions	5 years
D	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 12.00 lakhs paid as remuneration
E	Justification for entering into such contracts or arrangements or transactions	NA
F	Date of approval by the Board	11-05-2022
G	Amount paid as advances, if any	-
H	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

**HIRAAUTOMOBILES LIMITED**

Sd/-

**RAHUL INDER SINGH SIDHU**  
**CHAIRMAN AND MANAGING DIRECTOR**

DATE: 30-05-2023  
PLACE: CHANDIGARH

DIN : 00447452

Sd/-

**NEHA SIDHU**  
**WHOLE-TIME DIRECTOR**

DIN : 00460875





### RATIO OF REMUNERATION

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	6.67:1
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Nil
(iii) the percentage increase in the median remuneration of employees in the financial year;	Nil
(iv) the number of permanent employees on the rolls of company;	399
(v) the explanation on the relationship between average increase in remuneration and company performance;	NA
(vi) comparison of the remuneration of the Key Managerial Personnel against the performance of the company;	As per individual performance
(vii) variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year;	Nil
(viii) average percentile increase 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;	Nil
(ix) comparison of the each remuneration of the Key Managerial Personnel against the performance of the company	As per individual performance
(x) the key parameters for any variable component of remuneration availed by the directors;	Nil
(xi) the ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year;	Nil
(xii) Affirmation that the remuneration is as per the remuneration policy of the company.	Yes



## DECLARATION

A Code of Conduct for the Directors and Senior Management Personnel has already been approved by the Board of Directors of the Company. As stipulated under the provisions of SEBI (Listing and Disclosure Requirements) Regulations, 2015 all the Directors and the designated personnel in the Senior Management of the Company have affirmed compliance with the said code for the financial year ended **March 31, 2023**.

Sd/

**RAHULINDER SINGH SIDHU-**

**DATE: 30-05-2023**

**-DIN-00447452**

**PLACE: CHANDIGARH  
MANAGING DIRECTOR**

## SECRETARIAL AUDIT REPORT

**FOR THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> MARCH, 2023**

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

To The Members of

**HIRA AUTOMOBILES LIMITED**

**# 0598, SECTOR 18-B, CHANDIGARH, 160018**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hira Automobiles Limited, CIN- L50101CH1989PLC009500** and having registered Office at **# 0598, Sector 18-B, Chandigarh, 160018** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, here by report that in my opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2023** complied with the statutory provisions listed here under 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 Hira Automobiles Limited for the financial year ended on **31<sup>st</sup> March, 2023** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;



- (c) The Securities and exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998;
- (vi) Payment of Wages Act, Gratuity Act, Employees State Insurance Act, 1948, The Employees Provident Fund & Miscellaneous Provisions Act, 1952, I have also examined compliance with the applicable clauses of the following:
  - (a) Secretarial Standards issued by The Institute of Company Secretaries of India.
  - (b) The Listing Agreement entered into by the Company with BSE Limited.

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

**1. Promoters shareholding in the Company is 95.72% whereas required limit as per SEBI (LODR) Regulations, 2015 is 75%.**

**2. 43.55 % promoters' shareholding is in dematerialized form only whereas required limit as per SEBI (LODR) Regulations, 2015 is 100%.**

I further report that

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

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 decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**PLACE: RAJPURA**  
**DATE: 30.05.2023**

Sd/-  
**RAVINDER KUMAR,**  
**FCSNO. 4569, C P NO.: 8444**  
**UDIN- F004569E000420041**

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



To The Members of  
**HIRA AUTOMOBILES LIMITED**  
# 0598, SECTOR 18B, CHANDIGARH, 160018

My report of even date is to read along with this letter.

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 my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever 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.

Sd/-

**RAVINDER KUMAR,**  
**FCSNO. 4569, C P NO.: 8444**  
**UDIN- F004569E000420041**

**PLACE: RAJPURA**  
**DATE: 30.05.2023**



## **HIRA AUTOMOBILES LIMITED CODE OF CONDUCT**

### **PERSON TO WHOM THE CODE IS APPLICABLE**

This code is applicable to the following persons (hereinafter referred to as 'Officers' of the company):

- All the Board Members.
- The Entire Core Group Members of the Company and heads of the department

### **I GENERAL STANDARD OF CONDUCT**

1. Officers are expected to exercise good judgment to ensure the safety and welfare of employees, consumers, customers, suppliers, shareholders, lenders and other stakeholders, and to maintain a co-operative, efficient, positive, harmonious and productive work environment, practice integrity in inter-personal relationships, work on the principal of mutual trust, transparency and team work.
2. Officers are expected to acquire and maintain professional competence.
3. Officers are expected to observe discipline and conduct themselves, both on and off-duty, in a manner to uphold the high image of the company.
4. Officers are expected to assist the company in identifying, controlling, mitigating and managing business risks within the company's risk management policy framework.
5. Officers are expected to assist the company in providing to its employees a work environment free of harassment and free of discrimination based on race, religion, creed, color, physical or mental disability, age, sex, etc.
6. Officers should not engage in selling or distribution, or be in possession of or use narcotics/psychotropic drugs or be under influence of alcohol while on duty.
7. As Officers represent the Company before the public and various authorities they are expected to dress neatly and appropriately in a manner consistent with the nature of their work and the image of the company.
8. Officers should not claim from the company unauthorized personal expenses.
9. Customer/supplier/investor Relationships- Officers who need to deal with customers, suppliers and investors should understand that they are dealing and therefore should uphold the image and goodwill generated and built-up by the Company over the year.

### **II APPLICABLE LAWS**

Officers must acquire adequate Knowledge of all the applicable laws, rules, regulations, order and notifications under regulatory framework as applicable to their functions and duties and should follow and comply with the same and avoid violation, breach or infringement thereof.

### **III CONFLICT OF INTEREST**

Officers of the Company will avoid conflict of interest. Conflict of interest is said to exist when personal interest may have a potential conflict with the interest of the company at large. Where any transaction involves conflict of interest, prior approval of the Managing Directors / Executive Director and in case of a Director, of the Board should be obtained.

### **IV PROTECTING CONFIDENTIAL INFORMATION**

The Company's confidential information is a vita and asset. It may relate to product, product formula, process, product plans and road maps, cost and financial information, information as to customers, suppliers, dealers and employees, business arrangements and agreements as well as to patents, trademarks, copyrights and trade secrets. For the purpose of this Code, confidential information would also



include the information obtained by the Company from a third party under a Non Disclosure Agreement. Such confidential information should be protected and safeguarded against unauthorized/ personal use and should not be disclosed to any one expect (i) with prior authorization (ii) in the ordinary course of carrying on the business of the Company. In the course of conducting the Company's Business, Officers may come in possession of confidential information about its employees, customers, suppliers, etc. Officers should handle the same with utmost responsibility and prevent its misuse.

#### **V PREVENTION OF INSIDER TRADING**

Officers are privy to price sensitive inside information and should not use it to make personal gains. The Company has framed "Code of Conduct for prevention of insider trading in the Securities of the Company," Officers should follow the same in letter and spirit.

#### **VI COMPANY'S ASSETS**

Protecting and safeguarding the Company's assets and properties and preventing their unauthorized use/ personal use is one of the key and prime responsibility of Officers. Officers are personally responsible of the Company's funds under their control. Officers should use electronic communication facilities like e-mail, Internet etc. in a legal ethical and appropriate manner and not expose the Company to liability resulting from the illegal, unauthorized or unethical use thereof.

#### **VII NON COMPLIANCE**

In case of non-compliance of any of the provisions of this Code of conduct, the same shall be reported to the Chairman of the Board of Directors of the Company.

#### **VIII ANY AMENDMENTS OR MODIFICATION TO THE CODE OF CONDUCT**

This Code of Conduct is subject to modification. The Board of Directors has the requisite power and the authority to update and amend the Code of Conduct from time to time.

#### **IX ACKNOWLEDGEMENT OF RECEIPT OF CODE OF CONDUCT AND ETHICS**

I have received and read the Company's Code of Conduct and Ethics and have understood the standards and policies contained therein. I agree to comply with the Company's Code of Conduct and Ethics. I hereby affirm to the Company compliance with the Code Conduct and Ethics on an annual basis and also undertake to renew such affirmation in the first week of April every year.

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## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### 1. Industry structure and development

In the current financial year, the industry showed a minor growth in volumes and except for one or two companies the others showed a de-growth. Your Principal company Maruti Suzuki worked efficiently to register growth in this financial year. The selling was hard which was undertaken by your company (and principals too) to mark a growth and increase its market share.

### 2. Opportunities and threats

Still the Indian market is at the adolescence stage as the number of cars per 100 populations is quite low as compared with the west or the developed economies. In India we have a large scope to increase our sales and create new markets for us keeping in view the potential available. The opportunity in the replacement segment is immense as the used car industry has just started to become organized. All these opportunities put together makes our future bright and we have to make efforts to grab the required share. There are no major threats that looms the industry or our company. The competition is intensifying and all companies are making their best efforts to grab the market available. We are in a position where the market forces may retard our pace of growth but cannot stop it. So no threats are perceived for your company.

