



IS/ISO 9001 - 2000

APM INDUSTRIES LIMITED

910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019

Phone : (011) 26441015-17 Fax : (011) 26441018

E-mail : delhi@apmindustries.co.in

CIN No. : L21015RJ1973PLC015819

Website : www.apmindustries.co.in

September 06, 2021

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Ref: **Scrip Code 523537**

Sub: **Annual Report for Financial Year 2020-21 & Book Closure Dates**

Dear Sir,

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), we wish to inform the following:-

1. The 47th Annual General Meeting ('AGM') of the members of APM Industries Limited will be held on Thursday, September 30, 2021 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in accordance with the circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 issued by the Ministry of Corporate Affairs and circular dated May 12, 2020 read with circular dated January 15, 2021 issued by the Securities and Exchange Board of India. Copy of Annual Report for Financial Year 2020-21 is enclosed;
2. The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) on all the resolutions set out in the AGM Notice to the members, who are holding shares on the Cut-off date i.e. Friday, September 24, 2021. The remote e-voting will commence at 09:00 a.m. (IST) on Monday, September 27, 2021 and end at 05:00 p.m. (IST) on Wednesday, September 29, 2021; and
3. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, September 23, 2021 to Thursday, September 30, 2021 (both days inclusive) for the purpose of AGM.

The Annual Report for Financial Year 2020-21 also available on the website of the Company at www.apmindustries.co.in.

This is for your information and records.

Thanking You,

Yours faithfully,

For APM Industries Limited

Neha Jain
Neha Jain
Company Secretary



Encl: as above

47th

A *NNUAL*

REPORT

2020-2021

APM INDUSTRIES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Rajendra Kumar Rajgarhia
Whole time Director and Chairman

Shri Hari Ram Sharma
Managing Director

Shri Shri Gopal Rajgarhia
Non-Executive Director

Shri Khushi Ram Gupta
Independent Director

Shri Ram Ratan Bagri
Independent Director

Smt. Uma Hada
Independent Director

**COMPANY SECRETARY &
COMPLIANCE OFFICER**

Mrs. Neha Jain

REGISTERED OFFICE & WORKS

SP-147, RIICO Industrial Area, Bhiwadi,
Dist. Alwar (Rajasthan)-301019
Tel: 01493-265400
Fax: 01493-265413
Email: bhiwadi@apmindustries.co.in

CORPORATE OFFICE

910, Chiranjiv Tower,
43, Nehru Place, New Delhi-110019
Tel: 011-26441015-18
Email: csapmindustriesltd@gmail.com

STATUTORY AUDITORS

Chaturvedi & Partners
Chartered Accountants,
501, Devika Tower,
6, Nehru Place, New Delhi-110019

INTERNAL AUDITORS

M M Sharma & Co.
Chartered Accountants,
1502, Chiranjiv Tower,
43, Nehru Place, New Delhi-110019

BANKERS

State Bank of India
HDFC Bank

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services Pvt Ltd
D-153A, 1st Floor, Okhla Industrial Area,
Phase-I, New Delhi-110020
Tel: 011-40450193-97
Email: admin@skylinerta.com

CORPORATE IDENTITY NUMBER

L21015RJ1973PLC015819

STOCK EXCHANGE

BSE Limited

WEBSITE

www.apmindustries.co.in

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NOTICE

NOTICE is hereby given that the **47th Annual General Meeting (AGM)** of the Members of **APM Industries Limited** will be held on **Thursday, the 30th day of September, 2021 at 11:30 A.M.**, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Shri Gopal Rajgarhia (DIN: 00002245), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **To Re-appoint Shri Rajendra Kumar Rajgarhia (DIN: 00141766) as Executive Director and Chairman of the Company and also designated as Whole time Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) of the said Act and any other law for the time being in force and in compliance with Nomination and Remuneration Policy of the Company and subject to approval of Central Government (if required), the consent of the members be and is hereby accorded to the re-appointment of Shri Rajendra Kumar Rajgarhia (DIN: 00141766), as Executive Director and Chairman of the Company for a further period of 3 (Three) years w.e.f. June 01, 2021 to May 31, 2024 and designated as Whole time Director from August 06, 2021 to May 31, 2024 on the terms and conditions including remuneration, as set out in explanatory statement."

4. **To Re-appoint Shri Hari Ram Sharma (DIN: 00178632) as Managing Director on the Board of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) of the said Act and any other law for the time being in force and in compliance with Nomination and Remuneration Policy of the Company and subject to approval of Central Government (if required), the consent of the members be and is hereby accorded to the re-appointment of Shri Hari Ram Sharma (DIN: 00178632), as Managing Director on the Board of the Company for a further period of 3 (Three) years w.e.f. June 01, 2021 to May 31, 2024 on the terms and conditions including remuneration, as set out in explanatory statement."

5. **To Ratify the Cost Auditors' Remuneration for the Financial Year 2021-22**

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 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022, amounting to Rs. 50,000/- (Rupees Fifty Thousand only) as also the payment of taxes, as applicable and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified by the members of the Company."

Registered Office:

SP-147, RIICO Industrial Area,
Bhiwadi, Dist. Alwar
(Rajasthan)-301019
Tel: (01493)-265400,
Fax: (01493)-265413
e-mail: csapmindustriesltd@gmail.com
website: www.apmindustries.co.in

By Order of the Board

Neha Jain
Company Secretary
(Membership No. : 48053)

Place : New Delhi

Dated : August 06, 2021

NOTES:-

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through VC or OVAM, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 47th AGM of the Company is being convened and conducted through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. An Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the special business to be transacted at the 47th Annual General Meeting ('AGM') is annexed hereto.

Information and facts as specified in the Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM are also annexed to this Notice.
3. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.
4. Attendance of the Members participating in the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. Relevant documents referred to in the Annual Report including Notice of AGM and Explanatory Statement are available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to csapminindustriestd@gmail.com.
6. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
7. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of Companies (Share Capital and Debentures) Rules, 2014, members of the Company may nominate a person in whom the shares held by him/ them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in physical form, desirous of availing this facility may submit nomination in Form SH-13 to RTA of the Company. In respect of shares held in dematerialised form, the nomination form may be filed with the concerned Depository Participant.
8. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name will appear in the Register of Members / list of Beneficial Owners received from the Depositories as on Friday, August 27, 2021.
9. All shares and dividend related correspondence may be sent to Registrar and Transfer Agent ('RTA') at the following address:
Skyline Financial Services Private Limited
 (Unit: APM Industries Limited)
 D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020
 Tel: 011-40450193-97 Fax: 011-26812682
 Email: admin@skylinerta.com
 In all correspondence, please quote your DP ID & Client ID or Folio Number.
10. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 23, 2021 to Thursday, September 30, 2021** (both days inclusive) for the purpose of Annual General Meeting.
11. **Change of Address or Other Particulars**
 Members are requested to intimate change, if any, in their name, address (with PIN Code), telephone/mobile numbers, E-mail ID, Permanent Account Number (PAN), nominations, mandate instructions, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC etc. under the signature of the registered holder(s) to:
- RTA of the Company in respect of shares held in physical form; and
 - The Depository Participants in respect of shares held in electronic form.
12. As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed Companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Members can contact the Company or Company's RTA, Skyline Financial Services Private Limited for assistance in this regard.
13. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice, inter-alia, explaining the manner of attending AGM through VC/ OAVM and electronic (e-voting) voting along with the Annual Report for the Financial Year 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Depository Participants or Registrar and Transfer Agents ('RTA') of the Company, Skyline Financial Services Private Limited. Members may note that the Annual Report including Notice 2020-21 will also be available on Company's website www.apmindustries.co.in and website of the stock exchange i.e. BSE Limited at www.bseindia.com and on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com.
14. Queries on the Annual Report and operations of the Company, if any, may please be sent to the Company at least seven days prior to the date of the AGM so that answers may be provided at the Meeting.
15. During the AGM, Members may access the scanned copy of:
- (i) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; and
 - (ii) Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act, or any other document as may be required.
16. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of this Annual Report.
17. The Company has a dedicated E-mail address csapminindustriestd@gmail.com for members to mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.
 The Company's website www.apmindustries.co.in has a dedicated section on Investors.
18. Process for those Shareholders whose email address are not registered:- Members, who are holding shares in physical/ electronic form and their e-mail addresses are not registered with the Company/ Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the Company along with self attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhaar Card, Driving Licence, Election Card, Passport, utility bill or any other Government document in support of the address proof of the Member as registered with the Company for receiving the Annual Report of FY 2020-21 along with Notice of AGM by email to csapminindustriestd@gmail.com or admin@skylinerta.com. Members holding shares in demat form can update their email address with their Depository Participants.
19. **Instructions for e-Voting and joining the AGM are as follows:**
 To comply with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended up to date and Regulation 44 of the Listing Regulations read with 'MCA Circulars', the Company is pleased to provide the facility to the Members to cast their votes, electronically through remote e-voting (prior to AGM) and e-voting (during the AGM) services provided by NSDL on all resolutions set forth in this Notice.
- A. Instructions for Remote E-Voting prior to the AGM**
- I. The remote e-Voting period commences at **09:00 A.M. (IST) on Monday, September 27, 2021** and ends at **05:00 P.M. (IST) on Wednesday, September 29, 2021**. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date **Friday, September 24, 2021** ("Cutoff date"), may cast their vote by remote e-Voting. No remote e-Voting shall be allowed beyond the aforesaid date and time and remote e-Voting module shall be disabled by NSDL upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - II. The Members who have cast their vote by remote e-voting prior to the AGM may also attend and participate in the AGM through VC/ OAVM means, but shall not be entitled to cast their e-vote again.
 - III. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date should treat this Notice for information purpose only.
 - IV. Any person, who acquire shares and become Member of the Company after the date of electronic dispatch of the Notice and holding shares as on the cut-off date i.e. **September 24, 2021**,

may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if they are already registered with NSDL for remote e-voting then they can use their existing User ID and password to cast the vote.

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

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

Step 1: Access to NSDL e-Voting system

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system

Details on Step 1 are mentioned below:

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. NSDL IDEAS facility</p> <p>If you are already registered for the NSDL IDEAS facility</p> <p>(a) Please visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile.</p> <p>(b) On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section.</p> <p>(c) A new screen will open. You will have to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services.</p> <p>(d) Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</p> <p>(e) Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If you are not registered for IDEAS e-Services</p> <p>The option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>2. E-voting website of NSDL</p> <p>(a) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.</p> <p>(b) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>(c) 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.</p> <p>(d) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

Important Note:- Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

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

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

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

Process for procuring user ID and password for e-voting for those shareholders whose email ids are not registered with the depositories / Company

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

B. Instructions for E-Voting during the AGM

- The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members, who will be present at the AGM through VC/ OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

C. Instructions for attending the AGM through VC / OAVM

- I. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- II. The Members will be allowed to join the AGM through VC/ OAVM facility, fifteen (15) minutes before the scheduled time of commencement of the AGM and shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC/ OAVM will be made available to atleast 1,000 members on first come- first-served basis. The large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served basis.
- III. For ease of conduct, the Company is pleased to provide two way video conferencing facility to the Members who would like to express their views/ ask questions at the AGM. The Members may register themselves atleast seven (7) days in advance as a speaker by sending their request along with questions from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at csapmindustriesltd@gmail.com. Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions at the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members who do not wish to speak during the AGM but have queries regarding financial statements or other matters may send their queries seven (7) days before the AGM mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at csapmindustriesltd@gmail.com. These queries will be replied by the Company suitably by email.
- IV. Members who need assistance before or during the AGM, can contact Skyline Financial Services Private Limited on admin@skylinerta.com or contact@skylinerta.com or contact Ms. Meenakshi or Ms. Anu, Phone No. 011-26812682, 40450193 to 97.

20. General Guidelines for shareholders:

1. Institutional/ Corporate members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board Resolution/ Authorisation Letter, etc. authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through e-voting. The said resolution/ authorization shall be sent to the Scrutinizer by email to contact@csrsm.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful

attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-1020-990/1800-224-430 or send a request at evoting@nsdl.co.in.
4. In case of any queries or grievances relating to e-Voting, you may contact Ms. Sarita Motte, Authorised Person, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India through e-mail at evoting@nsdl.co.in or on Toll Free No.: 1800-222-990 OR Ms. Meenakshi, Authorised Person, Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020., India through email at admin@skylinerta.com. or on Telephone No.: 011-40450193-97.

21. Other Instructions:

1. The Board of Directors has appointed Mr. Ravi Sharma (FCS No. 4468, C.P. No.: 3666), and/or Ms. Suman Pandey (FCS No. 7606, C.P. No.: 8404) Partners of M/s. RSM & Co., Company Secretaries, has been appointed as 'Scrutinizer' to scrutinize the process of e-voting during the AGM and remote e-voting held before the AGM in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-vote cast during the AGM and shall make, not later than 3 days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total e-votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the Scrutinizer's Report and declare the result of the voting forthwith.
3. The results of voting will be declared from the conclusion of the AGM i.e. on or before October 03, 2021 and the result declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after declaration of result by the Chairman or a person authorised by him and the result shall also be communicated to the Stock Exchange.
4. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the AGM scheduled to be held on Thursday, September 30, 2021.

ANNEXURE TO THE NOTICE

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

[In pursuance of Secretarial Standard on General Meetings (SS-2) & Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Particulars	Item No. 2	Item No. 3	Item No. 4
Name of the Director	Shri Shri Gopal Rajgahia	Shri Rajendra Kumar Rajgarhia	Shri Hari Ram Sharma
Director Identification Number (DIN)	00002245	00141766	00178632
Date of Birth	August 21, 1946	August 14, 1938	June 03, 1951
Age	74 Years	82 Years	70 Years
Nationality	Indian	Indian	Indian
Date of first Appointment on Board	July 26, 2000	August 01, 2004	March 01, 2012
Qualification	B. Tech (Hons.) and S.M. (MIT)	B. Com	B. Com
Brief resume including experience, expertise in specific functional areas	Shri Shri Gopal Rajgarhia is having more than 45 years of work experience in the field of Investment decision and financing activities.	Shri Rajendra Kumar Rajgarhia is having overall around 60 years of work experience. He is also having more than 50 years of work experience in the field textile industry. He is also having experience in financing activities, strategic planning in capital Budgeting. He is associated with the Company since long. He is being appointed as a Director on the Board of the Company since 2004. He is one of the Promoter and main contributor to the growth and development of the Company.	Shri Hari Ram Sharma is having around 48 years of work experience in Strategic planning for production and sales. He is also having more than 40 years of experience in the field of textile industries. He is associated with the Company since long. He is being appointed as a Director on the Board of the Company in the year 2012. He has rich experience in various areas of operation of the business and specialized skills in innovation, product development etc. Shri Hari Ram Sharma has put in much effort to improve the business performance and devoted attention to the developmental activities of the Company.
Terms & Conditions for appointment/re-appointment	On-reappointment, he is liable to be retire by rotation	As detailed in the respective resolution and explanatory statement	As detailed in the respective resolution and explanatory statement
Details of Remuneration / Remuneration last drawn	He is eligible to receive sitting fee for attending the Board/ Committee Meetings	Disclosed in the Corporate Governance Report forming part of Annual Report.	Disclosed in the Corporate Governance Report forming part of Annual Report.
Shareholding in APM Industries Limited (No. & %)	573850 (2.66%)	3850000 (17.81%)	1045 (0.00%)
List of Directorships held in other Companies	- Sheevam Comfort Hotels Private Limited - Rovo Marketing Private Limited - Rajgarhia Leasing and Financial Services Pvt. Ltd. - Madhushree Properties (P) Ltd - Autometers Alliance Limited	- Perfectpac Limited - Rajgarhia Leasing and Financial Services Pvt. Ltd.	- Arvind Syntex Private Limited - Ajay Overseas Private Limited
Members / Chairman of Committees in APM Industries Limited	- Member of Audit Committee	- Member of Nomination and Remuneration Committee - Chairperson of Corporate Social Responsibility Committee	- Member of Stakeholders Relationship Committee - Member of Corporate Social Responsibility Committee
Members / Chairman in other Public Companies	Nil	- Member of Nomination and Remuneration Committee of Perfectpac Limited	Nil
Relationship with other Directors	Shri Shri Gopal Rajgarhia being brother of Shri Rajendra Kumar Rajgarhia, Chairman, is related to him. He is not related to any other Director and KMP of the Company	Shri Rajendra Kumar Rajgarhia being brother of Shri Shri Gopal Rajgarhia, Director, is related to him. He is not related to any other Director and KMP of the Company	None
Number of Meetings of the Board attended during the year	Six	Six	Six

EXPLANATORY STATEMENT**(Pursuant to Section 102 of the Companies Act, 2013)****Items to Special Business****Item No. 3**

Shri Rajendra Kumar Rajgarhia was appointed as Whole Time Director designated as Chairman of the Company for a period of 5 years (Five Years) w.e.f. June 01, 2016 to May 31, 2021 on the terms and conditions including remuneration as approved in the 42nd Annual General Meeting of the Company held on September 24, 2016. There was revision in remuneration of Shri Rajendra Kumar Rajgarhia, as approved in the 44th Annual General Meeting of the Company held on September 22, 2018 and all other terms and conditions of his appointment in the Company as approved by the members of the Company was remain unchanged.

On the recommendation of Nomination and Remuneration Committee of the Board, the Board of Directors of the Company at its meeting held on dated May 31, 2021 has approved the re-appointment of Shri Rajendra Kumar Rajgarhia as Executive Director and Chairman of the Company for a further period of 3 years (Three Years) effective from June 01, 2021 to May 31, 2024, subject to the approval of the shareholders.

Further, on the recommendation of Nomination and Remuneration Committee of the Board, the Board of Directors of the Company at its meeting held on dated August 06, 2021 has also designated Shri Rajendra Kumar Rajgarhia as Whole time Director of the Company effective from August 06, 2021 to May 31, 2024, subject to the approval of the shareholders. All other terms and conditions including remuneration of his re-appointment in the Company approved by Board of Directors on May 31, 2021 Company shall remain unchanged.

Justification for re-appointment pursuant to Section 196(3) of the Companies Act, 2013

Section 196(3) read with schedule V of the Companies Act, 2013, provides that a person, who has attained the age of 70 years, can be appointed as a Whole time Director, if approved by the members by passing a special resolution.

Keeping in view that Shri Rajendra Kumar Rajgarhia is B.com graduate and having more than 50 years of work experience in the field textile industry. He is associated with the Company since long. He is being appointed as a Director on the Board of the Company since 2004. During the term of his office, the Company has made a steady growth and strengthened its financial position. He has also been leading and guiding the operations of the Company, over a long period of time. Though he has attained the age of 82 years, he is at present in very good health and, in the opinion of the Board of Directors, he is in a position to discharge all his duties efficiently. Therefore, his appointment as Whole-time Director and Chairman will be in the interests of the Company.

Under the guidance and technical expertise of Shri Rajendra Kumar Rajgarhia, the Company has been recognized with the following awards:-

- The appreciation of the achievements in National Energy Conservation in the Textile Sector for the year 2013, the Govt. of India, Ministry of Power awarded the FIRST PRIZE under National Energy Conservation Award.
- In appreciation of the achievements in energy conservation in the Textile Sector for the year 2009-10 Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company.
- In appreciation of the achievements in Energy conservation in the Textile Sector for the year 2008-09, Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company.

Shri Rajendra Kumar Rajgarhia devotes his full time and attention to the business of the Company and is responsible for the general conduct and management of the affairs of the Company. Shri Rajendra Kumar Rajgarhia has over 3 decades of invaluable experience in the line of the business of the Company which is compatible with the Organizational requirements and the Company would definitely benefit under his leadership and valuable guidance. In view of the substantial time and effort required to be spent by the Chairman in the affairs relating to the Company, the Board of Directors upon recommendation of Nomination and Remuneration Committee of the Board at their meeting held on May 31, 2021 and August 06, 2021 have re-appointed Shri Rajendra Kumar Rajgarhia as Whole time Director and Chairman of the Company, subject to approval of shareholders.

The remuneration and terms and conditions of re-appointment of Shri Rajendra Kumar Rajgarhia, as approved and recommended by the Nomination

& Remuneration Committee of the Board of Directors of the Company in pursuance to the Section 197 and Schedule V of the Companies Act, 2013 is as under:

1. **Basic Salary:** Rs. 6,00,000/- per month w.e.f. June 01, 2021 which will be increased every year on 1st June by Rs. 50,000/- in the scale of Rs. 6,00,000/- – Rs. 50,000/- – Rs. 7,00,000/-.
2. **Commission:** 2% on the net profit of the Company computed in the manner laid down in the Companies Act, 2013.
3. **Perquisites and Allowances:** In addition, following perquisites and allowances shall be payable:
 - (i) House Rent Allowance @ 60% of the Basic Salary per month.
 - (ii) Provision of furnishings and expenses pertaining to supply of Gas, Electricity, Water and other utilities including repair will be borne / reimbursed by the Company.
 - (iii) Expenses pertaining to services of guard / watchmen, a gardener and a servant employed at his residence shall be borne / reimbursed by the Company.
 - (iv) Medical expenses actually incurred for self, wife and dependent subject to the condition that the total cost to the Company shall not exceed one month's salary per year or three month's salary in a period of 3 years.
 - (v) Reimbursement of actual traveling expenses for self and family for proceeding on leave once in a year to and from any place in India or outside India.
 - (vi) Reimbursement of membership fees in respect of Clubs will be subject to maximum of two Clubs.
 - (vii) Personal Accident / Mediciam Insurance Premium subject to limit of Rs. 25,000/- per annum.
 - (viii) Free use of the Company's car with driver for official as well as for personal purposes.
 - (ix) Telephone at residence at company's cost.
 - (x) Gratuity @ half month's basic salary for each completed year of services as per scheme of the Company.
 - (xi) Leave and leave encashment as per rules of the Company.
4. **Other Terms & Conditions:**
 - (i) No sitting fees will be paid to Shri Rajendra Kumar Rajgarhia for attending the meetings of Board of Directors or Committees thereof.
 - (ii) Shri Rajendra Kumar Rajgarhia shall be liable to retire by rotation.
 - (iii) Shri Rajendra Kumar Rajgarhia will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
 - (iv) Shri Rajendra Kumar Rajgarhia can resign from the services of the Company at any time by giving three months' notice. Similarly, his services can be terminated at any time by giving three months' notice.
 - (v) If at any time Shri Rajendra Kumar Rajgarhia ceases to be Director of the Company for any reason whatsoever, he shall cease to be the Chairman of the Company.

(vi) In the event of absence or inadequacy of profits in any financial year, Shri Rajendra Kumar Rajgarhia will be paid salary and perquisites subject to the limits / conditions specified under Section II of Part II of Schedule V to the Companies Act, 2013.

Subject to provisions of Section 197 and Schedule V of the Companies Act, 2013, (including any statutory modification or reenactment thereof, for the time being in force) the Board of Directors of the Company may alter/vary the terms and conditions of the said re-appointment from time to time, at its discretion.

Shri Rajendra Kumar Rajgarhia, satisfies all the conditions as set out in Section 196, 197, 198, 203 read with Schedule V referred of the Companies Act, 2013 for being eligible to be re-appointed as a whole time director and Chairman of the Company. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution set out at Item No. 3 of the Notice of AGM for approval of the members.

Except Shri Rajendra Kumar Rajgarhia and Shri Shri Gopal Rajgarhia and their relatives, none of the Directors and Key Managerial personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in item No. 3.

Item No. 4

Shri Hari Ram Sharma was appointed as Managing Director of the Company for a period of 5 years (Five Years) w.e.f. June 01, 2016 to May 31, 2021 on the terms and conditions including remuneration as approved in the 42nd Annual General Meeting of the Company held on September 24, 2016. There was revision in remuneration of Shri Hari Ram Sharma, as approved in the 44th Annual General Meeting of the Company held on September 22, 2018 and all other terms and conditions of his appointment in the Company as approved by the members of the Company was remain unchanged.

On the recommendation of Nomination and Remuneration Committee of the Board, the Board of Directors of the Company at its meeting held on dated May 31, 2021 has approved the re-appointment of Shri Hari Ram Sharma as Managing Director of the Company for a further period of 3 years (Three Years) effective from June 01, 2021 to May 31, 2024, subject to the approval of the shareholders.

Justification for re-appointment pursuant to Section 196(3) of the Companies Act, 2013

Section 196(3) read with schedule V of the Companies Act, 2013, provides that a person, who has attained the age of 70 years, can be appointed as a Managing Director, if approved by the members by passing a special resolution.

Keeping in view that Shri Hari Ram Sharma has attained the age of 70 years in the month of June 2021. He is B.Com graduate and having more than 40 years of experience in the field of textile industries. He is associated with the Company since long. He has rich experience in various areas of operation of the business and specialized skills in innovation, product development etc. and therefore the Company requires his active involvement going forward. As Long Range Strategy Plan requires the involvement of Shri Hari Ram Sharma on a Whole-time basis to continue to play a strategic leadership role and guide the management team of the Company and motivate them to realise the longterm objectives. Therefore, his continued services are considered not only necessary but also is in the interest of the Company.

Under also the guidance of Shri Hari Ram Sharma, the Company has been recognized with the following awards:-

- The appreciation of the achievements in National Energy Conservation in the Textile Sector for the year 2013, the Govt. of India, Ministry of Power awarded the FIRST PRIZE under National Energy Conservation Award.
- In appreciation of the achievements in energy conservation in the Textile Sector for the year 2009-10 Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company.
- In appreciation of the achievements in Energy conservation in the Textile Sector for the year 2008-09, Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company.

The remuneration and terms and conditions of re-appointment of Shri Hari Ram Sharma, as approved and recommended by the Nomination & Remuneration Committee of the Board of Directors of the Company in pursuance to the Schedule V of the Companies Act, 2013 is as under:-

1. **Basic Salary:** Rs. 5,50,000/- per month w.e.f. June 01, 2021 which will be increased every year on 1st June by Rs. 50,000/- in the scale of Rs. 5,50,000/- – Rs. 50,000/- – Rs. 6,50,000/-.
2. **Bonus/ Ex gratia:** Bonus / Ex gratia shall be paid, as payable to Senior Executives of the Company but not exceeding 20% of Basic Salary.
3. **Perquisites and Allowances:** In addition, following perquisites and allowances shall be payable:

- (i) Rent free furnished residential accommodation with free electricity the monetary value of which will be evaluated as per Rules 3 of the Income Tax Rules, 1962.

OR

In case own premises are occupied, then house rent allowance payable as per rules of the Company but not exceeding 60% of Basic Salary per month. The expenses on electricity will be borne by the Company.

- (ii) **Medical Benefits:** The total cost of medical expenses / allowance to the Company shall not exceed one month salary per year or three month's salary in a period of three years.
- (iii) **Leave and leave encashment** as per rules of the Company.
- (iv) **Leave Travel Allowance/ Concession:** For self and family once in a year shall not exceed one month salary per year.

- (v) Reimbursement of membership fees in respect of Clubs will be subject to maximum of two Clubs.
- (vi) Personal Accident / Medclaim Insurance Premium subject to limit of Rs. 25,000/- per annum.
- (vii) The Company's contribution towards Provident Fund as per rules of the Company.
- (viii) Gratuity @ half month's basic salary for each completed year of services as per scheme of the Company.
- (ix) Free use of the Company's car with driver for official as well as for personal purposes.
- (x) Telephone at residence at Company's cost.

4. Other Terms & Conditions:

- (i) No sitting fees will be paid to Shri Hari Ram Sharma for attending the meetings of Board of Directors or Committees thereof.
- (ii) Shri Hari Ram Sharma shall be liable to retire by rotation.
- (iii) Shri Hari Ram Sharma will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
- (iv) Shri Hari Ram Sharma can resign from the services of the Company at any time by giving three months' notice. Similarly, his services can be terminated at any time by giving three months' notice.
- (v) If at any time Shri Hari Ram Sharma ceases to be Director of the Company for any reason whatsoever, he shall ceases to be the Managing Director of the Company.
- (vi) In the event of absence or inadequacy of profits in any financial year, Shri Hari Ram Sharma will be paid salary and perquisites subject to the limits / conditions specified under Section II of Part II of Schedule V to the Companies Act, 2013.

Subject to provisions of Section 197 and Schedule V of the Companies Act, 2013, (including any statutory modification or reenactment thereof, for the time being in force) the Board of Directors of the Company may alter/vary the terms and conditions of the said re-appointment from time to time, at its discretion.

Shri Hari Ram Sharma, satisfies all the conditions as set out in Section 196, 197, 198, 203 read with Schedule V referred of the Companies Act, 2013 for being eligible to be re-appointed as a Managing Director of the Company. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice of AGM for approval of the members.

Except Shri Hari Ram Sharma being appointee, none of the Directors or Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 5

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain Cost Audit records and have the same audited by a Cost Auditor. Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 06, 2021, re-appointed Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876) as the Cost Auditor for conducting the Cost Audit for the financial year 2021-2022, on a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) as also the payment of taxes, as applicable and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit.

Rule 14 of Companies (Audit and Auditors) Rules, 2014 as amended, requires that the remuneration payable to the Cost Auditor be ratified by the Members. Hence, the resolution set out at Item No. 5 of the Notice.

The Directors recommend that the remuneration payable to the Cost Auditor in terms of the resolution set out at Item No. 5 of the accompanying Notice be ratified by the Members by way of Ordinary Resolution.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financial or otherwise, in the resolution set out in item No. 5 of the Notice.

**STATEMENT OF PARTICULARS
(PURSUANT TO SCHEDULE-V OF THE COMPANIES ACT, 2013)
Remuneration of Whole time Director and Managing Director**

I. GENERAL INFORMATION

S. No.	Particulars/Subject	Information (Shri Rajendra Kumar Rajgarhia, Whole time Director & Chairman and Shri Hari Ram Sharma, Managing Director)										
1.	Nature of Industry	Textile Industry										
2.	Date or Expected date of commencement of commercial production.	In the year 1980										
3.	In case of new Companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospects.	Not applicable										
4.	Financial performance based on given indicators	(Rs. In Lakhs)										
		<table border="1"> <thead> <tr> <th>Particulars</th> <th>2020-21 (As per Audited Financial Statements)</th> </tr> </thead> <tbody> <tr> <td>Total Revenue</td> <td>23,778</td> </tr> <tr> <td>Total Expenses</td> <td>23,098</td> </tr> <tr> <td>Profit before Tax</td> <td>680</td> </tr> <tr> <td>Profit after Tax</td> <td>479</td> </tr> </tbody> </table>	Particulars	2020-21 (As per Audited Financial Statements)	Total Revenue	23,778	Total Expenses	23,098	Profit before Tax	680	Profit after Tax	479
Particulars	2020-21 (As per Audited Financial Statements)											
Total Revenue	23,778											
Total Expenses	23,098											
Profit before Tax	680											
Profit after Tax	479											
5.	Foreign Investments or collaborations, if any.	The Company has not made any foreign investments and neither entered into any foreign collaborations, except the shareholding by Non-Resident Indians in the Company.										

II. INFORMATION ABOUT THE APPOINTEE

S. No.	Information	Shri Rajendra Kumar Rajgarhia	Shri Hari Ram Sharma
1.	Background details	Shri Rajendra Kumar Rajgarhia aged 82 years, he is commerce graduated and overall having around 60 years of work experience. He is also having more than 50 years of work experience in the field textile industry. He is associated with the Company since long. He is being appointed as a Director on the Board of the Company since 2004. He is one of the Promoter and main contributor to the growth and development of the Company. During the term of his office, the Company has made a steady growth and strengthened its financial position. He has also been leading and guiding the operations of the Company, over a long period of time.	Shri Hari Ram Sharma aged 70 years, he is graduated and having around 48 years of work experience in Strategic planning for production and sales. He is also having more than 40 years of experience in the field of textile industries. He is associated with the Company since long. He is being appointed as a Director on the Board of the Company in the year 2012. He has rich experience in various areas of operation of the business and specialized skills in innovation, product development etc. Shri Hari Ram Sharma has put in much effort to improve the business performance and devoted attention to the developmental activities of the Company.
2.	Past Remunerations	Shri Rajendra Kumar Rajgarhia was paid Rs. 107.59 Lakhs as annual remuneration for the financial year 2020-21.	Shri Hari Ram Sharma was paid Rs. 97.63 Lakhs as annual remuneration for the financial year 2020-21.
3.	Recognition or awards	Under the guidance and technical expertise of Shri Rajendra Kumar Rajgarhia and Shri Hari Ram Sharma, the Company has been recognized with the following awards: - The appreciation of the achievements in National Energy Conservation in the Textile Sector for the year 2013, the Govt. of India, Ministry of Power awarded the FIRST PRIZE under National Energy Conservation Award. - In appreciation of the achievements in energy conservation in the Textile Sector for the year 2009-10 Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company. - In appreciation of the achievements in Energy conservation in the Textile Sector for the year 2008-09, Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the company.	
4.	Job Profile and his suitability	Shri Rajendra Kumar Rajgarhia devotes his full time and attention to the business of the Company and is responsible for the general conduct and management of the affairs of the Company. Shri Rajendra Kumar Rajgarhia has over 3 decades of invaluable experience in the line of the business of the Company which is compatible with the Organizational requirements and the Company would definitely benefit under his leadership and valuable guidance.	Shri Hari Ram Sharma plays an important role in successful management of Company's operational, production and technical affairs. Shri Hari Ram Sharma is guiding force behind the success of the Company.
5.	Remunerations proposed	Details of proposed remuneration as stated in Explanatory statement.	
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position & person	The proposed remuneration is the minimum remuneration as per Schedule V of the Companies Act, 2013 which is comparable with the Companies of the same size and profitability. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.	
7.	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.	Shri Rajendra Kumar Rajgarhia is the Promoter / Director of the Company. The pecuniary relationship of Shri Rajendra Kumar Rajgarhia with the Company or with any managerial personnel is detailed in the Note no. 48.1 of Notes to Accounts.	The pecuniary relationship of Shri Hari Ram Sharma with the Company or with any managerial personnel is detailed in the Note no. 48.1 of Notes to Accounts.

III. OTHER INFORMATION

S. No.	Information	
1.	Reasons for loss or inadequate profits	The Company has earned profits however, the Company proposes to obtain approval of Members as an abundant caution in case where in any financial year, during the currency of the tenure of Shri Rajendra Kumar Rajgarhia Whole time Director & Chairman and Shri Hari Ram Sharma as Managing Director, the Company has no profits or its profits are inadequate, then the remuneration being paid will subject to the limits and conditions prescribed under Section II of Part II of Schedule V of the Companies Act, 2013, as may be amended from time to time.
2.	Steps taken or proposed improvement.	The Company is taking continuous steps for improvement.
3.	Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company desires to increase the revenue and profits by improved margins in current financial year.

IV. DISCLOSURES

Necessary disclosures have been made with regard to remuneration details of the managerial personnel under the head Corporate Governance in the Annual Report.

Registered Office:
SP-147, RIICO Industrial Area,
Bhiwadi, Dist. Alwar
(Rajasthan)-301019
Tel: (01493)- 265400,
Fax: (01493)-265413
e-mail: csapmindustriesltd@gmail.com
website: www.apmindustries.co.in

Place : New Delhi
Dated : August 06, 2021

By Order of the Board

Neha Jain
Company Secretary
(Membership No.:48053)

BOARD'S REPORT**To the Members**

The Board of Directors are pleased to present the 47th (Forty Seventh) Annual Report of the Company, together with the Audited Financial Statements for the financial year ended March 31, 2021.

1. FINANCIAL SUMMARY

Particulars	(Rs in Lakhs)	
	2020-21	2019-20
Total Revenue	23778	26992
Total Expenses	23098	26278
Profit Before Tax	680	714
Less:- Tax (including deferred tax)	201	(3)
Profit for the period	479	717
Other Comprehensive Income	15	(13)
Total comprehensive profit for the year	494	704
Retained Earnings:-		
Balance brought forward	7500	6575
Total Comprehensive income for the year	479	717
Effects of Deferred Tax on Items earlier recognized directly in equity	-	339
Equity Dividend	-	108
Tax on Equity Dividend	-	23
Balance carried forward	7979	7500

2. STATE OF COMPANY AFFAIRS & OPERATIONS

Our Company was operated in two business segment - Yarn & Finance and Investment till 31.03.2018. Pursuant to the scheme of arrangements under Section 230 to 232 of the Companies Act, 2013, between APM Industries Ltd. ('Demerged Company') and APM Finvest Ltd. ('Resulting Company') as approved by NCLT, Jaipur, the operations of the Finance and Investment divisions has been demerged w.e.f. 01.04.2018, hence in the financial year 2020-21 the Company operates in one segment i.e. "manufacturing and selling of yarn in India".

The Profit before Tax and Profit after Tax for the year under review for the yarn business amounted to Rs. 680 lakhs and Rs. 479 lakhs respectively as compared to Rs. 714 lakhs and Rs. 717 lakhs in the previous financial year.

The performance of the Company has been comprehensively discussed in the 'Management Discussion and Analysis Report' forming part of this Annual Report.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of your Company during the year under review.

4. IMPACT OF COVID-19 PANDEMIC

The outbreak of Covid – 19 and resultant nationwide lockdown by the Government of India/ State Government, in the month of March – 2020 led to temporary shutdown of manufacturing facilities of the Company. As the government of India/ State Government has relaxed lockdown conditions and has allowed the industries to resume the operations in phased manner, the Company has resumed its operations since May 04, 2020 conforming to the guidelines of the Government of India/ State Government.

As a result of the lockdown during the period March 21, 2020 to May 03, 2020, the Company's operations and financial results have been adversely affected. Therefore, results for the current year are not comparable to the previous year. The revenue from the operations and operating profits have decreased. The decrease is primarily attributable to Covid-19 related market volatility during the current year.

The second wave in March to May – 2021, further exacerbated the situation all over India/ World. Accordingly, the Company has assessed the impact of this Pandemic on its business operations and has considered all relevant internal and external information available up to the date of approval of financial results, to determine the impact on the Company's revenue from operations and the carrying value of certain assets such as property, plant and equipment's, inventories trade receivable.

The primary objectives of your Company's response to the pandemic are to ensure the safety and wellbeing of its employees and Partners to deliver on its commitments to customers in the true spirit of Partnership and to secure the financials and operational of the Company.

5. TRANSFER TO RESERVES

No transfer to reserve has been done in Financial Year 2020-21. The Company proposes to retain the entire amount of profits in the Profit and Loss Account.

6. EXPORTS

During the Financial Year 2020-21, the export turnover was NIL because the Company's thrust area for sale of its product is Domestic market only and the product of the Company is well recognized in domestic market, and having better profitability in domestic market as compared to export.