### 3. Segment wise or product wise performance

Maruti Suzuki has its strength in the range of products. At every Lac they have a car to offer to their customers Starting from Rs. 4.20 Lac. We are at an advantage that we can supply the products to whichever segment the customer is ready. With the stagnation looming across the industries the small cars are more in demand which is the strength of your company. The focus is continuous on the sales of each segment and growth is being monitored on every product.

### 4. Outlook

The company is very buoyant about the future as the demand for its products is on the rise. The demand for the vehicles in the segments being catered to is growing and seems bright for the company. The smart city projects, the industrial policies of the Central Government are sure to give new life to the stagnant economy. The principals have quite a few new product line-ups which will increase the demand.

### 5. Risks and concern

The competition is always perceived as a threat but with us it is an opportunity. Cars now are necessary comfort for each individual who is mobile and has to move to places. So for him/her we are the choice as our vehicles are economical to buy and easy to maintain. The share is growing hence we do not feel any risk to our business.

### 6. Internal control systems and their adequacy

The internal controls have been made more stringent with team of auditors working to check each transaction and verify the same. The audit, pre-audit and the concurrent audit is keeping the operation team on their toes and let them not make any mistake.

### 7. Discussion on financial performance with respect to operational performance

Due to overall improvement in economy, there has been some positive impact on the financial stability of the company with respect to operational performance as the working capital limits of the company has come under control due to growth in operational performance. Profitability of the company has been stable during the year in spite of higher burden of interest expenditure.

### 8. Human Resources

Human Resource is considered to be the most prized asset of the company by the management. Hence the work-force is being looked after well and ensured that they remain motivated. The 360-degree appraisal system ensures their satisfaction and brings out their concerns and bickering's which are addressed by the



management immediately. This improves the employee-management relationship and makes them work for the better future of the company.

**9. Management of the Company**

As Company has a large network of branches spread over 15 locations in two district of Patiala and Muktsar, each location is being managed by a rich experienced deemed CEO who is also known deemed key managerial personnel. All the branches key Managerial Personnel are reporting to the Senior Most KMP sitting at Patiala corporate office of the company.

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## **Independent Auditor's Report**

### **To the Members of M/s. Hira Automobiles Limited**

#### **Report on the Standalone Financial Statements**

##### **Opinion**

We have audited the standalone financial statements of *Hira Automobiles Limited* ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss, statement of changes in equity and 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 standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 ( Indian Accounting Standards prescribed under section 133 of the Act read with Companies ( Indian Accounting Standards) Rule 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, 2023, and profit/loss, changes in equity and its cash flows for the year ended on that date.

##### **Basis for Opinion**

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

##### **Responsibility of Management for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS and other accounting policies generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Company, as aforesaid.



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.

### **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.

- a) The Company has certain ongoing legal proceedings for various complex matters with the Government of India and other parties, continuing from earlier years. In that regard our audit procedure includes and were not limited to the followings: -
  - Discussed with the management on the development in these litigations during the year ended March 31, 2023.
  - Rolled out of enquiry letters to the Company's management and noted the responses received and assessed the same.
  - Reviewed the disclosures made by the Company in the financial statements in this regard.
  - Obtained representation letter from the management on the assessment of these matters
- b) "The Company is covered under Secretarial Audit and compliances under Companies Act, 2013. Our opinion on financial statement of the company is subject to qualification / non compliances (if any) reported/ covered under Secretarial Audit and Compliance report by the practicing company secretary."
- c) The GST department has conducted GST Audit of the company for FY 2017-18, 2018-19 and 2019-20. As per information and explanation provided to us by the management, we believe that issues/ paras raised by the Audit Team has been complied by the company except the followings:-
  - Short payment of GST amounting to Rs.24,31,161/- on Insurance Income/ Processing Charges received from Customers.
  - Non-Payment of GST amounting to Rs.99,84,605/-, ( FY 2017-18 - Rs.32,80,316/-), (FY 2018-19- Rs.36,67,226/-) and ) FY 2019-20- Rs.30,37,063/-) on services supplied by the directors to the Auditee company under reverse charges basis.
  - Irregular availment of ITC to Rs.32,93,887/- on purchase of demo vehicles blocked under section 17(5).

The company has complied/ replied to the department vide reply letter dated 20/10/2022 and 08/11/2022 on the above mentioned open issue/ paras. However there is no communication, no show cause notice and no further inquiry letter has been received from the GST department till time of our reporting, so we have not consider the impact of these open issue/ paras of GST audit in the Financial Statements 2023.

- a) We identified IT systems and controls over financial reporting as a key audit matter for the Holding Company because its financial accounting and reporting systems are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, specifically with respect to revenue and raw material consumption. Also, due to such large transaction volumes and the increasing challenge to protect the integrity of the Group's systems and data, cyber security has become more significant. Our procedures included and were not limited to the following:



- Assessed the design and evaluation of the operating effectiveness of IT general controls over program development and changes, access to programs and data and IT operations by engaging IT specialists.
- Performed inquiry procedures with the head of cybersecurity at the Holding Company in respect of the overall security architecture and any key threats addressed by the Company in the current year.
- Assessed the design and evaluation of the operating effectiveness of IT application controls in the key processes impacting financial reporting of the Company by engaging IT specialists.

Assessed the operating effectiveness of controls relating to data transmission through the different IT systems to the financial reporting systems by engaging IT specialists.

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

The company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report such as Management Discussion and Analysis, Board's Report including Annexure to Board's report, Business Responsibility Report, Corporate Governance and Shareholder's information, Printing of Annual report and financial statements, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we concluded that there is a material misstatement of their information, we are required to report that fact. We have nothing to report in this regard.

### **Auditor's Responsibilities for the Audit of the Ind AS 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 judgement 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 results, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedure in accordance with the circular issued by the SEBI under regulation 33(8) of the Listing Regulations to the extent applicable.

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

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

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books [and proper returns adequate for the purposes of our audit have been received from the branches not visited by us].
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.



- e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) In our and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Further explained by the management, there no such major/ materialistic litigations are pending which would impact its financial position.
  - ii. The Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company. However, it is informed and explained to us that there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

***For Mohan Juneja & Co.  
Chartered Accountants  
Firm Registration No.020488N***

***CA Mohan Juneja  
Partner  
Membership Number 099825  
UDIN :23099825BGXLVT2782***

***Place: Chandigarh  
Date: May30, 2023***



## **Annexure A to the Independent Auditor's Report**

Annexure referred to in paragraph 6(l) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of the Company on the standalone Ind AS financial statements of our report of even date

1. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets at Corporate Office and in the process of maintaining at outlets.

We have been informed that the fixed assets of the company have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification. However as informed, Discrepancies noticed on such verification, which are not material, have been properly dealt with in books of accounts.

According to information and explanation given to us, the title deeds of immovable properties are held in the name of the Company.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or Intangible Assets or both during the financial year.

2. As informed to us, physical verification of inventory of the company has been conducted by the management at reasonable intervals during the year.

In our opinion and according to the explanations given to us, the procedures of Physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

In our opinion and according to the explanations given to us, the Company is maintaining proper records of inventory. We have been informed that no material discrepancies have been noticed on physical verification as compared to records.

According to the information and explanations given to us and on the basis of our examination given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned and availing working capital Limits in excess of Five crores rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Further disclosed that the company has submitted quarterly statement on timely basis, however we could not verify the data submitted to bank due to a lot of changes in day-to-day changes in books of accounts.

3. According to the information and explanation given to us, the Company has granted/ advanced inter corporate deposits amounting to Rs. Nil covered in the register maintained under section 189 of the Companies Act, 2013.

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities.

5. According to the information and explanation given to us, the Company has not accepted deposits from public. Advances from customers for sale of vehicles and against sale promotion schemes run by



the Company to promote its sale are received and paid in the ordinary course of business.

6. The maintenance of cost records under section 148(1) of the Companies Act, 2013 has not been prescribed by the Central government for the Company since it is not manufacturing Company.
7. According to the information and explanations given to us, the undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and any other statutory due as applicable have generally been regularly deposited during the year by the company with appropriate authority though there has been delay in certain cases. As explained to us the company did not have any due on account of excise duty.

The disputed amount various statutory dues which have not been deposited are as under: -

Name of the Statute	Nature of the dues	Rs. In lakhs	Period to which the amount relates	Forum where dispute is pending	Date of Payment
Vat ACT 2005	Vat, Interest & Penalty	9.80	2007-08	Sales Tax PTA	Unpaid
Vat ACT 2005	Vat, Interest & Penalty	12.37	2006-07	Sales Tax PTA	Unpaid

8. According to information and explanations given to us, no amount was lying with the company which was required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
9. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks and governments though there has been delay in certain cases from their due dates.
10. The company has no accumulated losses at the end of the financial year and it has not incurred cash losses in current and immediately preceding financial year.
11. In our opinion and according to information and explanation given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments).
12. During the course of our examination of books and records of the company, carried out in accordance with generally accepted audit practice in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud by the company or on the Company by its officers or employees, noticed or reported during the year, nor have been informed any such case by the Management.
13. According to the records of the Company examined by us and information and explanations given to us, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the act.
14. In our opinion and according to the information and explanation given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it.
15. According to the information and explanation given to us and based upon our examination of the records of the Company, transaction with the related parties is in compliance with section 177 and 188



of the Act and details of the such transactions have been disclosed in the standalone Ind AS financial statements are required by the applicable Indian Accounting Standards. Further refer to Notes 34.

16. According to the records of the Company examined by us and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture during the year.
17. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due between a period of One year from Balance Sheet date.

**Current Year 2022-23**

- a. Current ratio=  $827049232 / 532217424 = 1.55$
- b. Debt equity Ratio =  $275840152 / 129836414 = 2.12$
- c. Earnings Per Share =  $7504803 / 2753440 = 2.73$
- d. Debt Service Coverage Ratio =  $105143323 / 275840152 = 0.38$
- e. Total Fixed Assets to Fund Ratio=  $127744335 / 428633779 = 0.30$

**Last Year – 2021-22**

- a. Current ratio =  $814604957 / 508123813 = 1.60$
- b. Debt equity Ratio =  $290888338 / 122329301 = 2.38$
- c. Earnings Per Share =  $6154318 / 2753440 = 2.24$
- d. Debt Service Coverage Ratio =  $100221291 / 290888338 = 0.34$
- e. Total Fixed Assets to Fund Ratio=  $124501670 / 436081091 = 0.29$

18. According to the records of the Company examined by us and information and explanations given to us, the Company has not entered into non cash transactions with directors or persons connected with him.
19. The Company is not required to be registered under section 45-IA of Reserve Bank of India Act, 1934.
20. Based on the audit procedures performed for the purpose of reporting the true and fair view of the standalone Ind AS financial statements and as per the information and explanation given by the management, we report that no fraud by the company has been noticed or reported during the course of our audit.

**For Mohan Juneja & Co.**  
**Chartered Accountants**  
**Firm Registration No.020488N**

**CA Mohan Juneja**  
**Partner**  
**Membership number 099825**  
**UDIN :23099825BGXLVT2782**

**Place: Chandigarh**  
**Date: May30, 2023**





Annexure A to the Independent Auditor's Report

**(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

We have audited the internal financial controls over financial reporting of Hira Automobiles Limited, incorporated in India as at March 31, 2023 in conjunction with our audit of the standalone Ind AS financial statements of the company for the year ended and as on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 and the audit evidence obtained by the other auditor (if any) of the company incorporated in India, in terms of their reports referred to in the other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial



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

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

#### **Opinion**

In our opinion to the best of our information and according to the explanations given to us, the Company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company in India considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**For Mohan Juneja & Co.**  
**Chartered Accountants**  
**Firm Registration No.020488N**

**CA Mohan Juneja**  
**Partner**  
**Membership number 099825**  
**UDIN :23099825BGXLVT2782**

**Place: Chandigarh**  
**Date: May 30, 2023**



**Hira Automobiles Limited**  
**Balance Sheet as at 31st March 2023**  
(All amounts in Lacs, unless otherwise stated)

	Notes	31 March 2023	31 March 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	1,277.44	1,245.02
Investment properties	4	14.56	14.56
Financial assets			
Investments	5	0.14	0.12
Loans	9	-	-
Other financial assets	10	45.88	36.30
Other non-current assets	11	-	-
		<b>1,338.02</b>	<b>1,296.00</b>
<b>Current assets</b>			
Inventories	12	4,506.94	4,136.41
Financial assets			
Trade receivables	6	2,292.84	2,319.05
Cash and cash equivalents	7	44.63	58.49
Bank balances other than cash and cash equivalents mentioned above	8	140.69	124.05
Other current assets	11	1,285.39	1,508.05
		<b>8,270.49</b>	<b>8,146.05</b>
		<b>9,608.51</b>	<b>9,442.05</b>
<b>TOTAL</b>			
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	13	275.34	275.34
Other equity	14	1,023.02	947.95
<b>Total equity</b>		<b>1,298.36</b>	<b>1,223.29</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Provisions	15	126.90	128.38
Financial liabilities			
Borrowings	16	2,711.16	2,861.88
Deferred tax liability (net)	30	102.67	100.26
Other non-current liabilities	17	47.24	47.00
<b>Total non-current liabilities</b>		<b>2,987.97</b>	<b>3,137.52</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	16	4,583.19	4,520.75
Trade payables	18	107.56	47.48
Other financial liabilities	19	488.28	344.01
Provisions	15	59.43	65.60
Other current liabilities	17	83.72	103.40
<b>Total current liabilities</b>		<b>5,322.18</b>	<b>5,081.24</b>
<b>Total liabilities</b>		<b>8,310.15</b>	<b>8,218.76</b>
<b>Total equity and liabilities</b>		<b>9,608.51</b>	<b>9,442.05</b>
Significant accounting policies	2		
Notes to the financial statements	26-44		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

**Mohan Juneja & Co.**  
Chartered Accountants  
Firm Registration Number - 020488N

For and on behalf of the Board of Directors of  
**Hira Automobiles Limited**  
**CIN NO: L50101CH1989PLC009500**

**CA Mohan Juneja**

**Rahulinder Singh Sidhu**

**Neha Sidhu**

**Rajan Kaushal**

Partner  
Membership No. 099825

Chairman and Managing  
Director  
DIN: 00447452

Wholetime Director  
DIN: 00460875

Chief Finance  
Officer

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
Date:- 30.05.2023



**Hira Automobiles Limited**  
**Statement of Profit and Loss for the year ended 31st March 2023**  
(All amounts in Lacs, unless otherwise stated)

	Notes	31 March 2023	31 March 2022
<b>Continuing operations</b>			
Revenue from operations	20	24,895.98	22,431.56
Other income	21	43.99	40.89
<b>Total income</b>		<b>24,939.97</b>	<b>22,472.45</b>
<b>Expenses</b>			
Cost of materials consumed	22	192.81	159.98
Purchases of stock-in-trade	23	22,405.29	19,652.89
Change in inventories of stock-in-trade	24	(370.53)	107.65
Employee benefit expense	25	918.80	913.06
Finance costs	26	812.63	792.32
Depreciation and amortisation expense	27	136.61	138.90
Other expenses	28	742.16	636.66
<b>Total Expenses</b>		<b>24,837.77</b>	<b>22,401.46</b>
<b>Profit before exceptional items and tax</b>		<b>102.20</b>	<b>70.99</b>
Exceptional items (Income)		-	-
Prior Period Adjustment		0.07	-
<b>Profit before tax</b>		<b>102.13</b>	<b>70.99</b>
Current tax	30	24.67	20.71
Deferred tax credit		2.41	(11.26)
Excess/(short) provision of tax of earlier years (net)			
<b>Total tax expenses</b>	30	<b>27.08</b>	<b>9.45</b>
<b>Profit after tax</b>		<b>75.05</b>	<b>61.54</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Fair value of equity investments through OCI	44	0.03	0.01
Remeasurements of defined benefit liability (asset)		-	-
Incometax related to items that will not be reclassified to profit or loss		-	-
<b>Net other comprehensive income not to be reclassified subsequently to profit or loss</b>		<b>0.03</b>	<b>0.01</b>
<b>Total comprehensive income for the year</b>		<b>0.03</b>	<b>0.01</b>
Earnings per share	29		
- Basic		2.73	2.24
- Diluted		2.73	2.24
Significant accounting policies	2		
Notes to the financial statements	26-44		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

**Mohan Juneja & Co.**  
Chartered Accountants  
Firm Registration Number - 020488N

For and on behalf of the Board of  
Directors of  
**Hira Automobiles Limited**  
CIN NO: L50101CH1989PLC009500

**CA Mohan Juneja**

**Rahulinder Singh Sidhu**  
Chairman and Managing  
Director

**Neha Sidhu**  
Wholetime Director

**Rajan Kaushal**  
Chief Finance  
Officer

Partner  
Membership No. 099825

DIN: 00447452

DIN: 00460875

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
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Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
Date:- 30.05.2023



**Hira Automobiles Limited**  
Cash Flow Statement for the year ended 31st March 2023  
(All amounts in Lacs, unless otherwise stated)

	31 March 2023	31 March 2022
<b>A. Cash flow from operating activities</b>		
Profit before tax	102.13	70.99
<b>Adjustments :</b>		
Depreciation	136.61	138.90
Interest expense	791.90	766.44
<b>Operating cash flow before working capital changes</b>	<b>1030.64</b>	<b>905.35</b>
<b>Changes in working capital:</b>		
(Decrease) in other long term liabilities	-	-
Increase/ (decrease) in other long term liabilities	0.24	0.08
Increase/ (decrease) in trade payables	60.09	(96.40)
(Decrease)/ increase in other liabilities	(19.69)	(138.91)
Increase in other financial liabilities	144.27	(137.47)
Increase/(decrease) in provisions	(7.64)	(3.80)
Increase/ (decrease) in loans and advances	-	-
(Increase)/decrease in other assets	222.65	61.92
(Increase)/decrease in other financial assets	(9.57)	2.67
(Increase) in inventories	(370.53)	107.65
Decrease/(Increase) in trade receivables	26.21	(97.97)
<b>Cash generated from operations</b>	<b>1076.67</b>	<b>674.11</b>
Income taxes paid (net of refunds and including tax deducted at source)	(24.67)	(20.71)
Previous Year Taxes (Net)	(24.67)	(20.71)
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>1052.00</b>	<b>653.40</b>
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets (tangible and intangible assets, CWIP, intangible assets under development) and capital advance	(189.11)	(66.31)
Proceeds from sale of fixed assets	20.08	20.60
Sale(Purchase) of Investment	-	-
<b>NET CASH FROM/(USED IN) INVESTING ACTIVITIES (B)</b>	<b>(169.03)</b>	<b>45.71</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from Long Term Borrowing (Net)	-	-
Secured Loan	(150.72)	87.55
Unsecured Loan	62.43	41.12
Interest paid	(791.90)	(766.44)
<b>NET CASH (USED IN) FINANCING ACTIVITIES (C)</b>	<b>(880.19)</b>	<b>(637.77)</b>