7. EXPANSION AND MODERNIZATION

The Company continues to modernize its plant and machinery and balancing equipment. The production capacity remains 55,584 spindles during the Financial Year 2020-21.

During the financial year 2020-21, the Company did not incur major expenditure on expansion/ modernization due to effect of Covid – 19 Pandemic and economic uncertainty.

For the financial year 2021-22, the Company has planned for capital expenditure of Rs. 18.25 Crore approx., which contains replacement of 30 No. old Ring Frames machines, 6 No. old Automatic Cone winding machines, 1 No. Draw frame machine (Additional) and up gradation of STP sewage treatment plant.

This would enable to the Company to save cost of production, improvement in quality and productivity.

8. DIVIDEND

Due to the COVID-19 pandemic and resulting economic uncertainties, profits of the Company can be deployed for the creation of reserves that can be used for modernization/ expansion and as a buffer against a crisis. As per the present circumstances, it may be wise to use profits of the Company to create reserves that may be deployed to cushion the fall in demand, if any, in the future.

Accordingly, the management of the Company has decided not to pay dividend from the profits pertaining to the financial year ended March 31, 2021.

9. CAPITAL STRUCTURE**Authorised Share Capital**

The authorised equity share capital of the Company as at March 31, 2021 was Rs. 4,50,00,000/- comprising of 2,25,00,000 equity shares of Rs. 2/- each and Preference Share Capital was Rs. 3,00,00,000/- comprising of 3,00,000 preference shares of Rs. 100/- each i.e. total authorized share capital of the Company was Rs. 7,50,00,000/-.

Paid up Share Capital

The Paid-up share capital as at March 31, 2021 stands at Rs. 4,32,22,720/- comprising of 2,16,11,360 equity shares of Rs. 2/- each fully paid up.

10. SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES

The Company doesn't have any subsidiary, joint venture or associate Company.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL**Appointment, Re-appointment and Resignation**

Shri Shri Gopal Rajgarhia will retire at the ensuing Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment to the members in the ensuing AGM. Brief resume of Shri Shri Gopal Rajgarhia with other details as stipulated in Regulation 36(3) of the SEBI Listing Regulations, 2015, are provided in the Notice convening the 47th AGM.

Shri Rajendra Kumar Rajgarhia, Whole time Director and Chairman of the Company completed his term as Whole time Director and Chairman on May 31, 2021. Pursuant to the provisions of Companies Act, 2013, Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 31, 2021 approved the re-appointment of Shri Rajendra Kumar Rajgarhia as Executive Director and Chairman for a further period of three years w.e.f. June 01, 2021 to May 31, 2024, subject to the approval of the members of the Company by Special Resolution.

Further, on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on dated August 06, 2021 has also designated Shri Rajendra Kumar Rajgarhia as Whole time Director of the Company effective from August 06, 2021 to May 31, 2024, subject to the approval of the members of the Company by Special Resolution. All other terms and conditions including remuneration of his re-appointment in the Company approved by Board of Directors on May 31, 2021 shall remain unchanged.

Shri Hari Ram Sharma, Managing Director of the Company completed his term as Managing Director on May 31, 2021. Pursuant to the provisions of Companies Act, 2013, Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 31, 2021 approved the re-appointment of Shri Hari Ram Sharma as Managing Director for a further period of three years w.e.f. June 01, 2021 to May 31, 2024, subject to the approval of the members of the Company by Special Resolution.

During the period under review, there was no event of resignation of Directors and Key Managerial Personnel of the Company.

Declaration by Independent Directors

All Independent Directors have given declaration that they meet the criteria of independence with relevant integrity, expertise, experience and proficiency as provided under Section 149 read with Schedule IV of the Act and Regulation 16 of the SEBI Listing Regulations and have also complied with the code of conduct of Directors and Senior Management. They have also given declaration that their names were included in the data bank of Independent Directors being maintained with 'Indian Institute of Corporate Affairs' under Rule 6 (3) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Annual Performance Evaluation of the Board

A statement on annual evaluation of the Board of its performance and performance of its committees as well as Individual Directors forms part of the Corporate Governance Report attached to this report.

Meetings of the Board

During the year, six (6) meetings of the Board of Directors were held. The details of Board/Committee Meetings and the attendance of Directors are provided in the Corporate Governance Report, attached to this Report.

12. DEPOSIT UNDER CHAPTER V OF THE COMPANIES ACT, 2013

During the year, the Company has not accepted any deposits within the meaning of Section 73 & 76 of the Companies Act, 2013, read with the Rules made thereunder, and therefore, no amount of principal or interest on deposit was outstanding as of the Balance Sheet date.

13. AUDITORS' & AUDIT REPORTS**Statutory Auditors**

In terms of the provisions of Section 139 of the Companies Act, 2013, M/s. Chaturvedi & Partners, Chartered Accountants (Firm Registration No. 307068E), were appointed as the Company's Statutory Auditors by the shareholders at their 43rd AGM held on September 25, 2017, for a period of five years i.e. till the conclusion of 48th AGM.

The reports of Statutory Auditors on Financial Statements for the financial year 2020-21 forms part of the Annual Report. There are no qualifications, reservations, adverse remarks, disclaimer or emphasis of matter in the Auditors' Reports.

Secretarial Auditor

In terms of provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. RSM & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2021. The Secretarial Audit Report is attached as **Annexure-1** to this report and does not contain any qualification, reservation or adverse remark or disclaimer.

The Board has re-appointed M/s. RSM & Co., Company Secretaries (ICSI Firm Registration No.: P1997DE017000), as Secretarial Auditors of the Company for FY 2021-22.

Cost Auditor

Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876), carried out the cost audit for applicable business during the year. The Board has, on the recommendation of the Audit Committee, re-appointed him as Cost Auditor of the Company for the financial year 2021-22.

The remuneration payable to the Cost Auditors is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Members' ratification for the remuneration payable to Shri Naresh Kumar Goel, Cost Accountant is included at Item No. 5 of the notice convening the Annual General Meeting.

Internal Auditor

In terms of provisions of Section 138 of the Companies Act, 2013, the Board of Directors has re-appointed M/s M M Sharma & Co., Chartered Accountants (Firm Registration No. 001797N), as an Internal Auditors of the Company, for the financial year 2021-22.

14. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- in the preparation of the annual accounts, the applicable accounting standards had 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 i.e. March 31, 2021 and of the profit and loss of the Company for the year ended March 31, 2021;
 - the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - the Directors have prepared the annual accounts on a going concern basis;
 - the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- Based on the framework of internal financial controls for financial reporting and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditor and the reviews performed by the management and the relevant Board committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the Financial Year 2020-21; and
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

15. INTERNAL FINANCIAL CONTROLS

The details on Internal Financial Control System and their adequacy are provided in the Management Discussion and Analysis Report of the Company, which forms part of the Annual Report.

16. DETAILS OF FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Statutory Auditors under the provisions of Section 143(12) of the Companies Act, 2013 and the Rules made there under.

17. DISCLOSURES OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company and its operations in future.

18. CORPORATE SOCIAL RESPONSIBILITY

In compliance with the requirements of Section 135 of the Companies Act, 2013 read with the applicable rules made there under, the Company has a duly constituted CSR Committee. The details of the Committee are provided in the Corporate Governance Report of the Company, which forms part of the Annual Report.

The contents of the CSR policy and revised format of CSR Report notified in the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 dated January 22, 2021, is attached as **Annexure-2** to this report. CSR policy

is also available on the Company's website at <https://www.apmindustries.co.in/wp-content/uploads/2021/08/Corporate-Social-Responsibility-Policy.pdf>

19. COMMITTEES OF BOARD

The Company has the following committees of the Board of Directors as on March 31, 2021 and the details pertaining to such committees are mentioned in the Corporate Governance Report, which forms part of the Annual Report.

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

21. NOMINATION AND REMUNERATION POLICY

The Company's policy on appointment of directors is available on the Company's website on <https://www.apmindustries.co.in/wp-content/uploads/2021/02/Nomination-and-Remuneration-Policy.pdf>

The policy on remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which is a part of this report.

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Company had formulated a policy on Related Party Transactions ('RPTs'), dealing with the review and approval of RPTs. Prior omnibus approval is obtained for RPTs which are of repetitive in nature. All RPTs are placed before the Audit Committee for review and approval.

All RPTs entered into during FY 2020-21 were in the ordinary course of business and on arm's length basis. No material RPTs were entered into during FY 2020-21 by the Company as defined in the Policy on RPTs. Accordingly, the disclosure of RPTs as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable. Your directors draw attention of the members to Note No. 48 to the Financial Statements which sets out the Related Party disclosures.

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

The prescribed details as required under Section 134(3) (m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, are annexed as **Annexure-3** to this Report.

24. PARTICULARS OF EMPLOYEES

Disclosure with respect to the remuneration of Directors and Employees as required under Section 197 (12) of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is annexed as **Annexure-4** which forms part of this Report.

As per the provisions of Section 136(1) of the Companies Act, 2013, the Annual Report and the Accounts are being sent to all the members of the Company, excluding the information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The said information is available for inspection at the registered office of the Company during working hours and any Member interested in obtaining said statement may write to the Company Secretary at the registered office of the Company

25. ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of the

Annual Return as at March 31, 2021 on its website at <https://www.apmindustries.co.in/wp-content/uploads/2021/08/Annual-Return-for-Financial-Year-2020-2021.pdf>. By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's Report.

26. CORPORATE GOVERNANCE

As a responsible corporate citizen, the Company is committed to maintain the highest standards of Corporate Governance and believes in adhering to the best corporate practices prevalent globally.

A detailed Report on Corporate Governance pursuant to the requirements of Regulation 34 read with Schedule V of the SEBI Listing Regulations, is attached to this Report as **Annexure-5**. A certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance, as stipulated in Clause E of Schedule V to the SEBI Listing Regulations is attached to the Corporate Governance Report.

The Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management for the year ended March 31, 2021. A certificate from the Managing Director confirming the same is attached to the Corporate Governance Report.

A certificate from the Managing Director and CFO confirming correctness of the financial statements, adequacy of internal control measures, etc. is also attached to the Corporate Governance Report.

27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report, as stipulated under SEBI Listing Regulations is attached to this Report as **Annexure-6**.

28. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The details of Vigil Mechanism (Whistle Blower Policy) adopted by the Company have been disclosed in the Corporate Governance Report and forms an integral part of this report.

29. PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments as per Section 186 of the Act by the Company, have been disclosed in Notes to the financial statements.

30. MATERIAL CHANGES AND COMMITMENTS

No material changes or commitment has occurred after the close of the Financial Year 2020-21 till the date of this Report, which affects the financial position of the Company.

31. COMPLIANCE WITH SECRETARIAL STANDARDS OF INSTITUTE OF COMPANY SECRETARIES OF INDIA

The Company has complied with the Secretarial Standard-1 on 'Meetings of the Board of Directors' and Secretarial Standard-2 on 'General Meetings' issued by the Institute of Company Secretaries of India.

32. BOARD EVALUATION

A statement on annual evaluation by the Board of its performance and performance of its committees as well as Individual Directors forms part of the Corporate Governance Report attached to this report.

33. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has Zero Tolerance towards any action on the part of any employee which may fall under the ambit of 'Sexual

Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every woman executive working in the Company.

Hence, the Company has in place a Policy for prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Further, the Company has also constituted Internal Complaints Committee in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No case has been reported during the year under review under the policy.

34. INVESTOR SERVICES

In its endeavor to improve investor services, your Company has taken the following initiatives:

- An Investors Section on the website of the Company www.apmindustries.co.in has been created.
- There is a dedicated e-mail id csapmindustriesltd@gmail.com for sending communications to the Company Secretary.
- Disclosure made to the Stock Exchange are promptly uploaded on the website of the Company for information of the Investors.

Members may lodge their requests, complaints and suggestions on this e-mail as well.

35. ACKNOWLEDGMENTS

Directors thank the Shareholders, Financial institutions, Banks/ other Lenders, Customers, Vendors and other business associates for the confidence reposed in the Company and its management and look forward to their continued support. The Board places on record its appreciation for the dedication and commitment of the employees at all levels, which has continued to be our major strength. We look forward to their continued support in the future.

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

Place : New Delhi
Dated : August 06, 2021

FORM NO. MR-3

Annexure-1

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

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

The Members

APM Industries Limited

CIN: L21015RJ1973PLC015819

Registered Office: RIICO Industrial Area

Bhiwadi, Dist. Alwar

Rajasthan- 301019

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **APM INDUSTRIES LIMITED** (hereinafter called the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board - Processes and Compliance – Mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

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

1. The Companies Act, 2013("the Act") and Rules made thereunder as amended/modified;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye - laws framed thereunder;
4. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 to the extent applicable;
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018 (Not applicable to the Company during the audit period);
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;

- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (Not applicable to the Company during the audit period);
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period);
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the audit period);
 - (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable to the Company during the audit period);
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable.
 - (i) The Depositories Act 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations,2018, to the extent applicable;
 - (j) 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 to the extent to securities issued;
 - (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulation, 2009 to the extent applicable.
6. We further report that, having to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the laws and Regulations applicable to the Company;
 7. We further report that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
 8. We have also examined the compliances with the applicable clauses of the Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.
 9. We further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

Majority of decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of meetings of the Board of Directors or committee of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

10. We further report that during the audit period, there were no instances of :-

- (i) Public / Rights / Preferential Issue of Shares / Debenture / Sweat Equity;
- (ii) Redemption / Buy-back of Securities;
- (iii) Merger / Amalgamation / Reconstruction etc.;

This report is to be read with our letter of even date which is annexed as "Annexure-1" and form an integral part of this report.

For RSM & CO.
Company secretaries

SUMAN PANDEY
PARTNER
FCS NO.7606|CP NO. 8404
UDIN:F007606C000746432
Peer Review Number: 978/2020

Dated : August 06,2021
Place : New Delhi

The Members
APM Industries Limited
CIN: L21015RJ1973PLC015819
Registered Office: RIICO Industrial Area
Bhiwadi, Dist. Alwar
Rajasthan- 301019

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

1. Due to pandemic situation and entire lockdown in the Country, we have verified the documents virtually and no physical verification was done by us.
2. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on the Secretarial Records based on our audit.
3. We 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 verifications were done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial and books of accounts of the Company.
5. Wherever required, we have obtained the Management representation about the compliances of Laws, Rules and Regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable Laws, rule and regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.
7. Our Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company

For RSM & CO.
Company secretaries

SUMAN PANDEY
PARTNER
FCS NO.7606|CP NO. 8404
UDIN:F007606C000746432
Peer Review Number: 978/2020

Dated : August 06,2021
Place : New Delhi

ANNUAL REPORT ON CSR ACTIVITIES**1. A brief outline on CSR Policy of the Company**

Corporate Social Responsibility ("CSR") at APM is the commitment of businesses to contribute to sustainable economic development by working with the employees, their families, the local community and the society at large to improve their lives in ways that are good for business and for its development.

In compliance with the provisions of Section 135 of the Companies Act, 2013 (the "Act") read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has taken the following steps:

- Adoption of CSR Policy which has been placed on the Company's website www.apmindustries.co.in the web link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/08/Corporate-Social-Responsibility-Policy.pdf>.
- While implementing CSR activities, the Company shall give priority to the area around its manufacturing locations in India.
- The Committee approved the following CSR activities which are in line with Schedule VII to the Act:
 - (a) Promoting Education
 - (b) Promotion of Health Care
 - (c) Running of Charitable Dispensary

2. Composition of CSR Committee

The Composition of the Committee as on March 31, 2021 are as follows:-

S. No.	Name	Designation
1.	Shri Rajendra Kumar Rajgarhia	Chairman
2.	Shri Ram Ratan Bagri	Member
3.	Shri Hari Ram Sharma	Member

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company

Composition of the CSR committee shared above and is available on the Company's website on <https://www.apmindustries.co.in/investors/board-committees/>

CSR Policy and Projects – <https://www.apmindustries.co.in/wp-content/uploads/2021/08/Corporate-Social-Responsibility-Policy.pdf>

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:- Not Applicable**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:-**

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

6. Average Net Profit of the Company as per Section 135 (5):- Rs. 1083.61 Lakhs**7. (a) Two percent of average net profit of the Company as per section 135(5):- Rs. 21.67 Lakhs**

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:- Rs. 3.30 Lakhs

(c) Amount required to be set off for the financial year, if any:- NIL

(d) Total CSR obligation for the financial year (7a+7b-7c):- Rs.24.97 Lakhs

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

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

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

S. No	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (Rs in Lakhs)	Amount spent in the current financial Year (Rs in Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (Rs in Lakhs)	Mode of Implementation -Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	-	-	-	-	-	Nil	-	-	-	-	-	-

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

S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (Rs. in Lakhs)	Mode of Implementation -Direct(Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Covid – 19 Mitigation	(i)	Yes	Rajasthan	Alwar	5.00	No	CMRF Covid-19 Mitigate Fund	-
2	Covid – 19 Mitigation	(i)	Yes	Rajasthan	Alwar	0.25	No	Shree Singh Sabha Gurdwara	-
3	Covid – 19 Mitigation	(i)	Yes	Rajasthan	Alwar	5.07	Yes	-	-
4	Promotion of Health Care	(i)	Yes	Rajasthan	Alwar	5.00	No	Ram La I Rajgarhia Memorial Trust	CSR00002415
5	Promotion of Health Care	(i)	Yes	Rajasthan	Alwar	0.30	No	Rotary Club, Bhiwadi	-
6	Animal Welfare	(iv)	Yes	Rajasthan	Alwar	0.75	No	Baba Mohan Ram Gaushala	-
7	Conservation of Natural resources	(iv)	Yes	Rajasthan	Alwar	9.14	Yes	-	-
Total						25.51			

(d) Amount spent in Administrative Overheads:- NIL**(e) Amount spent on Impact Assessment, if applicable:- NIL****(f) Total amount spent for the Financial Year (8b+8c+8d+8e):- Rs. 25.51 Lakhs****(g) Excess amount for set off, if any:- Rs. 0.54 Lakhs**

S. No.	Particular	Amount (Rs. in Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5)	21.67
(ii)	Total amount spent for the Financial Year	25.51
(iii)	Excess amount spent for the financial year [(ii)-(i)]	3.84
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	3.30
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.54

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

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (Rs. in Lakhs)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VI as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (Rs. in Lakhs)
				Name of the Fund	Amount (Rs. in Lakhs)	Date of transfer	
1	-	Nil	-	-	Nil	-	

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

S. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (Rs. in Lakhs)	Amount spent on the project in the reporting Financial Year (Rs. in Lakhs)	Cumulative amount spent at the end of Financial Year (Rs. in Lakhs)	Status of the project- Completed / Ongoing
1.	-	-	-	-	Nil	-	-	-

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)**(a) Date of creation or acquisition of the capital asset(s):- None****(b) Amount of CSR spent for creation or acquisition of capital asset:- NIL****(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.:- Not Applicable****(d) Details of the capital asset(s) created or acquired (including complete address and location of the capital asset):- Not Applicable****11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):- Not Applicable**

For and on behalf of the Board

Place : New Delhi
Date : August 06, 2021Rajendra Kumar Rajgarhia
Chairman in CSR Committee
DIN : 00141766Hari Ram Sharma
Member in CSR Committee
DIN: 00178632

DISCLOSURE UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014**Annexure-3****A. CONSERVATION OF ENERGY****(i) Energy conservation measures taken in 2020-21:-**

1. Air leakage prevention in all machines.
2. Replacement of Sodium lamps 250 watt to 150 watt LED lamps (4 No.)

(ii) Energy conservation plan for 2021-22:-

1. Steam pipeline modification work with insulation in dyeing machines.
2. Modification in STP to increase reuse of STP water.
3. Installation of Heat recovery system from effluent water in dye house
4. Replacement of 8 nos. old Automatic cone winding machines by new Energy Efficient Automatic cone windings machines (Savio Pulsar – 6 nos)
5. Replacement of old Ring frames with new Energy Efficient Ring Frames (31 nos).