**Hira Automobiles Limited**  
**Cash Flow Statement for the year ended 31st March 2023**

(All amounts in Lacs, unless otherwise stated)

	31 March 2023	31 March 2022
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	2.78	(30.08)
Effect of foreign exchange fluctuation in cash and cash equivalents gain/(loss)	-	-
Cash and cash equivalents at the beginning of the year	182.54	212.62
<b>Cash and cash equivalents at the end of the year</b>	<b>185.32</b>	<b>182.54</b>

**Notes to cash flow statement**

Components of cash and cash equivalents	31 March 2023	31 March 2022
Cash on hand	17.89	20.89
Balance with banks:		
<b>In current accounts</b>	22.76	25.15
Deposit with original maturity of less than three months	140.69	124.05
<b>Gold coins</b>	1.96	1.96
<b>Cheques on hand</b>	2.02	10.49
<b>Total cash and cash equivalents (Refer note 9)</b>	<b>185.32</b>	<b>182.54</b>

Total taxes paid	31 March 2023	31 March 2022
Income tax paid on operating activities		
Interest paid on income tax		
Total tax paid on operating activities (A)	-	-
Income tax on gain on sale of discontinued operation (B)		
Income tax on gain on sale of business (C)		
Total tax paid (A+B+C)	-	-

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

**Mohan Juneja & Co.**  
Chartered Accountants  
Firm Registration Number - 020488N

For and on behalf of the Board of Directors of  
**Hira Automobiles Limited**  
CIN NO: L50101CH1989PLC009500

**CA Mohan Juneja**  
Partner  
Membership No. 099825

**Rahulinder Singh Sidhu**  
Chairman and Managing  
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**Neha Sidhu**  
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Place: Chandigarh  
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**Hira Automobiles Limited**  
**Statement of Changes in Equity for the year ended 31st March 2023**

(All amounts in Lacs, unless otherwise stated)

a	Equity share capital	Notes			31 March 2023	
	<b>Equity share capital</b>					
	Balance as at 1 April 2021				275.34	
	Changes in equity share capital during 2021-22				-	
	<b>Balance as at the 31 March 2022</b>				<b>275.34</b>	
	Changes in equity share capital during 2022-23				-	
	<b>Balance as at 31 March 2023</b>	13			<b>275.34</b>	
<b>b</b>	<b>Other equity</b>	<b>Notes</b>	<b>Reserves and surplus</b>		<b>Items of OCI</b>	<b>Total</b>
			<b>General reserve</b>	<b>Retained earnings</b>	<b>Equity instrument through OCI</b>	<b>Other items of OCI</b>
	<b>Balance at 1 April 2021</b>		72.37	814.03	0.01	-
	Add : Arising on employee share based payment	14A.	-	-	-	-
	Total comprehensive income for the year ended 31 March 2021					
	Profit or loss	14A.	-	61.54	-	-
	Other comprehensive income (net of tax)	14B.	-	-	(0.00)	-
	<b>Total comprehensive income</b>		<b>-</b>	<b>61.54</b>	<b>(0.00)</b>	<b>-</b>
	<b>Balance at 31 March 2022</b>		<b>72.37</b>	<b>875.57</b>	<b>0.01</b>	<b>-</b>
	<b>Balance at 1 April 2022</b>		<b>72.37</b>	<b>875.57</b>	<b>0.01</b>	<b>-</b>
	Add : Arising on employee share based payment	14A.	-	-	-	-
	Total comprehensive income for the period ended 31st March 2023				0.02	0.02
	Profit or loss	14A.	-	75.05	-	-
	Other comprehensive income (net of tax)	14B.	-	-	-	-
	<b>Total comprehensive income</b>		<b>-</b>	<b>75.05</b>	<b>0.02</b>	<b>-</b>
	<b>Balance at 31st March 2023</b>		<b>72.37</b>	<b>950.62</b>	<b>0.03</b>	<b>-</b>





## Hira Automobiles Limited

### Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

#### 3 Property, plant and equipment

Reconciliation of carrying amount

	Buildings	Plant and equipment	Office equipment	Furniture and fixtures	Vehicles	Computers	Software	Total
<b>Deemed cost (gross carrying amount)</b>								
As at 1 April 2021	621.53	556.22	52.01	172.97	212.41	40.82	7.17	1,663.13
Additions	0.53	11.27	20.55	2.43	28.14	3.39	-	66.31
Disposals	-	-	-	-	34.09	-	-	34.09
<b>As at 31 March 2022</b>	<b>622.06</b>	<b>567.49</b>	<b>72.56</b>	<b>175.40</b>	<b>206.46</b>	<b>44.21</b>	<b>7.17</b>	<b>1,695.35</b>
As at 1 April 2022	622.06	567.49	72.56	175.40	206.46	44.21	7.17	1,695.35
Additions	13.73	15.75	11.52	12.00	132.47	3.64	-	189.11
Disposals	-	-	-	-	48.97	-	-	48.97
<b>As at 31st March 2023</b>	<b>635.79</b>	<b>583.24</b>	<b>84.08</b>	<b>187.40</b>	<b>289.96</b>	<b>47.85</b>	<b>7.17</b>	<b>1,835.49</b>
<b>Depreciation</b>								
As at 1 April 2021	49.80	141.16	25.54	58.97	11.96	32.68	4.82	324.93
Charge for the year	19.13	50.23	9.99	19.94	36.17	2.55	0.88	138.89
Depreciation on disposals	-	-	-	-	13.49	-	-	13.49
<b>As at 31 March 2022</b>	<b>68.93</b>	<b>191.39</b>	<b>35.53</b>	<b>78.91</b>	<b>34.64</b>	<b>35.23</b>	<b>5.70</b>	<b>450.33</b>
As at 1 April 2022	68.93	191.39	35.53	78.91	34.64	35.23	5.70	450.33
Charge for the year*	19.27	45.58	11.82	18.31	38.85	2.42	0.36	136.61
Depreciation on disposals	-	-	-	-	28.89	-	-	28.89
<b>As at 31st March 2023</b>	<b>88.20</b>	<b>236.97</b>	<b>47.35</b>	<b>97.22</b>	<b>44.60</b>	<b>37.65</b>	<b>6.06</b>	<b>558.05</b>
<b>Carrying amount (net)</b>								
As at 1 April 2021	571.73	415.06	26.47	114.00	200.45	8.15	2.34	1,338.21
As at 31 March 2022	553.12	376.11	37.03	96.50	171.82	8.98	1.46	1,245.02
As at 31st March 2023	547.58	346.28	36.73	90.19	245.36	10.20	1.11	1,277.44

#### 4 Investment property

	31 March 2023	31 March 2022	01 April 2021
	14.56	14.56	14.56



**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

<b>5 Investments</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
<b>A Non-current investment</b>		
Quoted equity instruments		
200 equity shares of Rs. 46.60 each (31 March, 2023 and 01 April, 2022) 200 shares @ Rs. 35.05)	0.09	0.07
Unquoted equity instruments		
500 equity shares of Rs. 10 Each (31 March, 2023 and 01 April, 2022) 500 Shares)	0.05	0.05
	<u><b>0.14</b></u>	<u><b>0.12</b></u>
Aggregate value of unquoted investments	0.05	0.05
<b>6 Trade Receivables</b> (Unsecured, considered good unless otherwise stated)	<b>31 March 2023</b>	<b>31 March 2022</b>
Trade Receivables		
Unsecured, considered good	2,292.84	2,319.05
Considered doubtful	0.61	3.67
	<u>2,293.45</u>	<u>2,322.72</u>
Loss allowance		
Unsecured, considered good	-	-
Considered doubtful	(0.61)	(3.67)
	<u>(0.61)</u>	<u>(3.67)</u>
<b>Net trade receivables</b>	<u><b>2,292.84</b></u>	<u><b>2,319.05</b></u>
Non-current	-	-
Current	2,292.84	2,319.05
	<u>2,292.84</u>	<u>2,319.05</u>
Of the above, trade receivables from related parties are as below:	<b>31 March 2023</b>	<b>31 March 2022</b>
Total trade receivables from related parties	-	-
Loss allowance	-	-
Net trade receivables	<u>-</u>	<u>-</u>
*All transaction with these related parties are priced on an arm's length basis and resulting outstanding balances are to be settled in cash within six months of the reporting date. The Company's exposure to credit and currency risks, and loss allowances related to trade receivables are disclosed in Note 36		
<b>7 Cash and cash equivalents</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
<b>Cash and Cash equivalents</b>		
Balance with banks:		
In current accounts	22.76	25.15
Deposits with original maturity of less than three months		
Gold Coins	1.96	1.96
Cash on hand	17.88	20.89
Cheques on hand	2.02	10.49
	<u>44.63</u>	<u>58.49</u>
<b>8 Bank balances other than cash and cash equivalents mentioned above</b>		
Deposits with original maturity of more than 3 months and remaining maturity of less than 12 months	140.69	124.05
	<u>140.69</u>	<u>124.05</u>



**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
*(All amounts in Lacs, unless otherwise stated)*

**9 Loans**

*(Unsecured, considered good unless otherwise stated)*

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Inter corporate deposits to related parties (Refer note 34)	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

**10 Other financial assets**

*(Unsecured, considered good unless otherwise stated)*

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Security deposits	45.88	36.30	-	-
Long term deposits with banks with remaining maturity period more than 12 months	-	-	-	-
Interest accrued on bank deposits	-	-	-	-
	<u>45.88</u>	<u>36.30</u>	<u>-</u>	<u>-</u>

**11 Other assets**

*(Unsecured, considered good unless otherwise stated)*

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Capital advances	-	-	-	-
Prepaid expenses	-	-	8.67	9.43
Advance to suppliers	-	-	856.43	928.85
Balances with government authorities	-	-	51.39	127.09
Other advances	-	-	368.90	442.68
<b>- Considered doubtful</b>				
Balances with government authorities	-	-	-	-
Less: Allowance for doubtful other	-	-	-	-
	<u>-</u>	<u>-</u>	<u>1,285.39</u>	<u>1,508.05</u>

**12 Inventories (valued at lower of cost and net realizable value)**

	31 March 2023	31 March 2022
Stock-in-trade [including goods in transit (2023: INR , 2022: INR , 2021: INR )]	4,176.86	3,806.32
Stores, spares and loose tools [including goods in transit (2023: INR , 2022: INR , 2021: INR )]	330.09	330.09
	<u>4,506.94</u>	<u>4,136.41</u>

**13 Equity share capital**

**Authorised:**

6000000 ((31 March 2023 & 01 April 2022 : 6000000) equity shares of Rs.10 each fully paid up

**31 March 2023**    **31 March 2022**

600.00                      600.00

**Issued, subscribed and paid up**

2753440 (31 March 2023 & 01 April 2022 : 6000000 : 2753440) equity shares of Rs.10 each fully paid up

275.344                      275.344

**a. Reconciliation of number of shares**

	31 March 2023		31 March 2022
	Number	Amount	Amount
Equity shares at the commencement and at the end of the year	27,53,440	275.344	275.344
Add: Shares issued during the year	-	-	-
	<u>27,53,440</u>	<u>275.344</u>	<u>275.344</u>

**b. Terms/rights attached to equity shares**

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder are in proportion to its share of the paid-up equity capital of the Company.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.





**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
 (All amounts in Lacs, unless otherwise stated)

**c. Particulars of shareholders holding more than 5% shares of a class of shares**

	31 March 2023		31 March 2022		01 April 2021	
	Number	% holding in the class	Number	% holding in the class	Number	% holding in the class
Equity shares of Rs. 10 each fully paid up by:						
Rajinder Kaur Bhattal	8,26,000	30.00%	8,26,000	30.00%	8,26,000	30.00%
Hardev Kaur	2,72,100	9.88%	2,72,100	9.88%	2,72,100	9.88%
Rahul Inder Singh Sidhu	2,70,000	9.81%	2,70,000	9.81%	2,70,000	9.81%
Simran Bajwa	2,65,000	9.62%	2,65,000	9.62%	2,65,000	9.62%
Manjeet Kaur Sangha	8,62,900	31.34%	8,62,900	31.34%	8,62,900	31.34%

**14 Other equity**

Refer Statement of Changes in Equity for detailed movement in Equity balance.

**A. Summary of other equity balance**

	31 March 2023	31 March 2022
<b>(i) General reserve</b>		
At the commencement and at the end of the year	72.37	72.37
Add: Transferred from Surplus in Statement of Profit and loss during the year	-	-
	<b>72.37</b>	<b>72.37</b>
<b>(ii) Retained earnings:</b>		
<b>Profit and loss balance</b>		
At the commencement of the year	875.58	814.03
Add: Profit for the year	75.05	61.54
Add: Adjustments on account of Ind AS	-	-
Less: Appropriations	-	(0.01)
Transfer to General reserve	-	-
Less: Adjustments on account of Ind AS	-	-
<b>Closing balance</b>	<b>950.63</b>	<b>875.58</b>
<b>(iii) ESOP reserve</b>	-	-
<b>(iv) Other items of OCI</b>		
- Equity instrument through OCI	0.02	(0.00)
- Remeasurements of defined benefit plans	-	-
	<b>0.02</b>	<b>(0.00)</b>
<b>Total other equity</b>	<b>1,023.02</b>	<b>947.95</b>



## Hira Automobiles Limited

### Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

#### B. Other comprehensive income accumulated in other equity, net of tax

The disaggregation of changes in other comprehensive income by each type of reserve in equity is shown below:

	Equity instrument through OCI	Remeasurements of defined benefit plans	Total
<b>As at 1st April, 2021</b>			
Equity instrument through OCI - net change in fair value	0.01	-	0.01
Remeasurement gain/(loss) on defined benefit plans	(0.00)	-	(0.00)
Deferred tax charge / (credit) on remeasurement gain/(loss) on defined benefit plans	-	-	-
<b>As at 31st March 2022</b>	<b>0.01</b>	<b>-</b>	<b>0.01</b>
Equity instrument through OCI - net change in fair value	<b>0.02</b>	<b>-</b>	<b>0.02</b>
Remeasurement gain/(loss) on defined benefit plans	<b>-</b>	<b>-</b>	<b>-</b>
Deferred tax charge / (credit) on remeasurement gain/(loss) on defined benefit plans	<b>-</b>	<b>-</b>	<b>-</b>
<b>As at 31st March, 2023</b>	<b>0.03</b>	<b>-</b>	<b>0.03</b>

#### C. Nature and purpose of reserves

- (a) Equity instrument through OCI: The company recognises changes in the fair value of investment in equity securities in other comprehensive income.
- (b) Remeasurements of defined benefit plans: Remeasurements of defined benefit liability (asset) comprises actuarial gains and losses and return on plan assets (excluding interest income).

#### D. Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management.

The Company's objectives when managing capital are:

- The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders.
- Maintain an optimal capital structure to reduce the cost of capital

**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

**15 Provisions**

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
<b>Provision for employee benefits</b>				
Gratuity (Refer note 24)	126.90	128.38	-	-
Others	-	-	59.43	65.60
	<b>126.90</b>	<b>128.38</b>	<b>59.43</b>	<b>65.60</b>

**16 Borrowings**

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Term loans				
From banks				
Secured loans-Net	1,354.30	1,945.70	4,583.19	4,520.75
Unsecured loans	1,356.86	916.18	-	-
	<b>2,711.16</b>	<b>2,861.88</b>	<b>4,583.19</b>	<b>4,520.75</b>

**17 Other liabilities**

	Non-current		Current	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Security from Employees	47.24	47.00	-	-
Advance from customers	-	-	33.06	35.56
Statutory dues payable	-	-	22.82	40.21
Other payable	-	-	27.84	27.63
	<b>47.24</b>	<b>47.00</b>	<b>83.72</b>	<b>103.40</b>

**18 Trade payables**

	31 March 2023	31 March 2022
Trade payables		
- Total outstanding dues of micro and small enterprises	-	-
- Total outstanding dues of creditors other than micro and small enterprises	107.56	47.48
As per the MSMED Act and to the extent of the information available with the Company there is no outstanding or any interest due to Micro and Small		
	<b>107.56</b>	<b>47.48</b>

Of the above, trade payables from related parties are as below:

Total trade payables from related parties	-	-
---	---	---

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in Note 36

**19 Other financial liabilities**

	31 March 2023	31 March 2022
Current maturities of long term debts	488.28	344.01
Employee benefits payable	-	-
	<b>488.28</b>	<b>344.01</b>