6. Replacement of old Draw frames with energy efficient Draw frame (1 No).
7. Air leakage prevention in all machines.

(iii) Steps taken for utilizing alternate sources of energy:

The Company has already installed 2.72 MW ground mounted/ Roof Top Solar Power Plant, which generates 33.07 Lakhs KWH Power in the year 2020-21, which is approx. 8% of total Power Consumption.

(iv) Capital investment on energy conservation equipment's - Rs.0.10 lakhs.**B. RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION**

Efforts made in R& D and Technology Absorption is given in Form 'B'.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO.

Total foreign exchange used and earned during the year:

Used : Nil

Earned : Nil

FORM 'A'**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSUMPTION OF ENERGY**

		Unit	2020-21	2019-20
A POWER AND FUEL CONSUMPTION				
1 Electricity				
-	Purchased unit	Unit in lakhs	368.50	450.70
-	Total amount	Rs. In lakhs	2619.80	3597.57
-	Rate	Rs./Unit	7.11	7.98
2 Own Generation				
A - Through Diesel Generator				
-	Unit per Liter of Diesel	Unit	3.42	3.42
-	Cost	Rs./Unit	20.32	19.23
B - Through Solar Power				
-	Unit in lakhs	Unit in lakhs	33.07	16.86
3 Diesel				
-	Quantity	Ltrs. In lakhs	0.50	0.77
-	Total cost	Rs. In lakhs	34.47	50.43
-	Average rate	Rs./Ltr.	69.40	65.78
5 Natural Gas				
-	Quantity	Scm In lakhs	11.31	14.98
-	Total cost	Rs. In lakhs	324.89	448.18
-	Average rate	Rs./Scm	28.73	29.92
B CONSUMPTION PER UNIT OF PRODUCTION*				
1	Electricity		256.37	274.21
2	Natural Gas		7.19	8.74

* Production unit, per 100 kgs.

FORM 'B'**RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION****A. Research & Development:****- Specific areas in which R&D carried out by the Company:**

The Company has been giving special emphasis on development of new products and cost reduction. The Company has developed new products for exporters of Yarn, fabrics, furnishings and Readymade garments, keeping in touch with latest trend of fabrics and readymade garment exports. The company has also developed Sewing Thread as a new variety of yarn for domestic markets.

- Benefits derived as a result of R & D:

Improvement in quality of products, enhancement in product range, Induction of new customers, cost reduction and improvement in customer satisfaction.

- Future course of action:

To develop new varieties and shades as per market requirements.

- Expenditure on R&D:

No specific expenditure exclusively on R&D has been incurred.

B. Technology Absorption, Adaptation and Innovation:**- Efforts made:**

No new technology adopted during the year, but benefit of new technology adopted in earlier years like solar power generation plant of 2.72 MW, energy efficient heat recovery and heating solution for dye house & installation of 132 KV power supply system continued & well maintained.

- Benefit derived:

Improvement in the overall performance of the Company.

- Particulars of imported technology:

N.A.

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

Place : New Delhi
Dated : August 06, 2021

Annexure-4

PARTICULARS OF EMPLOYEES

Particulars prescribed under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The Ratio of remuneration of each Executive Director to the median remuneration of Employees of the Company for the financial year 2020-21, the percentage increase in remuneration of each Executive Director, Chief Financial Officer and Company Secretary during the financial year 2020-21 and Comparison on the Remuneration of KMP against performance of the Company:-

S. No.	Name of Director/ KMP	Designation	Ratio of Remuneration of each Director to median remuneration of employees	% increase in Remuneration	Comparison on the Remuneration of KMP against performance of the Company
1	Shri Rajendra Kumar Rajgarhia	Chairman and Executive Director	73.99:1	(3.79)	Performance of the Company affected due to Lockdown of Industry between 22.03.2020 to 03.05.2020, because of Covid – 19 Pandemic.
2	Shri Hari Ram Sharma	Managing Director	67:15:1	(5.87)	
3	Shri C S Vijay	Chief Financial Officer	12:42:1	(6.66)	
4	Mrs. Neha Jain	Company Secretary	3.69:1	11.93	

Note:- The Non-Executive Directors of the Company are entitled for sitting fees. The ratio of remuneration and percentage increase for Non-executive Director's remuneration is therefore not considered for the purpose above.

- (ii) The percentage increase in the median remuneration of employees in the Financial Year 2020-21 was NIL because of pandemic situation;
- (iii) Total number of permanent employees on rolls of the Company as on March 31, 2021 was 2065.
- (iv) Average percentile increases in the salaries of employees excluding managerial personnel during financial year 2021 was NIL. Average increase in remuneration of executive directors was NIL because of pandemic situation.
- (v) **Affirmation that the remuneration is as per the remuneration policy of the Company**

It is affirmed that the remuneration paid is as per the Remuneration Policy applicable for Directors, Key Managerial Personnel and other employees, adopted by the Company.

For and on behalf of the Board

Place : New Delhi
Dated : August 06, 2021

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

CORPORATE GOVERNANCE REPORT

A Report on compliance with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations" or "SEBI (LODR) Regulations, 2015") is given herein below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes in ensuring fairness, transparency, professionalism, accountability and propriety in its functioning. Your Company is committed to highest standards of Corporate Governance and disclosure practices to ensure that its affairs are managed in the best interest of all stakeholders.

2. BOARD OF DIRECTORS**(a) Composition**

The Board of APM comprises of six Directors out of which three are Non-Executive Independent Directors including a Woman Director, one is Promoter Non-Executive Director, another is Promoter Executive Director & Chairman and one is Managing Director.

The maximum tenure of Independent Directors is upto five consecutive years from the date of their appointment. However, they can be re-appointed for another term of five consecutive years. The date of re-appointment and tenure of the existing Independent Directors are given below:

S. No.	Name of Independent Director	Date of re-appointment	Date of completion of tenure
1.	Shri Khushi Ram Gupta	April 01, 2019	March 31, 2024
2.	Shri Ram Ratan Bagri	April 01, 2019	March 31, 2024
3.	Smt. Uma Hada	September 25, 2020	September 24, 2025

The letters of re-appointment have been issued to the Independent Directors and the terms and conditions thereof are posted on the Company's website.

The Board of Directors along with its Committees provides effective leadership and strategic guidance to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosures.

(b) Key Functions of the Board

The Board performs various statutory and other functions in connection with managing the affairs of the Company. The key functions performed by the Board of APM are:

- Reviewing and guiding corporate strategy, major plans of action, annual budgets and business plans, setting performance objectives, monitoring implementation & corporate performance and overseeing major capital expenditures, acquisitions and divestments;
- Monitoring the effectiveness of the Company's governance, policies & practices and making changes as needed;
- Selecting, compensating, monitoring and when necessary, replacing Key Managerial Personnel and overseeing succession planning;
- Aligning Key Managerial Personnel and Board remuneration with the long term interests of the Company and its shareholders;
- Ensuring a transparent Board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board;
- Monitoring and managing potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in related party transactions;
- Ensuring integrity of the Company's accounting and financial reporting systems, including the independent audit and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational controls and compliance with the laws & regulations and relevant standards in force;
- Overseeing the process of disclosure and communications;
- Monitoring and reviewing Board's Evaluation framework.

(c) Meetings of the Board

Meetings of the Board are generally held at the Corporate Office of the Company at 910, Chiranjiv Tower-43, Nehru Place, New Delhi-110019, India. During the financial year 2020-21, the Board met six times as per the details mentioned below:-

S. No.	Date of Board Meeting
1.	April 13, 2020
2.	June 19, 2020
3.	June 29, 2020
4.	August 24, 2020
5.	November 02, 2020
6.	February 05, 2021

The Company has held a minimum of one Board Meeting in each quarter and maximum gap between two consecutive meetings did not exceed prescribed limit of 120 days which is in compliance with the provisions of the Companies Act, 2013, Secretarial Standard-1 and Listing Regulations.

An annual calendar of meetings is prepared well in advance and shared with the Directors in the beginning of the year to enable them to plan their attendance at the meetings. Directors are expected to attend Board and Committee Meetings, spend the necessary time and meet as frequently as the situation warrants to properly discharge their responsibilities.

Concerned executives of the Company communicate the matters requiring approval of the Board to the Company Secretary, well in advance, so that these can be included in the Agenda for the scheduled Board/Committee Meeting.

Agenda papers are sent to the Directors, well in advance, before the meetings. Draft Minutes of the Board and Committee meetings are circulated to the Directors for their comments thereon and, thereafter, noted by the Board/respective Committee in its next Meeting.

The composition of Board of Directors, their attendance at Board Meetings during the year 2020-2021 and at the last Annual General Meeting ('AGM') are given in table below:-

Name and Designation	DIN	Category	Attendance at the Meeting	
			Board Meeting Attended	Last AGM Attended
Shri Rajendra Kumar Rajgarhia Chairman	00141766	Executive and Promoter	6	No
Shri Shri Gopal Rajgarhia Director	00002245	Non-Executive and Promoter	6	No
Shri Hari Ram Sharma Managing Director	00178632	Executive	6	Yes
Shri Khushi Ram Gupta Director	00027295	Non-Executive and Independent	6	Yes
Shri Ram Ratan Bagri Director	00275313	Non-Executive and Independent	4	No
Smt. Uma Hada Director	06463684	Non-Executive and Independent	1	No

(d) Other Directorships

The details of other Directorship and Committee Membership/Chairmanship as at March 31, 2021 are as follows:-

Name of the Director	No. of Directorship in other Public Companies#	Name of the Other Company in which Directorship held (Category of Director)	No. of Committees Positions held in other Companies	Name of the Other Company in which Committee Position held
Shri Rajendra Kumar Rajgarhia	1	Perfectpac Limited (Non-Executive Director)	-	-
Shri Shri Gopal Rajgarhia	1	Autometers Alliance Limited (Executive Director)	-	-
Shri Hari Ram Sharma	-	-	-	-
Shri Khushi Ram Gupta	-	-	-	-
Shri Ram Ratan Bagri	1	Clear Water Limited (Managing Director)	-	-
Smt. Uma Hada	2	Hada Textile Industries Ltd (Non-Executive Director) *Uma Properties & Traders Limited (Non-Executive, Independent Director)	-	-

Note: Only Audit Committee and Stakeholders' Relationship Committee of Public Limited companies are considered for the purpose of reckoning committee positions.

* Listed Company

Only Directorship held in Indian Public Limited Company has been included.

(e) Disclosure of relationships between directors inter-se

None of the Directors are related to each other except Shri Shri Gopal Rajgarhia being brother of Shri Rajendra Kumar Rajgarhia, Chairman of the Company.

(f) Information given to the Board

The Board and Committees thereof have complete access to all relevant information. Such information is submitted either as part of the agenda papers of the meetings in advance or by way of presentations and discussion material during the meetings. Such information, inter-alia, includes the following:

- Annual operating plans, budgets and any updates;
- Capital budgets and any updates;
- Annual and Quarterly results of the Company and its operating divisions or business segments;
- Minutes of the meetings of the Audit Committee and other Committees of the Board of Directors;
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of the Chief Financial Officer and the Company Secretary;
- Show cause, demand, prosecution notices and penalty notices, which are materially important;
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems;
- Material default in financial obligations to and by the Company, or substantial nonpayment for goods sold by the Company;
- Issue which involves possible public or product liability claims of substantial nature;
- Details of any joint venture or collaboration agreement;
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property;
- Significant labour problems and their proposed solutions including any significant development in Human Resources/ Industrial Relations front;
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business;
- Quarterly details of foreign exchange exposures and the steps taken by the Management to limit the risks of adverse exchange rate movement, if material;
- Minutes of Board Meetings of unlisted subsidiary company(s);
- Statement of significant transactions or arrangements made by unlisted subsidiary companies;
- Non-compliance of any regulatory, statutory or listing requirements and shareholders services such as non-payment of dividend, delay in share transfer, etc;
- Quarterly statement showing status of investors complaints;
- Compliance Report pertaining to applicable laws and steps taken to rectify instance of non-compliance, if any; and
- Quarterly Compliance Report on Corporate Governance.

(g) Board Process

The Company sends documents relating to Board and Committee meetings, including agenda papers and supplementary documents, to the Directors at least 7 days before the meetings.

Important decisions taken at the Board/ Committee meetings are promptly communicated to the concerned departments/ divisions. Action Taken Report (ATR) on the decisions of the previous meeting(s) is placed at the next meeting of the Board/ Committee.

The Company has complied with the Secretarial Standard-1 on Meetings of the Board of Directors and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

(h) Independent Directors Meeting

Independent Directors meeting held on February 05, 2021, without the attendance of Non-Independent Directors and members of the management of the Company. The Independent Directors, inter alia evaluated performance of the Non-Independent Directors and the Board of Directors as a whole, also reviewed the performance of Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors; for the Financial Year ended March 31, 2021. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(i) Familiarisation Programme for Independent Directors

In Compliance with the Regulation 25 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarises its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, Legal updates, etc. In this regard, the Company follows a structured familiarisation programme for the Independent Directors. The details related thereto are displayed on the Company's website www.apmindustries.co.in. The web link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/06/Familiarisation-Programme-for-Independent-Directors-2020-21.pdf>

(j) Chart or a matrix setting out the skills/expertise/competence of the board of directors

The Company's Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensure that the Company's Board is in compliance with the highest standards of corporate governance.

In the table below, the specific areas of focus or expertise of Individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skill.

Area of Core Skills/ Expertise/Competencies	Shri Rajendra Kumar Rajgarhia	Shri Shri Gopal Rajgarhia	Shri Hari Ram Sharma	Shri Khushi Ram Gupta	Shri Ram Ratan Bagri	Smt. Uma Hada
Understanding of Company's business/strategy and structure	✓	✓	✓	✓	✓	✓
Knowledge in Accounting and Auditing Standards and tax matters	✓	✓	✓	✓	-	-
Financial Literacy	✓	✓	✓	✓	✓	✓
Knowledge of the Companies Act, 2013, applicable SEBI and Stock Exchange Regulations	✓	✓	✓	✓	✓	✓
Entrepreneurial skills to evaluate risk and rewards and perform advisory role	✓	-	✓	✓	-	-
Focus on compliance	✓	✓	✓	✓	✓	✓
Understanding of the processes and systems for defining high corporate governance standards	✓	✓	✓	✓	✓	✓
Understanding rights of Shareholders and obligations of the Management	✓	✓	✓	✓	✓	✓

(k) Confirmation of Independence

The Independent Directors of your Company have confirmed that (a) they meet the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 of the Listing Regulations, (b) they are not aware of any circumstance or situation, which could impair or impact their ability to discharge duties with an objective independent judgement and without any external influence (c) their name were included in the data bank of Independent Directors maintained by Indian Institute of Corporate Affairs under Rule 6 (3) of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, in the opinion of the Board, the Independent Directors fulfil the conditions prescribed under the Listing Regulations and are independent of the management of the Company.

(l) Number of shares held by Board of Directors as on March 31, 2021

Details of the shareholding held by Board of Directors as on March 31, 2021 are given in the table below:

Name of Directors	Number of Shares	% of shareholding
Shri Rajendra Kumar Rajgarhia	3850000	17.81
Shri Hari Ram Sharma	1045	0.00
Shri Shri Gopal Rajgarhia	573850	2.66
Shri Khushi Ram Gupta	Nil	Nil
Shri Ram Ratan Bagri	20000	0.09
Smt. Uma Hada	2002	0.01

3. Committees of the Board

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted several Committees of Directors with specific terms of reference. The Committees operate as empowered agents of the Board as per their terms of reference that set forth the purposes, goals and responsibilities. Committee members are appointed by the Board with the consent of individual Directors. The Committees meet as often as required or as statutorily required. Committees that are constituted voluntarily for effective governance of the affairs of the Company may also include Company executives.

The minutes of meetings of the Committees of the Board are circulated quarterly to the Board for noting.

The Committees of the Board are:

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

Recommendations made by these Committees have been accepted by the Board. The Company Secretary officiates as the Secretary of the Committees. Terms of reference, composition, quorum, meetings, attendance and other relevant details of these committees are as under:

AUDIT COMMITTEE

The Audit Committee primarily constitutes a formal and transparent arrangement for accurate financial reporting and strong internal controls. The Committee through regular interaction with external and internal auditors and review of financial statements ensures that the interests of stakeholders are properly protected.

All members of the Audit Committee are financially literate and a majority has accounting or financial management expertise.

(i) Terms of reference:

The Audit Committee functions according to its terms of reference that define its authority, responsibility and reporting functions in accordance with the provisions of Companies Act, 2013 (hereinafter referred as 'the Act') and Regulation 18 read with Part C of Schedule II to the SEBI Listing Regulations, 2015 which, inter alia, includes the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration, terms of appointment of auditors of the Company including their replacement or removal;
3. Approval of payment to statutory auditors for any other permitted services rendered by the statutory auditors;
4. Reviewing and examining, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report.
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by management.
 - Significant adjustments made in the financial statements arising out of audit findings.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of any related party transactions.
 - Draft Auditors' report including qualifications, if any;
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing and monitoring, with the management, the statement of uses/ application of funds raised through an issue/ public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take steps in this matter;
7. Reviewing and monitoring with the management, independence and performance of statutory and internal auditors, adequacy of the internal control systems, and effectiveness of the audit processes;
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
9. Discussion with internal auditors on any significant findings and follow up thereon;
10. Reviewing the findings of any internal investigations by internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
11. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
13. To review the functioning of the Whistle Blower Policy (Vigil Mechanism);
14. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
15. Approval or any subsequent modification of transactions of the Company with related parties;
16. Scrutiny of inter-corporate loans and investments;
17. Valuation of undertakings or assets of the Company, wherever it is necessary;
18. Evaluation of internal financial controls and risk management system;
19. Review of Management discussion and analysis of financial condition and results of operations;
20. Review of Management letters / letters of internal control weaknesses issued by the statutory auditors;
21. Review of Internal audit reports relating to internal control weaknesses;
22. Review of Financial statement, in particular, investments made by the subsidiary company(s);
23. Recommend appointment and remuneration of Cost Auditors;
24. Review compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and verify that the systems for internal control are adequate and are operating effectively;
25. Discharge any other duties or responsibilities as may be prescribed by law or as may be delegated by the Board from time to time.

(ii) Composition

As on date, the Committee comprises of Shri Khushi Ram Gupta, Chairman, Shri Shri Gopal Rajgarhia, Shri Ram Ratan Bagri, Smt. Uma Hada, Members.

Invitees:

Shri Hari Ram Sharma, Managing Director is permanent invitee to the Audit Committee Meetings.

The representatives of Statutory Auditors and Internal Auditors, and other executives, as desired by the Committee, attend the meetings as invitees.