**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

<b>20</b>	<b>Revenue from operations</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>Sale of products</b>		
	Traded goods	22,570.58	20,421.52
		<u>22,570.58</u>	<u>20,421.52</u>
	<b>Sales of services</b>	1,190.09	1045.21
	<b>Other operating revenue</b>	1,135.31	964.82
	<b>Total</b>	<u>24,895.98</u>	<u>22,431.56</u>
<b>21</b>	<b>Other income</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	Interest income		
	- on bank deposits	22.37	18.04
	- others -as per Ind AS	1.22	20.46
	Unwinding of discount on security deposits		
	Profit on sale of fixed assets	20.40	2.40
	Miscellaneous income	-	-
		<u>43.99</u>	<u>40.89</u>
<b>22</b>	<b>Cost of materials consumed</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	Inventory of materials at the beginning of the year	-	-
	Purchases	192.81	159.98
		<u>192.81</u>	<u>159.98</u>
	Inventory of materials at the end of the year	-	-
	Cost of raw materials consumed	<u>192.81</u>	<u>159.98</u>
<b>23</b>	<b>Purchases of stock-in-trade</b>	<b>22,405.29</b>	<b>19,652.89</b>
<b>24</b>	<b>Change in inventory of finished goods and stock-in-trade</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>Inventories at the end of the year</b>		
	Trading goods	4,506.94	4,136.41
		<u>4,506.94</u>	<u>4,136.41</u>
	<b>Inventories at the beginning of the year</b>		
	Trading goods	4,136.41	4,244.06
		<u>4,136.41</u>	<u>4,244.06</u>
		<u>(370.53)</u>	<u>107.65</u>
<b>25</b>	<b>Employee benefits expense</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	Salaries, wages and bonus	797.95	805.81
	Contributions to provident and other funds [Refer note 24 (i) below]	68.07	71.29
	Gratuity expense [Refer note 24 (i) below]	18.12	9.27
	Provision for Gratuity	(1.48)	2.96
	Staff welfare expenses	36.14	23.72
		<u>918.80</u>	<u>913.06</u>
<b>26</b>	<b>Finance costs</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	Interest (net)	791.90	766.44
	Bank charges	20.73	25.88
		<u>812.63</u>	<u>792.32</u>
<b>27</b>	<b>Depreciation and amortisation expense</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
	Depreciation on tangible assets	136.61	138.90
		<u>136.61</u>	<u>138.90</u>



**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

**28 Other expenses**

	<b>31 March 2023</b>	<b>31 March 2022</b>
Power and fuel	83.21	77.93
Forwarding, freight and packing	3.36	2.90
Rent	105.42	94.52
Repairs and maintenance of Building	46.95	26.57
Insurance	16.45	15.96
Rates and taxes	9.04	10.81
Travel and conveyance	65.37	50.14
Communication expenses	16.07	14.69
Legal and professional charges	32.00	28.50
Payment to auditors (Refer note below)	2.00	2.28
Provision for Doubtful Debts	0.61	3.67
Commission	10.10	4.00
Accessories Expenses	0.16	0.28
News Paper & Periodicals	0.30	0.17
Festival Expenses	11.25	10.95
Business Entertainment	2.07	1.29
Courier	0.51	0.45
Discounts	4.80	3.37
Customer welfare	21.99	20.76
Demo Expenses & PDI Expenses	27.43	30.15
Sales Promotion	47.66	41.39
Printing and Stationery	8.12	6.18
Product advertisement	5.39	5.92
Software expenses	17.84	14.21
General Expenses	4.87	4.05
Sub - Contract / Temp. Services	41.63	35.01
MDS Expenses	5.56	2.94
Workshop Expenses	38.60	30.55
Security Charges	23.02	11.34
Free service charges	34.50	36.25
True Value Expenses	36.25	29.79
autocard	19.62	19.64
	<b>742.16</b>	<b>636.66</b>

**Note: Payment to auditors**

	<b>31 March 2023</b>	<b>31 March 2022</b>
As auditor		
- Statutory audit	1.50	1.50
- Tax audit	0.50	0.50
	<b>2.00</b>	<b>2.00</b>

**29 Earnings per share (EPS)**

	<b>31 March 2023</b>	<b>31 March 2022</b>
Profit for the year, attributable to the equity holders	75.05	61.54
Weighted average number of equity shares outstanding during the current period for calculation of basic and diluted EPS	27.53	27.53
<b>Earnings per share</b>		
a) Basic earning per share	2.73	2.24
b) Diluted earning per share	2.73	2.24





**Hira Automobiles Limited**  
Notes to the financial statements as at 31st March 2023 (Continued)  
(All amounts in Lacs, unless otherwise stated)

30 Income tax

See accounting policy in Note 2

**A. Amounts recognised in profit or loss**

	31 March 2023	31 March 2022
<b>Continuing operations</b>		
Current tax	24.67	20.71
Changes in estimates related to prior years (b)	-	-
Deferred tax	2.41	(11.26)
Reduction in tax rate	-	-
Change in unrecognised deductible temporary differences	-	-
Recognition of previously unrecognised tax losses	-	-
Tax expense of continuing operations	<b>27.08</b>	<b>9.45</b>
<b>Discontinued operations</b>		
Current tax	-	-
Deferred tax	-	-
Tax expense of discontinued operations	-	-
<b>Tax expenses of continuing operation (a)+(b)+(c)</b>	<b>27.08</b>	<b>9.45</b>

**B. Income tax recognised in other comprehensive income**

	31 March 2023	31 March 2022
Before Tax	0.023	-
Tax (expense) benefit	-	(0.0032)
<b>Net of tax</b>	<b>0.023</b>	<b>(0.0032)</b>
Fair value of equity investments through OCI	-	-
Remeasurements of defined benefit liability (asset)	-	-
	-	-

**C. Reconciliation of effective tax rate and reconciliation of tax expense and accounting profit multiplied by India's tax rate**

	31 March 2023		31 March 2022	
	Rate	Amount	Rate	Amount
Profit before tax		102.13		70.99
Tax using the Company's domestic tax rate	26.00%	26.56	26.00%	18.46
<b>Effect of:</b>				
Tax deducted in foreign countries charged off	0.00%	-	0.00%	-
Share of profit of equity accounted investees	0.00%	-	0.00%	-
Higher tax rate on gain on sale of discontinued operation	0.00%	-	0.00%	-
Reduction in tax rate	0.00%	-	0.00%	-
Non-deductible expenses	0.00%	-	0.00%	-
Differential tax impact due to lower rate of long term capital gain	0.00%	-	0.00%	-
Excess/(short) tax of earlier years (net)	0.00%	-	0.00%	-
Others	0.00%	-	0.00%	-
Recognition of previously unrecognised tax losses [13(H)]	0.00%	-	0.00%	-
Current year losses for which no deferred tax asset was recognised	0.00%	-	0.00%	-
Change in unrecognised temporary differences	0.00%	-	0.00%	-
<b>Effective tax rate</b>	<b>26.00%</b>	<b>26.56</b>	<b>26.00%</b>	<b>18.46</b>





**Hira Automobiles Limited**  
**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

	31 March 2023	31 March 2022	01 April 2021	31 March 2023	31 March 2022	01 April 2021
<b>D. Income tax assets (net)</b>						
Advance income tax (net) and tax deducted at source						
Deposits with Income Tax Authorities #						
# Amounts paid to Income Tax Authorities under protest, pending appeal						
<b>Recognised deferred tax assets and liabilities</b>						
Deferred tax assets and liabilities are attributable to the following:						
	31 March 2023	31 March 2022	01 April 2021	31 March 2023	31 March 2022	01 April 2021
Property, plant and equipment	102.67	100.26	111.52	102.67	100.26	111.52
Intangible assets	-	-	-	-	-	-
Biological assets	-	-	-	-	-	-
Investment property	-	-	-	-	-	-
Investments at fair value through profit or loss	-	-	-	-	-	-
Investments at fair value through OCI	-	-	-	-	-	-
Derivatives	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Borrowings	-	-	-	-	-	-
Equity settled share-based payment transactions	-	-	-	-	-	-
Provisions - employee benefits	-	-	-	-	-	-
Provisions for warranty	-	-	-	-	-	-
Differences on account of Section 43B/Section 40	-	-	-	-	-	-
(a)(ia) of Income tax Act, 1961	-	-	-	-	-	-
Other items	-	-	-	-	-	-
<b>Deferred tax (assets) liabilities</b>	<b>102.67</b>	<b>100.26</b>	<b>111.52</b>	<b>102.67</b>	<b>100.26</b>	<b>111.52</b>
Offsetting of deferred tax assets	-	-	-	-	-	-
<b>Net deferred tax (assets) liabilities</b>	<b>102.67</b>	<b>100.26</b>	<b>111.52</b>	<b>102.67</b>	<b>100.26</b>	<b>111.52</b>

	Balance as at 1 April 2021	Recognised in profit or loss during 2021-22	Recognised in OCI during 2021-22	Balance as at 31 March 2022	Recognised in profit or loss during 2022-23	Recognised in OCI during 2022-23	Balance as at 31 March 2023
<b>E. Recognised deferred tax assets and liabilities (continued)</b>							
<b>Movement in temporary differences</b>							
Property, plant and equipment	111.52	-	(11.26)	100.26	2.41	-	102.67
Provisions - employee benefits	-	-	-	-	-	-	-
Provisions for warranty	-	-	-	-	-	-	-
Differences on account of Section 43B/Section 40 (a)(ia) of Income tax Act, 1961	-	-	-	-	-	-	-
Investments at fair value through OCI	-	-	-	-	-	-	-
Less: Allowance for deferred tax on fair valuation of investment through OCI (Refer note below)	-	-	-	-	-	-	-
Other items	-	-	-	-	-	-	-
	<b>111.52</b>	<b>(11.26)</b>	<b>-</b>	<b>100.26</b>	<b>2.41</b>	<b>-</b>	<b>102.67</b>

Note: The Company has recognised the deferred tax asset on difference between the carrying amount of investment as per the statutory books of account and tax books. The different originate because of the fair valuation of investment in statutory books but, in tax books an investments carried acquisition cost. The company has recognised the deferred tax asset @ 26% which is a rate equivalent to the effective long term capital gain tax for the Company. In absence of reasonable certainty to generate the sufficient long term capital gain in future the Company has made an equal amount of allowance towards the total deferred tax asset recognised as at date.