(iii) Meetings, Quorum and Attendance

Audit Committee meets at least four times in a year with a gap of not more than 120 days between two consecutive meetings. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher with at least two Independent Directors.

During the year 2020-21, the Committee met four times i.e. on June 29, 2020; August 24, 2020; November 02, 2020 and February 05, 2021.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Shri Khushi Ram Gupta, Chairman	4	4
Shri Shri Gopal Rajgarhia, Member	4	4
Shri Ram Ratan Bagri, Member	4	4
Smt. Uma Hada, Member	4	1

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee, constituted under Section 178 of the Act and Regulation 19 with Part D of Schedule II to the SEBI Listing Regulations, 2015, functions according to its terms of reference that define its authority, responsibility and reporting functions which, inter alia, include the following:

(i) Terms of reference:

The role of Committee is:

- To identify persons who are qualified to become director in accordance with the criteria laid down and recommend to the Board, their appointment/ removal;
- To identify persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board, their appointment / removal;
- Specify manner for effective evaluation of performance of Board, Directors and its committees and review its implementation and compliance.
- Extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of independent directors.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director;
- To devise a policy on Board diversity;
- To formulate and recommend to the Board policies relating to the remuneration for:
 - Directors;
 - Key Managerial Personnel; and
 - Other Employees of the Company;
- To recommend remuneration payable to Managing Directors and Whole-time Directors;
- To review and recommend nature of services rendered by any Director in other capacity and requisite qualification thereof;
- To recommend the board, all remuneration, in whatever form, payable to senior management."
- Discharge any other duties or responsibilities as may be prescribed by law or as may be delegated by the Board from time to time.

(ii) Composition

As on date, the Committee comprises of Shri Khushi Ram Gupta, Chairman, Shri Rajendra Kumar Rajgarhia, Shri Ram Ratan Bagri, Smt. Uma Hada, Members.

(iii) Meetings, Quorum, Attendance

The Committee shall meet at least once in a year. During the year 2020-21 the Committee met twice i.e. on August 24, 2020 and February 05, 2021. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher, including at least one Independent Director.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Shri Khushi Ram Gupta, Chairman	2	2
Shri Rajendra Kumar Rajgarhia, Member	2	2
Shri Ram Ratan Bagri, Member	2	2
Smt. Uma Hada, Member	2	0

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee oversees various activities that lead to improve and effective shareholder services like review of adherence to the service standards adopted for shareholder services, measures taken for reducing the timelines for inter alia, redressal of shareholder and investor grievances, transfer/ transmission of shares, issue of duplicate share certificates, dematerialisation/ rematerialisation of shares and related matters in accordance with the provisions of the Act and Regulation 20 read with Part D of Schedule II to the SEBI Listing Regulations, 2015. Additionally, the Board has authorised the Company Secretary to exercise the powers of approving transfer/ transmission of shares. Normally, transfers/ transmissions are approved once in a fortnight.

(i) Terms of reference:

The role of Committee is:

1. To resolve the grievances of the security holders' complaints like non-transfer of securities, non-receipt of annual report, non-receipt of dividends/interest, issue of new /duplicate certificates, general meetings etc;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
4. To deal with all matters relating to issue of duplicate share certificate, transmission of securities etc.
5. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend/warrants/ annual reports/statutory notices by the shareholders of the Company; and
6. The Committee shall perform all such other functions as may be prescribed under The Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and/or any other law for the time being in force, including any statutory amendments, modifications made there under.

(ii) Composition

As on date, the Committee comprises of Shri Khushi Ram Gupta, Chairman, Shri Ram Ratan Bagri, Shri Hari Ram Sharma, Members.

Compliance Officer

Mrs. Neha Jain, Company Secretary of the Company is the Compliance Officer in terms of Regulation 6 of SEBI Listing Regulations.

(iii) Meetings, Quorum, Attendance

The Committee shall meet at least once in a year. During the year 2020-21 the Committee met twice i.e. on June 29, 2020 and November 02, 2020. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Shri Khushi Ram Gupta, Chairman	2	2
Shri Ram Ratan Bagri, Member	2	2
Shri Hari Ram Sharma, Member	2	2

(iv) Investors' Grievances/Complaints

During the year 2020-21, the Company did not receive any complaint. Accordingly, no complaint was pending as on March 31, 2021.

(v) Transfers, Transmissions etc. approved

During the year 2020-21, the Company received 73 cases (involving 17,220 equity shares) for share transfer/transmission, all cases were transferred/transmitted.

The Company had 8144 shareholders as on March 31, 2021.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Corporate Social Responsibility Committee has been constituted to review and oversee the Corporate Social Responsibility ('CSR') initiatives of the Company.

(i) Terms of reference

The role of the Committee is:

1. To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

2. To recommend the amount of expenditure to be incurred on the activities referred in the CSR Policy and review the same;
3. To monitor the CSR Policy including CSR projects/programmes;
4. Any other role as may be prescribed by law or as may be delegated to the Committee by the Board, from time to time.

(ii) Composition

As on date, the Committee comprises of Shri Rajendra Kumar Rajgarhia, Chairman, Shri Ram Ratan Bagri, Shri Hari Ram Sharma, Members.

(iii) Meetings, Quorum and Attendance

During the year 2020-21, the Committee met three times i.e., on June 29, 2020, August 24, 2020 and February 25, 2021.

The quorum for the meeting is two members or one third of the members of the Committee, whichever is higher.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Shri Rajendra Kumar Rajgarhia, Chairman	3	3
Shri Ram Ratan Bagri, Member	3	3
Shri Hari Ram Sharma, Member	3	3

4. PERFORMANCE EVALUATION AND ITS CRITERIA

Pursuant to the provisions of the Companies Act and the SEBI Listing Regulations, 2015, the Board has carried out annual evaluation of its performance, its Committees, Chairperson and Directors through structured questionnaire.

Performance of the Board was evaluated by each Director on the parameters such as its role and responsibilities, business risks, contribution to the development of strategy and effective risk management, understanding of operational programmes, availability of quality information in a timely manner, regular evaluation of progress towards strategic goals and operational performance, adoption of good governance practices and adequacy and length of meetings, etc. Independent Directors also carried out evaluation of the Board performance.

Board Committees were evaluated by the respective Committee members on the parameters such as its role and responsibilities, effectiveness of the Committee vis-a-vis assigned role, appropriateness of Committee composition, timely receipt of information by the Committee, effectiveness of communication by the Committee with the Board, Senior Management and Key Managerial Personnel.

Performance of the Chairperson was evaluated by the Independent Directors after taking into account the views of Executive and Non-executive Directors, on the parameters such as demonstration of effective leadership, contribution to the Board's work, relationship and communications with the Board and shareholders, use of time and overall efficiency of Board meetings, quality of discussions at the Board meetings, process for settling Board agenda, etc.

Directors were evaluated individually by the Board of Directors (excepting the Director himself) on the parameters such as his/ her preparedness at the Board meetings, attendance at the Board meetings, devotion of time and efforts to understand the Company and, its business, quality of contribution at the Board meetings, application of knowledge and experience while considering the strategy, effectiveness of follow-up in the areas of concern, communication with Board members, Senior Management and Key Managerial Personnel, etc. Nomination and Remuneration Committee also carried out the performance evaluation of the individual Directors. The performance evaluation of the Non – Independent Directors was also carried out by the Independent Directors.

Outcome of the evaluation was submitted to the Chairman of the Company. The Chairman briefed the outcome of the performance evaluation to the Board.

5. REMUNERATION OF DIRECTORS**(a) Remuneration to Executive Directors**

Details of the remuneration paid to Chairman and Managing Director during financial year 2020-21 are as under:-

(Amount in Rs.)

Name of Director	Basic Salary	Benefits/Allowances/Perquisites	Pension/PF	Total
Shri R K Rajgarhia	1,03,38,269	4,20,291	-	1,07,58,560
Shri Hari Ram Sharma	96,47,207	94,563	21,600	97,63,370

(b) Remuneration to Non-Executive Directors

Shri S G Rajgarhia, Shri Khushi Ram Gupta, Shri Ram Ratan Bagri and Smt. Uma Hada, Non-Executive Director, have opted not to receive any remuneration.

The details of sitting fees to the other Non-Executive Directors for year ended March 31, 2021 are as follows:

(Amount in Rs.)

Name of Director	Board Meetings	Committee Meetings	Total
Shri Khushi Ram Gupta	80,000	1,55,000	2,35,000
Shri Shri Gopal Rajgarhia	80,000	80,000	1,60,000
Shri Ram Ratan Bagri	80,000	1,55,000	2,35,000
Smt. Uma Hada	20,000	20,000	40,000

Other than holding equity shares and payment of sitting fees, the Non-Executive Directors did not have any pecuniary relationship or transactions with the Company during the year

(c) Criteria for making payment to Non-Executive Directors

The Company considers the time and efforts put in by the Non-Executive Directors in deliberations at Board/Committee meetings. They are remunerated by way of sitting fees for attending the meetings and through commission, if any, approved by the Board and members of the Company. The criteria have been defined in the Nomination and Remuneration Policy of the Company. The criteria is also displayed on Company's website www.apmindustries.co.in. The web link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/02/Criteria-for-making-payments-to-NEDs.pdf>.

(d) Details of Service Contracts, Notice Period, etc. of all the Directors for the financial year 2020-21

Appointment of Executive Director and Managing Director is contractual and Services of the Executive Director and Managing Director may be terminated by either party, giving the other party three months' notice. There is no separate provision for payment of severance pay.

6. GENERAL BODY MEETINGS**(a) The details of the last three Annual General Meetings (AGM) of the Company are as follows:**

Financial Year	Date	Time	Location
2019-2020 (46 th AGM)	September 30, 2020	11:30 AM	Meeting conducted through Video Conferencing/ other Audio visual means pursuant to the MCA circular
2018-2019 (45 th AGM)	September 28, 2019	11:30 AM	SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019
2017-2018 (44 th AGM)	September 22, 2018	11:30 AM	SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019

(b) Special resolution passed during last three AGMs:

The details of the Special Resolution passed during last three AGM are mentioned below:-

AGM	Special Resolution Passed
46 th AGM	1) To Re-appoint Smt. Uma Hada (DIN: 06463684) as Non-Executive Independent Director on the Board of the Company.
45 th AGM	1) To Re-appoint Shri Khushi Ram Gupta (DIN: 00027295) as Non-Executive Independent Director on the Board of the Company. 2) To Re-appoint Shri Ram Ratan Bagri (DIN: 00275313) as Non-Executive Independent Director on the Board of the Company.
44 th AGM	1) Revision in terms of remuneration of Shri Rajendra Kumar Rajgarhia (DIN: 00141766), Chairman of the Company. 2) Revision in terms of remuneration of Shri Hari Ram Sharma (DIN: 00178632), Managing Director of the Company.

(c) Whether any Special Resolution(s) passed through Postal Ballot during Financial Year 2020-21

No special resolution was passed through Postal Ballot during the Financial Year 2020-21.

(d) Whether any Special Resolution(s) are proposed to be passed through Postal Ballot

Special Resolutions as may be necessary under the Companies Act/SEBI Listing Regulations, 2015 would be passed through Postal Ballot.

(e) Procedure for Postal Ballot

- The notices containing the proposed resolutions and explanatory statements thereto are sent to the registered postal/ email addresses of all shareholders of the Company alongwith a Postal Ballot Form and a postage pre-paid business reply envelope containing the address of the Scrutinizer appointed by the Board for carrying out postal ballot process.

- The Postal Ballot Forms/e-voting received within 30 days of dispatch are considered by the Scrutinizer.
- The Scrutinizer submits his report to the Chairman of the Company or a person authorized by him, who on the basis of the report announces the results.
- The Company has entered into an agreement with National Securities Depository Limited (NSDL) for providing e-voting facility to its shareholders. Under this facility, shareholders are provided an electronic platform to participate and vote on the proposals of the Company.

7. **MEANS OF COMMUNICATION**

- (a) **Financial Results:** The quarterly, half yearly and annual financial results are regularly submitted to the Stock Exchange and also posted on the website of the Company i.e. www.apmindustries.co.in.
- (b) **Newspaper Advertisement:** The quarterly, half yearly and annual financial results published in the leading newspapers i.e. 'Business Standard' and regional newspapers like 'Seema Sandesh' in compliance with Listing Regulations.
- (c) **Website:** Various sections of the Company's website keep the investors updated on material developments of the Company by providing key and timely information like details of directors, financial results, annual reports, shareholding pattern etc. The website of the company is www.apmindustries.co.in.
- (d) Annual Report is emailed to such members whose email ids are registered with the Company/ Depositories.
- (e) The Company believes in sharing all material information that may directly or indirectly affect the financial and operational performance of the Company and consequently the share price.

8. **CODES AND POLICIES**

The Company has established the following salient codes and policies:

(a) **Code of Conduct for Directors and Senior Management**

The Company has formulated and implemented a Code of Conduct for all Board members and Senior Management. Requisite annual affirmations of compliance with the Code have been received from the Directors and Senior Management of the Company. A declaration signed to this effect by Shri Hari Ram Sharma, Managing Director is enclosed as **Annexure-A**. The Code of Conduct is posted on the Company's website www.apmindustries.co.in.

(b) **Code of Conduct for Insider Trading**

The Company has formulated and implemented a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities of the Company by its Designated Persons. Dealing in the shares of the Company by the Designated Persons is effectively monitored for ensuring compliance with the Code.

The Company has also implemented Policy and procedure for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information, pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015. Dealing in the shares of the Company by the Designated Persons is effectively monitored for ensuring compliance with the Code. Report on dealing in the shares of the Company by the Designated Persons is placed before the Chairman of the Audit Committee and the Board.

(c) **Code of Practices and Procedures for fair Disclosure of Unpublished Price Sensitive Information (UPSI)**

The Company has adopted a Code of Practices and Procedures for Fair Disclosure of UPSI with a view to facilitate prompt, uniform and universal dissemination of UPSI. Pursuant to the Insider Trading Regulations the Code also includes the Policy for Determination of Legitimate Purposes. The Code is posted on the Company's website www.apmindustries.co.in.

(d) **Policy for Determining Materiality of Events and Information**

The Company has adopted a Policy for Determining Materiality of Events and Information for the purpose of making disclosure to the Stock Exchange. This policy aims to ensure timely and adequate disclosure of all material and price sensitive information to the Stock Exchange. The Policy is displayed on Company's website www.apmindustries.co.in.

(e) **Policy for Preservation of Documents**

The Company has a Policy for Preservation of Documents. The Policy facilitates preservation of documents in compliance with the laws applicable to various functions and departments of the Company.

(f) **Archival Policy**

The Company has adopted an Archival Policy, that lays down the process and manner of archiving the disclosures made to the Stock Exchange under the SEBI Listing Regulations. The Policy provides that such disclosures shall be hosted on the website of the Company for a period of five years from the date of disclosure to the Stock Exchange. The Policy also lays down the manner of archiving these disclosures after the period of 5 years. The Policy has been posted on the Company's website www.apmindustries.co.in.

(g) Policy for Determining Material Subsidiaries

This policy is displayed on the Company's website. The web link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/02/Policy-for-Determining-Material-Subsidiaries.pdf>

(h) Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions

This policy is displayed on the Company's website. The web-link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/02/Policy-for-Related-Party-Transactions.pdf>

(i) Whistle Blower Policy

APM has a robust Whistle Blower Policy to make the workplace at APM conducive to open communication regarding business practices. It enables the Directors and full time employees to voice their concerns or disclose or report fraud, unethical behaviour, violation of the Code of Conduct, questionable accounting practices, grave misconduct, etc. without fear of retaliation/ unlawful victimization/ discrimination which is a sine qua non for an ethical organization.

The Whistle Blower Policy has been posted on the Company's website www.apmindustries.co.in. The Audit Committee periodically reviews the functioning of the Policy. During the year, no Director or full-time employee was denied access to the Audit Committee.

(j) Corporate Social Responsibility (CSR) Policy

The Company's CSR policy is displayed on Company's website www.apmindustries.co.in.

(k) Nomination and Remuneration Policy

The Company has a Policy on appointment and remuneration of Directors, Key Managerial Personnel ('KMP') and Senior Management / other employees ('Employees') of the Company.

The Policy aims to ensure that the persons appointed as Directors, KMP and Employees possess requisite qualifications, experience, expertise and attributes commensurate to their positions and level and that the composition of remuneration to such persons is fair and reasonable and sufficient to attract, retain and motivate the personnel to manage the Company successfully. The Policy contains, inter alia, provisions pertaining to qualification, attributes and process of their appointment and removal as well as components of remuneration. The Policy is displayed on the Company's website and the web-link for the same is <https://www.apmindustries.co.in/wp-content/uploads/2021/02/Nomination-and-Remuneration-Policy.pdf>

(l) Policy for prevention of Sexual Harassment**9. DISCLOSURES**

- (a)** There is no materially significant transaction with the related parties viz. Promoters, Director or the Management, their relatives, etc. that may have a potential conflict with the interests of the Company at large. Related party transactions are given at Note No. 48 of Notes to the Financial Statements in the Annual Report.
- (b)** The Company has complied with various rules and regulations prescribed by the Stock Exchange, SEBI or any other statutory authority relating to the capital markets and no penalties or strictures have been imposed by them on the Company during last three years except late filing of Corporate Governance Report for the quarter ended on March 31, 2019 due to resignation of Company Secretary & lack of professional guidance and Audited Financial Results for the financial year ended on March 31, 2019 due to pending order of Scheme of Arrangement. Fine was imposed by Stock Exchange and said penalty paid by the Company.
- (c)** Detailed notes on risk management are included in the Management Discussion Analysis section.
- (d)** The Company has complied with the requirements specified in Regulation 17 to 27 and Clause (b) to (i) of sub-regulation 2 of Regulation 46 of SEBI Listing Regulations, 2015, as amended from time to time.
- (e)** Details of total fees paid to Statutory Auditors are provided in Note No. 35 to the financial Statements forming part of Annual Report.
- (f)** During the year under review, the Company did not raise any proceeds through a public issue, rights issue and/or preferential issue.
- (g)** During the year, no complaint was filed, disposed and pending in relation to Sexual Harassment of Woman at Work place (Prevention, Prohibition and Redressal) Act, 2013.

10. GENERAL SHAREHOLDERS' INFORMATION**(a) Date, Time and venue for 47th Annual General Meeting**

As per notice of 47th Annual General Meeting.

(b) Financial Year and Financial Calendar

The Company observes April 01 to March 31 of the following year as its Financial Year. Our tentative calendar for declaration of results for the financial year 2021-22 are as given below. In addition, the Board may meet on other dates as and when required.

Item	Tentative Dates*
First Quarter Results	August 14, 2021
Second Quarter Results	November 13, 2021
Third Quarter Results	February 14, 2022
Audited Annual Results for the year	May 30, 2022

* As approved by the Board. However these dates are subject to change.

(c) Book Closure & Dividend Payment Dates

Book Closure date is as per Notice of 47th Annual General Meeting. Further, no dividend has been recommended for the year ended March 31, 2021.

(d) Listing

The name of the Stock Exchange at which the securities of the Company are listed and the respective scrip code are as under:

Name of the Stock Exchange	Security Listed	Scrip Code
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	Equity Shares	523537

The Company has paid the Annual Listing Fees for the financial year 2021-22 for all its listed securities (Equity Shares) to the Stock Exchange.