# Hira Automobiles Limited

## Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

### 31 Capital and other commitments

31 March 2023    31 March 2022

#### a) Capital commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance)

#### b) Other commitments

Lease commitments (Refer note 32)

### 32 Contingent liabilities

#### a Claim against the Company not acknowledged as debts    31 March 2023    31 March 2022

Income tax matters pending in appeal (excluding interest and penalties)  
Service tax matters pending in appeal

### 33 Operating leases

#### A Leases as lessee

The Company has entered into operating lease arrangements for office space for six to nine years and computer related equipment's for a initial period of 3 years. Certain lease arrangements contain a clause for renewal of the lease agreement and the others are supported by letters from the lessor for renewal options. Certain lease agreements contain escalation clauses.

Lease rent on operating lease arrangements debited to the Statement of Profit and Loss and the future minimum lease payments in respect of non-cancellable operating leases are summarised below:

31 March 2023    31 March 2022

<b>Lease payments debited to the Statement of Profit and Loss</b>	105.42	94.52
---	--------	-------

#### **Future minimum lease payments in respect of non cancellable leases**

- amounts due within one year from the date of balance sheet
- amounts due in the period between one year and five years
- amounts due after five years

-	-
-	-
-	-



## Hira Automobiles Limited

**Notes to the financial statements as at 31st March 2023 (Continued)**  
(All amounts in Lacs, unless otherwise stated)

### 34 Related party disclosures

	31 March 2022	31 March 2021
<b>a) Parent and ultimate controlling party</b>		
<b>Ultimate holding company</b>	NA	NA
<b>Holding Company</b>	NA	NA
<b>Associate Company</b>	NA	NA
<b>b) Other related parties with whom transactions have taken place during the year:</b>		
<b>Fellow Subsidiaries</b>	NA	NA
<b>c) Key management personnel</b>		
<b>Related party transactions other than those with KMP</b>	NA	NA
<b>d) Transactions with Ultimate holding company</b>	NA	NA
<b>e) Transactions with fellow subsidiaries during the year have been set out below:</b>	NA	NA
<b>f) Transactions with key management personnel are set out below:</b>		
<b>Remuneration</b>		
Rahulinder Singh Sidhu	15.00	13.57
Neha Sidhu	12.00	9.88
	<u>27.00</u>	<u>23.45</u>
<b>Interest Paid</b>		
Rahulinder Singh Sidhu	95.61	56.23
<b>g) Unsecured Loans received</b>		
Rahulinder Singh Sidhu	510.05	400.53
<b>i) Seating Fees Paid During the Year</b>	0	0
<b>g) Transactions with fellow subsidiaries comprising more than 10% of the total transaction:</b>		
<b>Software revenue during the year</b>	-	-
<b>Revenue from Support Services</b>	-	-
<b>Sales made during the year</b>	-	-
<b>Sale of fixed assets during the year</b>	-	-
<b>Purchases made during the year</b>	-	-
<b>Purchase of fixed assets during the year</b>	-	-
<b>Software expenses during the year</b>	-	-
<b>Payment of annual maintenance charges</b>	-	-
<b>Commission income accrued during the year</b>	-	-
<b>Expenses backcharged during the year</b>	-	-
<b>Expenses backcharged during the year by fellow subsidiaries</b>	-	-
<b>Unbilled revenue as at year end</b>	-	-
<b>Reimbursements of travelling, other expenses and assets backcharged</b>	-	-



## Hira Automobiles Limited

### Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

#### 34 Related party disclosures (Continued)

	31 March 2023	31 March 2022
g) Transactions with fellow subsidiaries comprising more than 10% of the total transaction (Continued)		
Software expenses during the year	-	-
Inter-corporate deposits given during the year	-	-
Inter-corporate deposits repaid during the year	-	-
Rent Received	-	-
Interest received on Inter- corporate deposits	-	-
Other receivables as at year end	-	-
Payable to creditors as at year end	-	-
Receivables as at year end	-	-
Loans and advances to related parties		
Inter-corporate deposits outstanding at year end		





# Hira Automobiles Limited

## Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

### 35 Financial Risk Management

#### i Risk management framework

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also reviewed by the senior management of the Company. The note explains the sources of risk to which the Company is exposed to and how the entity manages the risk.

#### ii Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party to financial instrument fails to meet its contractual obligations and arises principally from Company's receivables from customers and loans

#### Trade receivables

Concentration of credit risk with respect to trade receivables are limited, due to majority of its customers being group companies. The value of third party trade receivables is not material and further there was no material impairment observed in the past years. Considering the historical experience of collecting receivables we do not foresee credit risk for such trade receivables. Hence, the company has is not applied expected credit loss model for valuing such third party trade receivables.

Trade receivables and unbilled revenue are typically unsecured and are derived from revenue earned from the customers. Credit risk has always been managed by each business segment through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. As per Ind AS 109, the Company shall use expected credit loss (ECL) model to assess the impairment loss or gain. ECL methodology depends on whether there is any significant increase in credit risk. In case of significant increase in credit risk, life time ECL is used; otherwise twelve-month ECL is used. However, the management of the company does not feel a significant increase in credit risk, to made provision matrix to compute the expected credit loss allowance for trade receivables.

Particulars	Debtors	Weighted	Provision for
Outstanding less than 90 days	2,086.49	0.01%	0.21
Outstanding between 90 days to 180 days	201.77	0.15%	0.30
Outstanding between More than 180 days	4.59	2.15%	0.10



### Cash and cash equivalent

Credit risk on cash and cash equivalent is limited as the company generally invests in term deposits with banks with higher credit rating. Investment primarily includes certificates of deposit which are funds deposited at bank for lesser than three months of maturity hence, there is lesser exposure to credit risk

### Other financial assets

The Company has other financial assets such as security deposits, unbilled revenue, loans and advance to related parties and incorporate deposits. Loans and advances and incorporate deposits are placed with Hira group companies and hence, the Company does not foresee any credit risk for such class of assets. In respect of security deposits, considering historical trend there have been no instances of any defaults with receipts of security deposits placed with third parties, hence no provision for impairment is made for the same.

The Company's maximum exposure to credit risk as at 31 March 2023, 31 March 2022 and 1 April 2021 is the carrying value of each class of financial assets.

### iii Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due. The Company believe that the working capital is sufficient to meets its current obligations. Accordingly, no liquidity risk is perceived.

Any amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and excess, if any, is invested in interest bearing term deposits with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet date.

	Carrying amount	Less than 6 months	Total
<b>As at 31st March, 2021</b>			
<b>Non-derivative liabilities</b>			
Trade payables	107.56	107.56	107.56
Other financial liabilities	488.28	488.28	488.28
<b>As at 31st March, 2023</b>			
<b>Non-derivative liabilities</b>			
Trade payables	47.48	47.48	47.48
Other financial liabilities	344.01	344.01	344.01
<b>As at 1st April, 2021</b>			
<b>Non-derivative liabilities</b>			
Trade payables	143.88	143.88	143.88
Other financial liabilities	481.48	481.48	481.48

As at 31 March 2023, the company has working capital of INR 2948.32 Lac and as of 31 March 2022 of INR 3064.81 Lac. The working capital of the company for this purpose has been derived as follow:

	31 March 2023	31 March 2022
Total current assets (A)	8,270.49	8,146.04
Total current liabilities (B)	5,322.17	5,081.24
<b>Working capital (A - B)</b>	<b>2,948.32</b>	<b>3,064.81</b>

The working capital calculated above includes cash and cash equivalent of INR 44.63 Lac (31 March 2022 INR 58.49 Lac) and term deposits with banks of INR 140.69 Lac (31 March 2022 INR 124.05 Lac)

## Hira Automobiles Limited

### Notes to the financial statements as at 31st March 2023 (Continued)

(All amounts in Lacs, unless otherwise stated)

In terms of Section 203 of the Companies Act, 2013, the Company has not appointed a qualified Company Secretary.

36

The Company has not advanced any Inter corporate deposits ("ICD") to any Person as on 31st March 2023

Considering that the Participant is a fellow subsidiary, the Company has evaluated whether the ICD is in compliance with section 185 of the Companies Act, 2013. Emphasis is placed on explanation (e) to section 185, which states that no company shall directly or indirectly advance any loan to any body corporate, the Board of directors, managing director or manager, whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any director or directors, of the lending company.

The Company has considered the following factors in evaluating whether the Participant's Board or its Managing Director is accustomed to act in accordance with the directions and instruction of the Company's Board:-

- There is no substantial interest of the Company in the financial and/or operating policies of the Participant.
- The Board of Participant takes independent decisions
- The ICD agreement has been approved by the Board of both the companies on an arm's length basis
- Both the companies have a separate business vertical at a group level

Based on above factors and legal opinion obtained from a renowned law firm, the Company has concluded that the ICD is not within the purview of section 185 of the Companies Act, 2013.