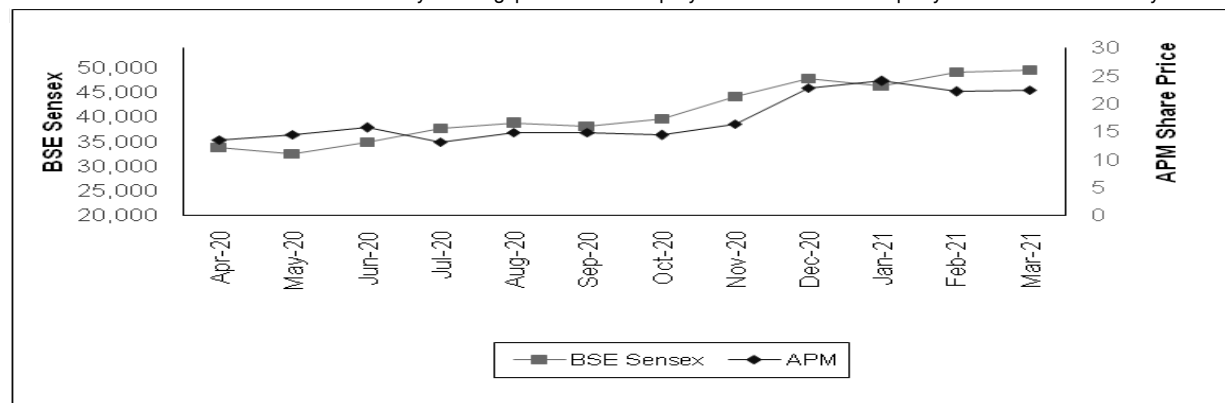
(e) Market Price Data

Monthly high/low of market price of the Company's equity shares (of Rs. '2' each) traded on the Stock Exchange (BSE) during 2020-21 is given hereinafter:

Month	High Price (Rs. per share)	Low Price (Rs. per share)
April, 20	15.77	12.26
May, 20	15.20	12.60
June, 20	19.80	13.65
July, 20	16.90	12.55
August, 20	17.50	12.51
September, 20	16.40	12.60
October, 20	15.84	13.15
November, 20	17.49	13.35
December, 20	23.50	14.75
January, 21	27.50	20.70
February, 21	26.75	22.00
March, 21	26.00	20.80

(f) Performance of the Company's equity shares in comparison to BSE Sensex

The below chart is based on the monthly closing price of the equity shares of the Company on BSE and monthly closing



(g) Compliance Officer

Mrs. Neha Jain, Company Secretary, is the Compliance Officer appointed by the Board. She can be contacted for any investor related matter relating to the Company. The contact no. is 011-26441018 and e-mail id is "csapmindustriestd@gmail.com".

(h) Registrar and Share Transfer Agent

For share related matters, members are requested to correspond with the Company's Registrar and Share Transfer Agent – Skyline Financial Services Private Limited quoting their Folio No. / DP ID & Client ID at the following address:

Skyline Financial Services Private Limited,
D-153A, 1st Floor, Okhla Industrial Area, Phase-I,
New Delhi - 110 020
Tel: +011-40450193-97, E-mail: admin@skylinerta.com, info@skylinerta.com

(i) Share Transfer System

All shareholders communications regarding share certificates, change of address, dividends, etc. are addressed to Registrar and Transfer Agents. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations, and files a copy of the same with the Stock Exchange. Pursuant to SEBI notification dated June 08, 2018, the transfer of shares is allowed only in dematerialized form except in case of transmission or transposition of shares. The processes for shares held in dematerialized form are dealt by the depository participants without any involvement of the Company.

(j) Credit Ratings

The Company has received the credit rating from CARE Ratings Limited ("CARE"). At present the Company's long term credit rating is CARE BBB (pronounced by CARE Triple BBB) on the long term bank facilities.

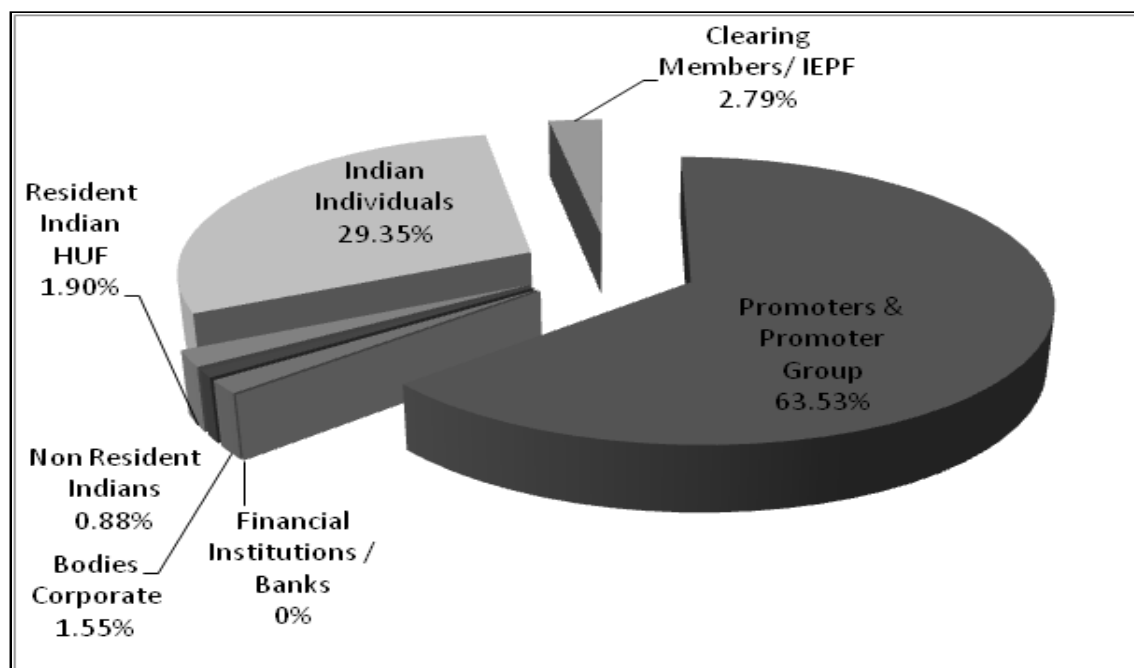
(k) Distribution of shareholding as on March 31, 2021**(i) Value wise**

Shareholding of Nominal Value (In Rs.)	Shareholders		Shareholding	
	Number	% of Total	Number	% of Total
Upto 5,000	6626	81.36	13,76,776	6.38
5,001 to 10,000	741	9.10	6,21,822	2.88
10,001 to 20,000	351	4.31	5,41,243	2.50
20,001 to 30,000	132	1.62	3,40,069	1.57
30,001 to 40,000	71	0.87	2,55,157	1.18
40,001 to 50,000	55	0.68	2,60,697	1.21
50,001 to 1,00,000	81	0.99	5,90,943	2.73
1,00,001 and above	87	1.07	1,76,24,653	81.55
Total	8144	100	2,16,11,360	100

(ii) Category wise

S. No.	Category	No. of Shares	Shareholding as a % of total number of shares
A	Promoter & Promoter Group	13730620	63.53
B	Public Shareholding		
1	Financial Institutions/ Banks	250	0.00
2	Bodies Corporate	334084	1.55
3	Non-Resident Indians	190417	0.88
4	Resident Indian HUF	410104	1.90
5	Indian Individuals	6343196	29.35
6	Clearing Members/IEPF	602689	2.79
	Total	21611360	100

Graphical Presentation of Shareholding



(l) Unclaimed Dividends

Pursuant to the provision of Section 124 of the Companies Act, 2013, Dividend remaining unclaimed/unpaid for a period of 7 years from the date of transfer to the Company's unpaid account is to be transferred to the Investor Education and Protection Fund (IEP Fund). Following are the dates of dividend declared and the corresponding dates when unclaimed dividend is due for transfer to IEP Fund.

Financial Year	Date of Declaration	Due date to transfer to IEPF
2013-14 (Final Dividend)	September 25, 2014	November 02, 2021
2014-15 (Interim Dividend)	November 07, 2014	December 15, 2021
2014-15 (Second Interim Dividend)	April 08, 2015	May 16, 2022
2015-16 (Interim Dividend)	November 06, 2015	December 14, 2022
2015-16 (Second Interim Dividend)	March 11, 2016	April 18, 2023
2016-17 (Interim Dividend)	November 11, 2016	December 19, 2023
2016-17 (Final Dividend)	September 25, 2017	November 03, 2024
2017-18 (Final Dividend)	September 22, 2018	October 30, 2026
2018-19 (Final Dividend)	September 28, 2019	November 03, 2026

During the year following dividend along with equity shares on which dividend has not been claimed for seven consecutive years have been transferred to Investor Education and Protection Fund:

Financial Year	No. of Shares transferred
2012-13 (Final Dividend)	13,560
2013-14 (Interim Dividend)	20,380

The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company for subsequent years on the web site of the Company at www.apmindustries.co.in.

Detailed list of shareholders whose shares have been transferred to IEPF has been hosted on the website of the Company at www.apmindustries.co.in.

(m) Information pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015

Information pertaining to particulars of Director to be appointed / re-appointed at the forthcoming Annual General Meeting has been included in the Notice convening the Annual General Meeting.

(n) Certification of Non-Disqualification of Directors from Company Secretary in Practice

The Company has obtained a certificate from a Practicing Company Secretary, Ms. Suman Pandey, Partner of M/s. RSM & Co., Company Secretary in Practice, as per the provisions of Schedule V(C) of the Listing Regulations, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/ Ministry of Corporate Affairs or any such statutory authority. The Certificate is attached as **Annexure-B**

(o) Compliance Certificate from the Practicing Company Secretary

The Company has obtained a Certificate from Company Secretary in Practice confirming compliance of conditions of Corporate Governance as stipulated in Schedule V(E) of the Listing Regulations. The Certificate is attached as **Annexure-C**.

(p) (i) Dematerialization of Shares

The Company has signed agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). 20583357 equity shares of the Company were in dematerialized form as on March 31, 2021. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE170D01025.

(ii) Liquidity

The Equity Shares of the Company are frequently traded on the BSE Limited.

(q) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments in the past and hence, as on March 31, 2021, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

(r) Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

(s) Registered Office and Location of Plant

SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar, Rajasthan-301019

(t) Address for Correspondence

APM Industries Limited
910, Chiranjiv Tower-43, Nehru Place,
New Delhi-110019
Tel: 011-26441018
Email:- csapmindustriestd@gmail.com
Website:- www.apmindustries.co.in

(u) Corporate Identification Number (CIN)

L21015RJ1973PLC015819

11. COMPLIANCE WITH THE REGULATIONS RELATED TO CORPORATE GOVERNANCE IN THE SEBI LISTING REGULATIONS, 2015**(a) Mandatory Requirements**

The Company has complied with mandatory requirements relating to corporate governance as prescribed in Listing Regulations.

(b) Extent to which Discretionary Requirements have been adopted:

The status of adoption of non-mandatory/discretionary requirements as specified in Regulation 27(1) read with Part E of Schedule II of the Listing Regulations is given below:

(i) The Board

The Chairman is an Executive Promoter Director.

(ii) Shareholders' Rights

As the quarterly and half-yearly performance are published in the newspapers and are posted on the Company's website, the same are not being sent separately to each household of the shareholders.

(iii) Modified Opinion(s) in Audit Report

The Company's financial statement for the financial year ended March 31, 2021 does not contain any modified opinion.

(iv) Reporting of Internal Auditor

Internal Auditor reports to the Audit Committee.

CEO/CFO Certification

In compliance with Regulation 17(8) read with Schedule II(B) of the Listing Regulations 2015, a declaration by Managing Director and CFO is enclosed as **Annexure-D** which, inter-alia, certifies to the Board the accuracy of financial statements and the adequacy of internal controls for the financial reporting purpose.

Annexure-A**TO WHOMSOEVER IT MAY CONCERN**

This is to confirm that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management of the Company for the year ended March 31, 2021.

For and on behalf of the Board

Place : New Delhi
Date : August 06, 2021

Hari Ram Sharma
Managing Director

Annexure-B

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,
The Members
APM INDUSTRIES LIMITED
CIN: L21015RJ1973PLC015819
SP-147, RIICO INDUSTRIAL AREA BHIWADI RJ 301019

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of APM INDUSTRIES LIMITED having CIN:L21015RJ1973PLC015819 and having Registered Office: SP-147, RIICO INDUSTRIAL AREA BHIWADI RJ 301019 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

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

For RSM & CO.
Company Secretaries

CS SUMAN PANDEY
PARTNER
FCS NO. 7606 | C.P. NO. 8404
UDIN : F007606C000746410

Dated : August 06, 2021
Place : New Delhi

Annexure-C

COMPLIANCE CERTIFICATE ON CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members of
APM Industries Limited
CIN: L21015RJ1973PLC015819
Registered Office: RIICO Industrial Area
Bhiwadi, Dist. Alwar
Rajasthan- 301019

1. We have examined the compliance of the conditions of Corporate Governance by APM INDUSTRIES LIMITED for the year ended on March 31, 2021, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015 ("SEBI Listing Regulations").
2. The Compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of the procedures and implementation thereof, as adopted by the Company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, and the representation made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2021.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For RSM &Co.
Company Secretaries
FRN.P1997DE017000

SUMAN PANDEY
Partner
M. No F7606 | CP 8404
UDIN: F007606C000746421

Place : New Delhi
Date : August 06, 2021

CERTIFICATE OF CEO/CFO

(Pursuant to Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

This is to certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year 2020-21 and that to the best of our knowledge and belief:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated, wherever applicable, to the auditors and the Audit committee:
- i. No significant changes in internal control over financial reporting during the year;
 - ii. No significant changes in accounting policies during the year; and
 - iii. No instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For and on behalf of the Board

Place : New Delhi
Date : May 31, 2021

C S Vijay
Chief Financial Officer

Hari Ram Sharma
Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

[Schedule V – Regulation 34(3) of SEBI (LODR) Regulations, 2015]

Introduction

Management Discussion and Analysis mainly comprise of the statements which, inter-alia, involve predictions based on perceptions and may, therefore, be prone to uncertainties. It is the sum total of the Company's expectations, beliefs, estimates and projections which are forward looking within the meaning of applicable laws and regulations. The actual results could differ materially from those expressed herein specifically or impliedly.

a) INDUSTRY STRUCTURE AND DEVELOPMENTS

The textile and apparel Sector is a major contributor to the Indian economy in terms of foreign exchange earnings and employments. India is the third largest textile manufacturing industry and contributes approximately 6% to the total textile production, globally.

The Indian textile industry is set for growth, buoyed by both strong domestic consumption as well as export demand. Rising per capital income and shift in customer preference to branded products is expected to revive the textile industry which has been severely impacted by the Covid – 19 Pandemic.

However, with positive sentiments for India, we expect to do well in coming years.

b) OPPORTUNITIES & THREATS

We expect that there will be good growth potential in the apparel sector. With the growth of automobiles, demand for technical textiles will also increase. The awareness of fashion amongst the young generation is pushing up the per capital consumption of textiles in India. The Government of India extended the Rebate of State and Central Levies AND Taxes (ROSCTL) scheme till March, 2024 to help the textile Exporters.

The Government of India is working on major initiatives and reforms in the textile sector, including launch of a Mega Integrated textile Region and Apparel Park Scheme to establish seven textile parks with state of art infrastructure, common utilities and R & D Lab over a three years period starting a focused Product Scheme Positioning the country as a global hub in the manmade fiber and technical textiles segment. Competitive advantage, robust demand, favorable government policies, increasing investments are expected to be the key drivers for revival of the industry.

The uncertainty in the market due to Spread of Covid- 19 pandemic is a threat to the industry. Also, there is a shortage of skilled/unskilled labour, which may affect the working of the Company.

c) SEGMENT-WISE PERFORMANCE

The Company has only one line of business, i.e., manufacturing of synthetic blended yarn during the year under review, hence no segment wise information is required. The Company has no activity outside India. Therefore, there is no geographical segment.

d) OUTLOOK

India is second largest producer and exporter of textiles after China and fourth largest producer and exporter of apparel after China, Bangladesh and Vietnam. The textiles and apparel industry constitute 12% of the total exports of India.

Exports have been a core feature of India's textile Sector. Indian textile and apparel exports were estimated at USD 35.5 billion in 2019 and is expected to grow at CAGR of 11% over the next decade to reach USD 100 billion by 2029. Export of both manmade textile and readymade garment have seen a major boost. A major factor behind the robustness of India's textile industry is its strong production base with a wide range of fibers and yarns.

To take advantage of the opportunities, the Company continues to modernize its plant and machinery and add balancing equipment to improve quality of products.

e) RISKS & CONCERNS

Volatile oil prices directly influence pressure on polyester fiber prices almost on daily basis. This cannot be passed on to the customers on a day to day basis. Hence, new element of risk has been introduced in the yarn industry. Also, the non-availability of trained/skilled man power is a matter of concern. The pandemic has also affected India, but the vaccination drive has picked up momentum Pan India and outlook remains positive.

f) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a professional internal control system, which provides adequate safeguards and effective monitoring of transactions. The Company has a strong internal audit system and an Independent Internal Auditor. The Internal Auditor reports to the Chairman and the Audit Committee of the Board. Personnel of the Internal Auditor conduct periodical audits in all the areas to ensure that the Company's control mechanism is properly followed and all statutory requirements are duly complied with.

g) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATING PERFORMANCE

The operating performance of the Company has been discussed in the Directors Report under the head financial summary and state of Company affairs/operations. The Profit before Tax for the year 2020-21 was Rs. 680 lakhs as against Rs. 714 lakhs in the year 2019-20. The profitability of the Company was affected due to fluctuations in raw material prices, particularly synthetic staple fiber, because of the fluctuations in crude oil prices. The profitability is also impacted due to the shutdown of the Company's plant from 22.03.2020 to 03.05.2020 under the lockdown announced by the state/ central government after the outbreak of Covid- 19 pandemic.

h) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company treats its human resources as its most important asset and believes in its contribution to the all round growth of the Company. Your Company's progress is a reflection and outcome of the human resources it has. Your Company has fostered a culture of ownership, accountability and self-evaluation that encourages employees to continuously improve their efficiency. However, there was shortage of human resources in the year 2020-21, because of effect of Covid – 19 Pandemic. The industrial relations remained cordial throughout the year. As on March 31st, 2021 the Company had 2378 employees.

i) OVERVIEW OF THE COMPANY'S PERFORMANCE

During the year 2020-21, the production of synthetic blended yarn was 157 lakh Kgs as compared to 171 lakh kgs in 2019-20, which is lower than last year, because of lock down of plant for 33 days in April & May- 2020 due to Covid - 19 Pandemic & there after man power shortage. The gross revenue slightly decreased from Rs. 26992 lakhs to Rs. 23778 lakhs. This was due to shutdown of the Company's plant from 22.03.2020 to 03.05.2020 due to Lockdown announced by central/ State Government because of Covid – 19 Pandemic. Net profits reduced from Rs. 717 lakhs in 2019-20 to Rs. 479 lakhs in 2020-21, which was mainly due to variation in deferred tax liability and effect of Covid – 19 Pandemic.

The earnings per share for the year 2020-21 was Rs. 2.22 as compared to the previous year's Rs. 3.32.

j) LONG TERM AND SHORT TERM STRATEGY OF COMPANY**Water Conservation**

The Company has undertaken rain water harvesting for preservation of water and also increasing the water level in and around the Company's manufacturing facilities. The Company constructed 6 mini ponds outside the mill area for the purpose of water harvesting in line with 'JAL Swavlamban Abhiyan' of the Government of Rajasthan.

The Company has also constructed 8 No New water recharge wells in 4 ponds in the year 2020-21 for the purpose of Recharge ground water in two villages of tehsil Tijara (District- Alwar) Rajasthan.

Waste Water Utilization

The Company focused on the prudent utilization of waste water with the objective to put every drop to productive use.

All effluents discharged from the dye house are reused after treatment in the effluent treatment plant (including condensate from the MEE operation). 100% STP treated water is used for various activities including gardening.

We have installed Innovative Plate Heat Exchanger to recover heat from waste water effluent, wherein we have achieved significant saving in steam consumption and thus in fuel and boiler feed water requirement.

We are also planning to upgrade STP in the year 2021 – 22 to reuse treated water in process.

Renewable Energy

We believe that investment in renewal energy moderates carbon footprint, reduces energy costs, enhances power security and provides a long term insurance against an increase in power cost. The Company has invested Rs. 415 lakhs to commission roof top solar energy panels of 1.0 MW in 2017-18 with a payback period of around 5 years. The Company has also invested Rs. 616 Lakhs to commission ground mounted/ rooftop solar energy panels of 1.722 MW in 2019-20 with a payback period of around 4 years.

The proactive investments moderated the Company's carbon foot print and power cost.

These activities towards energy conservation reduced 33.07 Lakhs units energy consumption in the year 2020-21.

k) SIGNIFICANT CHANGES IN FINANCIAL RATIOS

During the year, the significant changes in the financial ratios of the Company, which are 25% or more as compared to the previous year are summarized below:

Financial Ratios	FY 2020-21	FY 2019-20	Change in %	Reason for Change
Debtors Turnover Ratio	12.30	10.17	20.94	-
Inventory Turnover (RM)	15.78	21.81	(27.65)	Due to increasing trend of raw material price
Interest Coverage Ratio	2.78	2.52	10.32	-
Current Ratio	1.42	1.37	3.65	-
Debt equity Ratio	0.24	0.40	(40.00)	Due to reduction in debt
Operation Profit Margin (%)	4.04	3.86	4.66	-
Net Profit margin (%)	2.02	2.67	(24.34)	-
Return on Net Worth (%)	3.63	5.37	(32.40)	Due to deferred tax assets in 2019-20

l) CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's expectations or predictions may be forward looking within the meaning of applicable laws or regulations. Actual results may differ materially from those expressed or implied.

For and on behalf of the Board

Place : New Delhi
Dated : August 06, 2021

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF APM INDUSTRIES LIMITED
Report on the Audit of the Financial Statements**

1. Opinion

We have audited the accompanying financial statements of **APM Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, along with the notes to the financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IndAS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 and the profit (including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

2. Basis for Opinion

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

3. Emphasis of Matter

We draw attention to Note 51 to the financial statements in which the Company describes the uncertainties arising from the Covid-19 pandemic and its consequential effects on the Company's operations as assessed by the management. Our opinion is not modified in respect of this matter.

4. 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 year ended March 31, 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report:-

Key audit matter	How the matter was addressed in our audit
<p>Physical Verification of Inventories</p> <p>Due to the lockdowns imposed by the state governments on account of second wave of COVID-19 restricting the movement of the people, it was not possible for us to observe the physical verification of inventories held by the Company at various locations at the year end.</p> <p>However the management has duly conducted the physical verification of the inventories counting internally at all locations as at the year end and provided to us certified physical counting sheets for the purpose of inventory valuation.</p> <p>Since we could not attend the physical verification of inventories either at/post the balance sheet date, we have performed sufficient alternative audit procedures. These alternative audit procedures involved more efforts to ensure existence and conditions of the inventories at the balance sheet date.</p>	<p>Audit Procedures</p> <p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> performing alternative audit procedures to obtain sufficient appropriate audit evidence regarding the existence and conditions of the inventories; obtaining and evaluating the adequacy of the inventory physical verification instructions prepared and issued by the management to determine if the instructions provided were appropriate and comprehensive; understanding process and evaluating the management's internal controls designed to establish the existence of inventory; testing the effectiveness of controls around the recording of inventory during the period of the audit; reviewing the process of periodic physical verification carried out by the management, the scope and coverage of the periodic verification programme and the results of such verification including analysis of discrepancies, if any;

- testing the analytical reviews performed by the Company such as consumption analysis and stock movement analysis for the year in respect of key items of raw material and finished goods; and

- ascertaining that these procedures indirectly provide evidence that stock balance actually existed as on the date to enable subsequent transactions indirectly support and corroborate the assertion of existence;

Based on our audit procedures, we considered the management's determination of quantities of inventories for the purpose of inventory valuation to be reasonable.

5. Information other than the Financial Statements and Auditor's Report thereon

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

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

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

When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's Responsibilities Relating to Other Information'.

6. Management's Responsibility for the Financial Statements

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

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

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

7. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of financial statements of the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our Auditor's Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our Report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

8. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure 'B' to this report.

- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has paid/provided the remuneration to its directors during the year 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, as amended, 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 as at March 31, 2021 in its financial statements- Refer Note 36 to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There was no amount outstanding as at March 31, 2021 which was required to be transferred to the Investor Education and Protection Fund by the Company.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

LAXMI NARAIN JAIN
Partner

New Delhi
May 31, 2021

Membership No. 072579
UDIN – 21072579AAAAAN2080

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of **APM Industries Limited**)

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- (b) These Property, Plant and Equipment have been physically verified by the management during the year pursuant to a regular programme of physical verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us, title deeds and lease agreements of the immovable properties have been mortgaged with lenders i.e. banks as security for the borrowings raised by the Company. On the basis of our examination of the records of the Company and the copies of the title deeds and lease agreements available with the Company, the title deeds and lease agreements of immovable properties are held in the name of the Company.
- (ii) As explained to us, the inventories, other than Goods in transit, have been physically verified by the management during the year at reasonable intervals. In respect of Goods in transit at the year end, the necessary documentary evidences have been obtained. The discrepancies noticed on verification between physical stocks and book records were not material and have been properly dealt with in the books of account.
- (iii) According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the clause (iii) (a), (b) and (c) of paragraph 3 of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loan or made any investment or provided any guarantee or security to the parties covered under Section 185 and 186 of the Act. Accordingly, the clause (iv) of paragraph 3 of the Order is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us and on the basis of our examination of the books of account,

- (a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employee State Insurance, Income Tax, Good and Service Tax, Custom Duty, Cess and other statutory dues, as applicable with the appropriate authorities and there are no undisputed statutory due outstanding at year end for a period of more than six months from the date they became payable.
- (b) Details of Income Tax, Excise Duty, Sales Tax, Service Tax, Custom Duty, Value Added Tax and Goods and Service Tax dues outstanding as at March 31, 2021 which have not been deposited by the Company on account of disputes, are given below:

Name of the Statute	Nature of Dues	Amount (Rs. in lakhs)	Period to which amounts relates	Forum where dispute is pending
The Central Excise Act, 1944	Excise Duty	138	Financial Year 2016-17	CESTAT, New Delhi
		3	April 2017 to June 2017	Assistant Commissioner, Bhiwadi
The Rajasthan Value Added Tax Act, 2003	Value Added Tax	4	Financial Year 2014-15	Tax Board, Ajmer
		3	Financial Year 2016-17	Tax Board, Ajmer

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank. The Company has not borrowed any money from Government and has not issued any debenture.
- (ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans availed by the Company during the year were applied for the purpose for which they were obtained.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with the Section 177 and 188 of the Act, where applicable and the details have been disclosed in the financial statements as required by the applicable accounting standard.
- (xiv) According to the 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. Accordingly, the clause (xiv) of paragraph 3 of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transaction with its directors or persons connected with them covered under the provisions of Section 192 of the Act.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the clause (xvi) of paragraph 3 of the Order is not applicable to the Company.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

LAXMI NARAIN JAIN
Partner

New Delhi
May 31, 2021

Membership No. 072579
UDIN – 21072579AAAAAN2080

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(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 **APM INDUSTRIES LIMITED** ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

LAXMI NARAIN JAIN
Partner

New Delhi
May 31, 2021

Membership No. 072579
UDIN – 21072579AAAAAN2080

BALANCE SHEET		(Rs. in Lakhs)	
AS AT MARCH 31, 2021			
PARTICULARS	Note No.	As At March 31, 2021	As At March 31, 2020
I. Assets			
1 Non-Current Assets			
(A) Property, Plant and Equipment	4	9,283	9,638
(B) Capital Work in Progress	4	9	45
(C) Right of Use Assets	4	5,957	6,069
(D) Intangible Assets	4	4	3
(E) Financial Assets			
(i) Investments	5	0	0
(ii) Loans	6	7	10
(iii) Other Financial Assets	7	361	351
(F) Non Current Tax Assets (Net)	8	39	38
(G) Other Non-Current Assets	9	188	80
Total Non-Current Assets		15,848	16,234
2 Current Assets			
(A) Inventories	10	4,384	4,957
(B) Financial Assets			
(i) Trade Receivables	11	1,510	2,307
(ii) Cash and Cash Equivalents	12	14	28
(iii) Bank Balance other than (ii) above	13	102	118
(iv) Loans	14	9	10
(v) Other Financial Assets	15	34	39
(C) Other Current Assets	16	216	416
Total Current Assets		6,269	7,875
TOTAL ASSETS		22,117	24,109
II. EQUITY AND LIABILITIES			
1 EQUITY			
(A) Equity Share Capital	17	432	432
(B) Other Equity	18	13,186	12,692
Total Equity		13,618	13,124
2 LIABILITIES			
Non-Current Liabilities			
(A) Financial Liabilities			
(i) Borrowings	19	1,083	2,246
(ii) Other Financial Liabilities	20	70	100
(B) Deferred Tax Liabilities (Net)	21	2,936	2,894
Total Non-Current Liabilities		4,089	5,240
Current Liabilities			
(A) Financial Liabilities			
(i) Borrowings	22	1,613	2,639
(ii) Trade Payables	23		
(a) Total outstanding dues of micro enterprises and small enterprises		15	66
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises			
(iii) Other Financial Liabilities	24	1,261	1,593
(B) Other Current Liabilities	25	1,229	1,143
(C) Provisions	26	140	112
(D) Current Tax Liabilities	27	141	192
		11	-
Total Current Liabilities		4,410	5,745
Total Liabilities		8,499	10,985
TOTAL EQUITY AND LIABILITIES		22,117	24,109
Significant Accounting Policies and Notes forming part of the Financial Statements 1-53			
As per our report of even date attached		FOR AND ON BEHALF OF THE BOARD	
For CHATURVEDI & PARTNERS Chartered Accountants Firm Registration No. 307068E	RAJENDRA KUMAR RAJGARHIA Chairman DIN-00141766	KHUSHI RAM GUPTA Director DIN-00027295	HARI RAM SHARMA Managing Director DIN-00178632
LAXMI NARAIN JAIN Partner Membership No.072579	C S VIJAY Chief Financial Officer	NEHA JAIN Company Secretary Membership No. 48053	
Place : New Delhi			
Date : May 31, 2021			

STATEMENT OF PROFIT AND LOSS		(Rs. in Lakhs)	
FOR THE YEAR ENDED MARCH 31, 2021			
PARTICULARS	Note No.	For the Year Ended March 31, 2021	For the Year Ended March 31, 2020
INCOME			
1 Revenue from Operations	28	23,656	26,829
2 Other Income	29	122	163
3 Total Income		23,778	26,992
EXPENSES			
4 Cost of Materials Consumed	30	11,905	14,978
Changes in Inventories of Finished Goods and Work-in-Progress	31	1,165	(269)
Employee Benefits Expenses	32	4,098	4,429
Finance Costs	33	397	486
Depreciation and Amortization Expenses	34	649	614
Other Expenses	35	4,884	6,040
Total Expenses		23,098	26,278
5 Profit before Exceptional Items and Tax (3-4)		680	714
6 Exceptional Items		-	-
7 Profit before Tax (5-6)		680	714
8 Tax Expense			
Current Tax	43	196	138
Less: MAT Credit Entitlement		-	(21)
Deferred Tax	43	(1)	(165)
Tax related to earlier year		6	45
Profit for the year (7-8)		479	717
10 Other Comprehensive Income			
(i) a. Items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit plans	40	21	(18)
b. Income Tax relating to items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit plans	43	(6)	5
(ii) a. Items that will be reclassified to profit or loss		-	-
b. Income tax relating to items that will be reclassified to profit or loss		-	-
11 Total Comprehensive Income for the year (9+10)		494	704
12 Earning per share (Face value Rs. 2)			
Basic (Rs.)	50	2.22	3.32
Diluted (Rs.)	50	2.22	3.32
Significant Accounting Policies and Notes forming part of the Financial Statements	1-53		
As per our report of even date attached		FOR AND ON BEHALF OF THE BOARD	
For CHATURVEDI & PARTNERS Chartered Accountants Firm Registration No. 307068E	RAJENDRA KUMAR RAJGARHIA Chairman DIN-00141766	KHUSHI RAM GUPTA Director DIN-00027295	HARI RAM SHARMA Managing Director DIN-00178632
LAXMI NARAIN JAIN Partner Membership No.072579	C S VIJAY Chief Financial Officer	NEHA JAIN Company Secretary Membership No. 48053	
Place : New Delhi Date : May 31, 2021			

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021		(Rs. in Lakhs)	
	Year Ended March 31, 2021	Year Ended March 31, 2020	
I. CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year before Tax	680	714	
Adjustments for:			
Depreciation and amortisation expenses	649	614	
Liabilities no longer required, written back	(21)	(3)	
Profit on sale of Property, Plant and Equipment	(4)	0*	
Gain on modification/cancellation of leases	(2)	-	
Other receivables written off	9	-	
Allowances for doubtful trade receivables	207	36	
Fair valuation of Financial Assets	0	3	
Finance Costs	397	486	
Operating profit before working capital changes	1,915	1,850	
Changes in working capital			
(Increase)/Decrease in Inventories	573	(225)	
(Increase)/Decrease in Trade Receivables	590	576	
(Increase)/Decrease in Other Bank Balances	16	8	
(Increase)/Decrease in Current/non-current assets	215	193	
(Increase)/Decrease in Loans	3	(22)	
(Increase)/Decrease in Financial assets	(3)	(68)	
Increase/(Decrease) in Trade payable and Other financial liabilities	(309)	(144)	
Increase/(Decrease) in Other current/non-current Liabilities and Provisions	(2)	72	
Cash generated from operating activities	2,998	2,240	
Direct Taxes Paid (Net)	154	153	
Net cash generated from operating activities	2,844	2,087	
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment	(382)	(954)	
Sale of Property, Plant and Equipment	10	10	
Net cash (used in) investing activities	(372)	(944)	
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from Long term borrowings	182	551	
Repayment of long term borrowings	(1,162)	(612)	
Decrease in Working Capital Loans (Net)	(768)	(624)	
Proceeds from Short term borrowings	2,792	1,822	
Repayment of Short term borrowings	(3,051)	(1,619)	
Dividend and Dividend Tax paid	(16)	(138)	
Payment of Lease Liabilities	(41)	(40)	
Finance costs paid	(422)	(465)	
Net cash (used in) financing activities	(2,486)	(1,125)	
NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS DURING THE YEAR	(14)	18	
Cash and cash equivalents at the beginning of the year	28	10	
Cash and cash equivalents at the end of the year	14	28	
Notes			
1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7- Statement of Cash Flow.			
2. Cash & Cash Equivalents include:			
Cash on Hand	2	3	
Balances with Banks			
- In Current Accounts	12	25	
	14	28	
* Amount less than Rs. 1 lakh			
As per our report of even date attached			
FOR AND ON BEHALF OF THE BOARD			
For CHATURVEDI & PARTNERS Chartered Accountants Firm Registration No. 307068E	RAJENDRA KUMAR RAJGARHIA Chairman DIN-00141766	KHUSHI RAM GUPTA Director DIN-00027295	HARI RAM SHARMA Managing Director DIN-00178632
LAXMI NARAIN JAIN Partner Membership No.072579	C S VIJAY Chief Financial Officer	NEHA JAIN Company Secretary Membership No. 48053	
Place : New Delhi Date : May 31, 2021			

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

Equity shares of Rs. 2 each issued, subscribed and fully paid up (Rs. in Lakhs)

Particulars	Numbers of Shares	Amount
As at April, 01 2019	21,611,360	432
Changes in equity share capital	-	-
As at March 31, 2020	21,611,360	432
Changes in equity share capital	-	-
As at March 31, 2021	21,611,360	432

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Reserves and Surplus			Other Comprehensive Income	Total
	Retained Earnings	General Reserve	Securities Premium		
Balance as at April 01, 2019	6,575	5,000	243	(38)	11,780
Profit for the year	717	-	-	-	717
Remeasurement of the defined benefits plan (net)	-	-	-	(13)	(13)
Effects of Deferred Tax on Items earlier recognised directly in equity [refer note - 43(e)]	339	-	-	-	339
Dividends	(108)	-	-	-	(108)
Corporate Dividend Tax	(23)	-	-	-	(23)
Balance as at March 31, 2020	7,500	5,000	243	(51)	12,692
Profit for the year	479	-	-	-	479
Remeasurement of the defined benefits plan (net)	-	-	-	15	15
Balance as at March 31, 2021	7,979	5,000	243	(36)	13,186

Significant Accounting Policies and notes forming part of the Financial Statements 1-53

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD

For CHATURVEDI & PARTNERSChartered Accountants
Firm Registration No. 307068E**LAXMI NARAIN JAIN**
Partner
Membership No.072579Place : New Delhi
Date : May 31, 2021**RAJENDRA KUMAR RAJGARHIA**
Chairman
DIN-00141766**C S VIJAY**
Chief Financial Officer**KHUSHI RAM GUPTA**
Director
DIN-00027295**NEHA JAIN**
Company Secretary
Membership No. 48053**HARI RAM SHARMA**
Managing Director
DIN-00178632

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1. Company Overview

APM INDUSTRIES LIMITED (the Company) having its registered office at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar-301019, Rajasthan India, is a Public Limited Company domiciled in India and is incorporated in India under the provisions of Companies Act, 1956. The company is engaged in the business of manufacturing and selling of Man-made Fibre's Spun Yarn and Sewing Thread. The corporate office of the Company is located at 910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019, India.

2. Basis of Preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

3. Significant Accounting policies**3.1 Statement of Compliance**

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended, the relevant provisions of Companies Act, 2013 and guidelines issued by the Security and Exchange Board of India (SEBI), as applicable.

3.2 Critical Accounting Judgments and Key Sources of Estimation Uncertainty

The preparation of the financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the year presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Although these estimates are based upon the management's best knowledge of current events, actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgments In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Discount rate used to determine the carrying amount of the Company's defined benefit obligation: The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Contingences and commitments: In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, company treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the company do not expect them to have a materially adverse impact on the financial position or profitability.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Income Taxes: The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Useful lives of Property, Plant and Equipment: As described in Note 3.7, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the property, plant and equipment.

Allowances for Doubtful Debts: The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgment and estimates.

Inventory Write Down: The company evaluate nature of inventory, aging, liquidation and plan of disposal to ascertain write down value of inventory.