### 37 Corporate Social Responsibility (CSR) -----NA -----

As per provisions of section 135 of Companies Act 2013, the Company was required to spend INR NIL (March 31, 2022: INR NIL ) being 2% of average net profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy on the activities specified in Schedule VII of the Act. The Company has spent INR NIL (March 31, 2022: INR NIL ) towards Corporate Social Responsibility activities.

- Gross amount required to be spent by the Company during the year - INR
- Amount spent during the year on : INR

#### The breakup of expenditure incurred on CSR activities

Particulars of CSR activity	31 March 2023	31 March 2022
(i) Construction / acquisition of any asset	Nil	Nil
(ii) Promotion of Education	Nil	Nil
(iii) Reducing child mortality and improving maternal health	Nil	Nil

**Mohan Juneja & Co.**

Chartered Accountants

Firm Registration Number - 020488N

For and on behalf of the Board of Directors of

**Hira Automobiles Limited**

**CIN NO: L50101CH1989PLC009500**

**CA Mohan Juneja**

Partner

Membership No. 099825

**Rahulinder Singh  
Sidhu**

Chairman and  
Managing Director

DIN: 00447452

**Neha Sidhu**

Wholetime  
Director

DIN: 00460875

**Rajan Kaushal**

Chief Finance  
Officer

Place: Chandigarh

Date:- 30.05.2023

Place: Chandigarh

Date:- 30.05.2023

Place: Chandigarh

Date:- 30.05.2023

Place: Chandigarh

Date:- 30.05.2023



## **1. SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**

### **A) General Information**

The Company is an authorized dealer of Maruti Suzuki India Ltd. for purchase and sale of Motor Vehicles, Spare parts and service of its vehicles. The company also deals in pre-owned car sales and purchase. The other activities carried out in the company are getting vehicles financed from banks and NBFCs, dealing in insurance business and running of Maruti Driving School. The company is Public Company listed on Bombay Stock Exchange in India and is incorporated under the provision of the Companies Act, 1956 as replaced by the Companies Act, 2013 applicable in India. Its principal place of business is located in Patiala, further branches are in the district Patiala and district Muktsar of Punjab.

### **B) Basis for Preparation of Financial Statements**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis. These financial statements have been prepared to comply in all material respects with the applicable accounting principles in India, the applicable Indian accounting standards notified under Section 211(3C) [Companies (Indian Accounting Standards) Rules, 2015 as amended] of the Companies Act, 1956, issued pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013, Accounting Standard 30, Financial Instruments: Recognition and Measurement issued by the Institute of Chartered Accountants of India to the extent it does not contradict with any other accounting standard referred to in Section 211 (3C) [Companies (Accounting Standards) Rules, 2006 as amended] of the Act, other recognised accounting practices and policies and the relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Revised Schedule VI to the Companies Act.. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – noncurrent classification of assets and liabilities.

### **C) Revenue Recognition**

- a) Sale and purchase of products is recognized when the products are supplied and received in accordance with the terms of sale and purchase recorded net of trade discounts but inclusive of Goods & Service Tax for the year under consideration.
- b) Service Income is accounted for as and when vehicles are serviced in accordance with the terms of service and recorded net of discount but inclusive of Goods & Service Tax for the year under consideration.





c) Interest income is recognized on accrual basis.

## **D) Fixed Assets**

### **Tangible Assets**

Fixed assets (except freehold land which is carried at cost) are carried at cost of acquisition or construction in the year of capitalisation less accumulated depreciation. Assets acquired under finance leases are not capitalised in the books of accounts.

### **Intangible Assets**

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

## **E) Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalised till the month in which each asset is put to use as part of the cost of that asset.

## **F) Depreciation**

Depreciation on Fixed Assets is provided on the basis of Straight Line Method (SLM). Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

## **G) Inventories**

Inventories are valued at Cost or Net Realizable value, whichever is lower. The cost is ascertained on Average basis except vehicles where cost is ascertained on specific cost basis.

## **H) Employee Benefit Costs**

### **i) Short - Term Employee Benefits:**

Recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered. These benefits include performance incentive and compensated absences.

### **ii) Post-Employment and Other Long Term Employee Benefits:**

The Company has Defined Contribution Plans for post-employment benefit under which company pays specified contribution to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The



Company's contribution is recognized as an expense in the Profit and Loss Statement during the period in which the employee renders the related service.

**I) Foreign Currency Translations:**

The Company does not deal with Foreign Currency, hence AS-11 "Effect of changes in Foreign Exchanges issued by the Institute of Chartered Accountants of India is not applicable.

**J) Cash Flow Statement:**

Cash Flow Statements has been prepared following the indirect method set out in the Accounting Standard-3 on "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.

**K) Taxes**

Tax expense for the year, comprising current tax and deferred tax, is included in determining the net profit/ (loss) for the year.

Current tax is recognised based on assessable profit computed in accordance with the Income Tax Act and at the prevailing tax rate.

Deferred tax is recognised for all timing differences. Deferred tax assets are carried forward to the extent it is reasonably / virtually certain (as the case may be) that future taxable profit will be available against which such deferred tax assets can be realised. Such assets are reviewed at each balance sheet date and written down to reflect the amount that is reasonably/ virtually certain (as the case may be) to be realised.

Minimum Alternative Tax credit is recognised as an asset only to the extent and when there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount is written down to the extent there is no longer convincing evidence to the effect that the Company will pay normal tax during the specified period.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted at the balance sheet date.

**L) Impairment of Assets**

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the statement of profit and loss to the extent the carrying amount exceeds the recoverable amount.

**M) Provisions and Contingencies**

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the



obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date and are not discounted to their present value.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### **N) Earnings Per Share**

The calculation of Earnings Per Share (EPS) as disclosed in the balance Sheet Abstract has been made in accordance the requirement of Accounting Standard (AS) -20 on Earnings Per Share issued by the Institute of Chartered Accounts of India. Diluted Earning per Share is the same Basis Earning per share because there is no potential equity shares which would have dilutive effect on earning per shares to equity shareholders.

#### **O) Segment Reporting**

1.The Company is Authorized Dealer of Maruti Suzuki India Limited (MSIL) and hence, is engaged in the business of sale and service of MSIL vehicles. As the basis nature of sale of variants of vehicles is governed by the same set of risk & returns, these have been grouped as single segment as per Accounting Standard (AS-14) on segment reporting issued by the Institute of Chartered accountants of India.

2. Balance Sheet of Current year has been prepared as per Ind AS per application to listed companies and figures of previous year have also been recalculated, re-group and re classified wherever necessary in order to conform to the current year's presentation. Due to applicability of Ind AS previous year figure have changed.

3. (a) During the year, the company has recognized the following amounts as Defined Contribution Plan in the Profit and Loss Account:

- |  |                  |
|--|------------------|
| 1) Employer's Contribution to Provident Fund           | - Rs. 48.34 lacs |
| 2) Employer's Contribution to Employee State Insurance | -Rs. 19.73 lacs  |

(b) During the year the Company has made provision for Gratuity of Rs.(18.12 lacs) in books as designed benefit plan.

4. Subsequent to Accounting Standards -22" Accounting for Taxes on Income" , Issued by the institute of Chartered Accountants of India, Deferred tax expenses of Rs. 2,41,294.00 for the periods is recognized in the profit and loss amount

#### **Calculation of Deferred Tax Liability is as follows:**

Written down value of Fixed Assets as on 31.03.2023 (as per Company Act)	12,92,00,288
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Written down value of Fixed Assets as on 31.03.2023 (as per Income Tax Act)	8,97,12,110
* Timing Difference	3,94,88,178
* Tax @ 26.00%	1,02,66,926
* Deferred Tax Liability as on 31.03.2023	1,02,66,926
* Deferred Tax Liability as on 31.03.2022	1,00,25,632
* Deferred Tax Liability to be adjusted	2,41,294
5. Legal & Professional fees includes Payments to Auditors comprising as follows:	
I) Statutory Audit Fee	Rs. 1,50,000.00
II) Tax audit Fee	Rs. 50,000.00
6. Calculation of Earnings Per Share is as follows:	
Net Profit after Tax as per Profit & loss Account as on 31.03.2023	Rs. 75,04,803/-
No. of Equity Share (Face Value Rs. 10/- each)	
For Basis Earning Per Share	2753440
For Diluted Earning Per Share	2753440
<b>Earning Per Share</b>	
Basis	2.73
Diluted	2.73

7. Balance Confirmation letters have been obtained from some of the parties on test check basis.

**As per our report of even date**

**For Mohan Juneja & Co.**  
**Firm Registration Number : 020488N**  
**Chartered Accountants**

**For and on Behalf of the Board**

**CA Mohan Juneja**  
Partner  
Membership No. 099825

**Rahulinder Singh Sidhu**  
Chairman and Managing  
Director  
DIN: 00447452

**Neha Sidhu**  
Wholetime Director  
DIN: 00460875

**Rajan Kaushal**  
Chief Finance  
Officer

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
Date:- 30.05.2023

Place: Chandigarh  
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Place: Chandigarh  
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