Rebates, Incentives and Discount to Customers: The Company's contracts with customers include promises to transfer goods to the customers. Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as schemes, incentives, cash discounts, etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

Estimates of rebates and discounts are sensitive to changes in circumstances and the Company's past experience regarding returns and rebate entitlements may not be representative of customers' actual returns and rebate entitlements in the future.

3.3 Operating Cycle and Current versus Non-current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification in accordance with Part-I of Division- II of Schedule III of the Companies Act, 2013.

An asset is treated as current when it (a) Expected to be realized or intended to be sold or consumed in normal operating cycle; (b) Held primarily for the purpose of trading; or (c) Expected to be realized within twelve months after the reporting period, or (d) The asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when (a) It is expected to be settled in normal operating cycle; or (b) It is held primarily for the purpose of trading; or (c) It is due to be settled within twelve months after the reporting period, or (d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, results in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its normal operating cycle.

3.4 Revenue Recognition

Revenue is recognised upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods. Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which is usually on dispatch / delivery.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

Cost to obtain a contract

The Company pays sales commission to its selling agents for contracts that they obtain for the Company. The Company has elected to apply the optional practical expedient for costs to obtain a contract which allows the Company to immediately expense sales commissions (included in selling and distribution expense under other expenses).

Costs to fulfill a contract i.e. freight, insurance and other selling expenses are recognized as an expense in the period in which related revenue is recognised.

Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividend Income

Dividend income from investments is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

3.5 Segment Reporting

Operating segments are those components of the business whose operating results are regularly reviewed by the Chief Operating Decision making body in the Company to make decisions for performance assessment and resource allocation. Operating Segment are reported in a manner consistent with the internal reporting provided to accounting policies are in line with the internal reporting provided to the Chief Operating Decision maker.

3.6 Foreign Currencies

Functional and presentation Currencies: The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Transactions and translations: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit/(loss) in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit or loss for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

3.7 Property, Plant and Equipment

The Company had applied for one time transition exemption of considering their carrying cost on the transition date i.e. April 01, 2016 as the deemed cost under Ind AS, regarded thereafter as historical cost.

Property, plant and equipment (PPE) are initially recognized at cost. The initial cost of PPE comprises its purchase price, including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land, which are stated at cost) and impairment losses, if any.

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

Depreciation is recognized so as to write off the cost of assets (other than freehold land and capital work in progress) less their residual values over the useful lives, using the straight- line method ("SLM") in the manner prescribed in schedule II to the Act. Management believes based on a technical evaluation (which is based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.) that the useful lives of the assets as considered by the company reflect the periods over which these assets are expected to be used. Such classes of assets and their estimated useful lives are as under;

S. No.	Category of Assets	Useful life
1	Building	30-60 years
2	Plant and Equipment	25 years
3	Electrical Equipment	10 years
4	Power Generation Unit	40 years
5	Furniture and Fixtures	10 years
6	Office Equipment	5 years
7	Vehicles	8-10 years

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in statement of profit and loss. Fully depreciated assets still in use are retained in financial statements.

3.8 Capital Work-in-Progress and Intangible Assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

3.9 Intangible Assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The Company amortizes intangible assets with a finite useful life using the straight-line method over the useful lives determined by the terms of the agreement /contract. The estimated useful life considered for the intangible asset is given below:

S. No.	Category of Assets	Useful life
1	Computer Software	6 years

The estimated useful life is reviewed annually by the management.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in statement of profit and loss.

3.10 Impairment of Property, Plant and Equipment and Intangible Assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash-generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the Statement of Profit and Loss.

3.11 Income Tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognized in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current Tax: Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax: Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognized only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Minimum Alternate Tax (MAT) credit is recognized as deferred tax asset only when and to the extent 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 of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

3.12 Leases

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

Leases are classified as finance leases whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. The Company's lease assets primarily consist of leases for land and buildings.

The Company as a Lessee

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

3.13 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.14 Inventories

Inventories of raw materials and stores and spare parts are valued at lower of cost on Weighted Average Cost and net realizable value. Cost of raw materials and stores and spares is determined on weighted average cost method. Cost comprises all cost of purchase, taxes and other cost incurred in bringing the inventories to their present location and condition. Devaluation allowance is estimated and made for old, defective and obsolete items, wherever necessary.

Work in progress and finished goods are valued at lower of cost on Weighted Average Cost and net realizable value. Cost includes direct material, labour, cost of conversion and other overheads incurred in bringing the inventory to their present location and condition.

Saleable scrap, whose cost is not identifiable, is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion/costs necessary to make the sale.

3.15 Non-derivative Financial Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

a. Investments and Other Financial Assets

Cash and cash equivalents: The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks, cash-in-hand and term deposits having original maturity of three months which are unrestricted for withdrawal and usage.

Trade Receivables Trade receivables are initially recognized at fair value. Subsequently, these assets are held at amortized cost, net of any expected credit losses.

Debt Instruments: Debt instruments are initially measured at amortized cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

Equity Instruments: All investments in equity instruments other than in subsidiary classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis.

b. Investments and Other Financial Assets – Subsequent Measurement

Financial assets at amortized cost: Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI): Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

Financial assets at fair value through profit or loss (FVTPL): Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in the statement of profit and loss.

c. Financial Liabilities

All financial liabilities are initially recognised at fair value. The financial liabilities include trade and other payables, other financial liabilities, loans and borrowings.

d. Financial Liabilities - Subsequent Measurement

Financial liabilities are measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, carrying amounts approximate the fair value due to the short maturity of these instruments.

e. Derecognition of Financial Instrument

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

f. Offsetting of Financial Instruments

Financial assets and financial liabilities are set off and the net amount is reported in financial statements if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

g. Impairment of Financial Assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the equity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

3.16 Impairment of Non-Financial Assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of such reporting period.

3.17 Exceptional Items

Items of income or expense from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company are disclosed as Exceptional items in the Statement of Profit and Loss.

3.18 Borrowing Costs

General and specific borrowing costs (including exchange differences arising from foreign currency borrowing to the extent that they are regarded as an adjustment to interest cost) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

3.19 Employee Benefits

Employee benefits consist of short-term obligations, contribution to employee's state insurance, provident fund, gratuity fund and compensated absences.

A. Short Term Obligations

Liabilities for wages and salaries including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

B. Compensated Absences

The employees are entitled to accumulate leave upto 30 days for future encashment and availment as per the policy of the Company. The liability towards such unutilized leave as at the yearend is determined based on independent actuarial valuation and recognized in the Statement of Profit and Loss.

The classification of the Company net obligation into current and non-current is as per the actuarial valuation report.

The Company fully contributes all ascertained liabilities demanded by Life Insurance Corporation of India for Employee Company Leave Encashment cum Life Assurance (Cash Accumulation) administered by it.

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability.

C. Defined Contribution Plans

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company provident fund contribution is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

D. Defined Benefit Plans

The Company operates defined benefit plan in the form of gratuity. The liability or asset recognized in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the said obligation is determined by discounting the estimated future cash out flows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest expenses are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest expense on the net defined benefit liability or asset is recognized in the Statement of Profit and loss.

The Company fully contributes all ascertained liabilities to the APM Industries Limited (Unit Orient Syntex) Employee Gratuity Fund Trust ('the Trust'). Trustees took the policy from Life Insurance Corporation of India to administer contributions made to the Trust.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the Statement of Profit and loss as past service cost.

3.20 Borrowings

Borrowings are initially recognized at net of transaction costs incurred and measured at amortized cost. Any difference between the prospects (net of transaction costs) and the redemption amount is recognized in the Statement of Profit and Loss over the period of the borrowing using the effective interest method.

3.21 Manufacturing and Operating Expenses

The Company classifies separately manufacturing and operating expenses which are directly linked to manufacturing activities of the company.

3.22 Earnings Per Share (EPS)

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of equity shares outstanding, for the effects of all dilutive potential Ordinary shares.

3.23 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made 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.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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 the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is disclosed, where an inflow of economic benefit is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

3.24 Indian Accounting Standards issued but not effective as on March 31, 2021

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

Balance Sheet

- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

Statement of Profit and Loss

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of the financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

3.25 Law enacted but not effective

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

NOTE 4 :- Property, Plant and Equipment, Intangible Assets, Right of use Assets and Capital Work in Progress															
PARTICULARS	Property, Plant and Equipment										Intangible Assets	Right of Use Assets		Capital Work in Progress	
	Property, Plant and Equipment										Computer Software	Buildings	Land-Lease Hold (Note-3 & 4)		Total
	Land-Lease Hold (Note-3 & 4)	Buildings	Plant and Equipments	Power Generation Unit	Furniture and Fixtures	Office Equipments	Vehicles	Total	Computer Software	Buildings					
As at April 01, 2019	6,400	1,228	7,817	477	100	41	180	16,243	13	-	-	-	-		
Reclassified to Right to Use Assets	(6,400)	-	-	-	-	-	-	(6,400)	-	-	6,400	6,400	-		
Additions	-	111	1,207	-	70	7	1	1,396	-	105	-	105	105		
Deletions/Adjustments	-	-	170	-	-	-	11	181	-	-	-	-	-		
As at March 31, 2020	-	1,339	8,854	477	170	48	170	11,058	13	105	6,400	6,505	6,505		
As at April 01, 2020	-	1,339	8,854	477	170	48	170	11,058	13	105	6,400	6,505	6,505		
Additions	-	7	99	-	11	3	45	165	1	49	-	49	49		
Deletions/Adjustments	-	-	-	-	-	-	34	34	-	93	-	93	93		
As at March 31, 2021	-	1,346	8,953	477	181	51	181	11,189	14	61	6,400	6,461	6,461		
Accumulated Depreciation and Amortisation															
As at April 01, 2019	300	123	816	40	32	24	79	1,414	9	-	-	-	-		
Reclassified to Right to Use Assets	(300)	-	-	-	-	-	-	(300)	-	-	300	300	300		
Depreciation and Amortisation during the year	-	47	369	16	14	5	26	477	1	38	100	136	136		
Deletions/Adjustments	-	-	161	-	-	-	10	171	-	-	-	-	-		
As at March 31, 2020	-	170	1,024	56	46	29	95	1,420	10	38	400	436	436		
As at April 01, 2020	-	170	1,024	56	46	29	95	1,420	10	38	400	436	436		
Depreciation and Amortisation during the year	-	49	400	16	18	5	25	513	0	38	100	136	136		
Deletions/Adjustments	-	-	-	-	-	-	27	27	-	68	-	68	68		
As at March 31, 2021	-	219	1,424	72	64	34	93	1,906	10	4	500	504	504		
Net carrying value															
As at March 31, 2021	-	1,127	7,529	405	117	17	88	9,283	4	57	5,900	5,957	5,957		
As at March 31, 2020	-	1,169	7,830	421	124	19	75	9,638	3	69	6,000	6,069	6,069		

* Amount less than Rs. 1 lakh

Notes:

- Capital work in progress includes addition on account of borrowing cost Nil (2020: Rs. 2 Lakhs)
- Capitalization during the year includes borrowing cost Nil (2020: Rs. 14 Lakhs)
- Right of Use Assets of Leasehold Land grouped under 'Property, Plant and Equipment' as at March 31, 2020 is now regrouped under 'Right of Use Assets'
- Right of Use Assets include the reclassified assets and transitional impact on account of adoption of Ind AS 116 "Leases" during the financial year ended March 31, 2020. (Refer note-39)

Note Particulars	(Rs. in Lakhs)			
5 INVESTMENTS	As At		As At	
	March 31, 2021		March 31, 2020	
Non-Current Investments				
I In Government securities (Valued at cost)				
a) In Post Office Saving Bank (pledged with Excise Department)*	0		0	
Total	0		0	
* Amount less than 1 Lakh				
	Face Value	As At		As At
	(Rs.)	March 31, 2021		March 31, 2020
	Nos.	(Rs.)	Nos.	(Rs.)
II Trade investments (Valued at Cost)				
a. Un-quoted Equity Instruments (Refer note 5.1)				
Fully Paid Class A Equity Shares, held in V.S.Lignite Power Private Limited	10	1,256,039	126	1,256,039 126
b. Un-quoted Preference Shares (Refer note 5.2)				
Fully Paid Class A 0.01% Redeemable Preference Shares held in V.S.Lignite Power Pvt. Ltd.	10	1,114,222	111	1,114,222 111
		237		237
Less:-Provision for diminution in value of Investment		237		237
Total Un-quoted		0		0
Grand Total (I+II)		0		0
5.1 Dividend on Class A equity share is restricted to 0.01% of the face value of the shares.				
5.2 Preference shares are redeemable at par over the period of 10-20 year from date of allotment.				
6 LOANS	As At		As At	
	March 31, 2021		March 31, 2020	
Non-current Financial Assets (Unsecured, considered good) Loans to employees	7		10	
Total	7		10	
7 OTHER FINANCIAL ASSETS	As At		As At	
	March 31, 2021		March 31, 2020	
Non-current Financial Assets (Unsecured, considered good) Security Deposits	361		351	
Total	361		351	
8 NON-CURRENT TAX ASSETS (Net)	As At		As At	
	March 31, 2021		March 31, 2020	
Income tax refund receivable	39		38	
Total	39		38	
9 OTHER NON CURRENT ASSETS	As At		As At	
	March 31, 2021		March 31, 2020	
(Unsecured, considered good) Capital advances (Refer Note 37)	182		50	
Amount paid to Excise Department under protest (Refer Note 36)	-		14	
Prepaid expenses	4		8	
Deferred interest payment	2		8	
Total	188		80	
10 INVENTORIES	As At		As At	
	March 31, 2021		March 31, 2020	
(As taken, valued and certified by the Management)				
Raw materials	1,645		1,1116	
Work-in-Progress	532		562	
Goods in transit*	34		-	
Finished Goods	2,044		3,159	
Stores and Spares	129		100	
Total	4,384		4,957	
* Includes Raw Material and Stores and Spares valuing Rs. 32 lakhs and Rs. 2 lakhs respectively.				
Devaluation Allowance				
Raw material	5		1	
Finished goods	17		5	
Stores and spares	0*		1	
* Amount less than Rs. 1 lakh				

Note Particulars	(Rs. in Lakhs)	
11 TRADE RECEIVABLES	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Assets		
Trade Receivables - Secured	-	-
Trade Receivables - Unsecured*	1,064	2,397
Trade Receivables which have significant increase in credit risk	743	-
Trade Receivables-Credit Impaired	-	-
Less: Allowance for doubtful trade receivables	(297)	(90)
Total	1,510	2,307
*Refer Note 48		
Movement in allowance for doubtful Trade receivables:		
Balance as at beginning of the year	90	54
Allowance for bad and doubtful trade receivables during the year	207	36
Trade receivables written off during the year	-	-
Balance as at end of the year	297	90
12 CASH AND CASH EQUIVALENTS	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Assets		
Balances With Banks		
- In Current Accounts	12	25
Cash on hand	2	3
Total	14	28
13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Assets		
Earmarked Balances with banks		
-Unclaimed dividend	102	118
Total	102	118
14 LOANS	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Assets		
(Unsecured, considered good)		
Loans to Employees	9	10
Total	9	10
15 OTHER FINANCIAL ASSETS	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Assets		
(Unsecured, considered good)		
Security Deposits	3	-
Interest Receivable	16	16
Other Receivables	15	23
Total	34	39
16 OTHER CURRENT ASSETS	As At	As At
	March 31, 2021	March 31, 2020
(Unsecured, considered good)		
Advances to Suppliers	68	63
Other Advances	11	8
Balances with Government Authorities	80	284
Prepaid Expenses	52	51
Deferred interest payment	5	10
Total	216	416

Note Particulars	(Rs. in Lakhs)			
17 EQUITY SHARE CAPITAL		As At		As At
		March 31, 2021		March 31, 2020
Authorised				
22,500,000 (Previous Year 22,500,000) Equity Shares of Rs. 2/- each		450		450
300,000 (Previous year 300,000) Redeemable Preference Shares of Rs. 100/- each		300		300
Equity Share Capital Issued				
22,217,080 (Previous Year 22,217,080) Equity Shares of Rs. 2/- each		444		444
Subscribed and Fully Paid-up				
21,611,360 (Previous Year 21,611,360) Equity Shares of Rs. 2/- each		432		432
Total		432		432
a) Reconciliation of equity shares outstanding at the beginning and end of the financial year				
Equity Shares		As At		As At
		March 31, 2021		March 31, 2020
	Nos.	Rs.	Nos.	Rs.
Balance at the beginning of the year	21,611,360	432	21,611,360	432
Issued during the year	-	-	-	-
Balance at the end of the year	21,611,360	432	21,611,360	432
b) Terms/ Rights attached to equity shares				
The company has one class of Equity shares having a par value of Rs. 2 per share. Each shareholder is entitled to one vote per share. All equity shareholders are having right to get dividend in proportion to paid up value at each equity shares as and when declared. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all the preferential amounts, in proportion to their shareholding.				
c) Details of shareholders holding more than 5% shares in the Company				
Name of the Shareholder		As at		As at
		March 31, 2021		March 31, 2020
	% of holding	Nos.	% of holding	Nos.
Shri Rajendra Kumar Rajgarhia	17.81	3,850,000	17.81	3,850,000
Faridabad Paper Mills Limited	12.82	2,770,000	12.82	2,770,000
Shri Ajay Rajgarhia	10.53	2,275,000	10.53	2,275,000
Smt. Prabha Rajgarhia	7.40	1,600,000	7.40	1,600,000
Rajgarhia Leasing and Financial Services Private Limited	5.23	1,130,000	5.23	1,130,000

Note Particulars	(Rs. in Lakhs)	
18 OTHER EQUITY	As At	As At
	March 31, 2021	March 31, 2020
Securities Premium	243	243
General Reserve	5,000	5,000
Retained Earnings	7,979	7,500
Other Comprehensive Income	(36)	(51)
Total	13,186	12,692
(Refer Statement of Changes in Equity)		
Nature and purpose of reserves		
(a)	Securities Premium: The amount of difference between the issue price and the face value of the share is recognized in Securities Premium.	
(b)	General Reserve: General reserve is the accumulation of the portions of the net profits transferred by the Company in the past years. This reserve is freely available for distribution to the shareholders.	
(c)	Retained Earnings: Retained earnings comprise of the profits of the Company earned till date net of distributions and other adjustments.	
(d)	Other Comprehensive Income: Other Comprehensive Income represents recognized remeasurement gains/ (loss) on defined benefit plans in Other Comprehensive Income. These changes are accumulated within the Other Comprehensive Income under Other Equity.	
19 BORROWINGS	As At	As At
	March 31, 2021	March 31, 2020
Non-Current Financial Liabilities		
Secured Term Loan from Banks	1,083	1,935
Unsecured Loan From Related Party (Refer note 48)	-	311
	1,083	2,246
19.1 Nature of Security & Terms of Repayment		
19.1.1 Following Term Loans are secured by joint mortgage by deposit of title deeds of the Company's Immovable properties situated at Bhiwadi and charge on all immovable and movable assets, both present and future subject to prior charge created on specified movable assets in favour of Company's bankers ranking pari-passu for working capital facilities:		
Loan From	Terms of Repayment	
a HDFC Bank (Rs. 750 Lakhs)	Term Loans from Banks amounting to Rs. 94 lakhs (March 31, 2020 Rs. 281 lakhs)	
	Repayable in 16 equally quarterly instalments from Sept. 2017 alongwith interest at the rate of 8.50% p.a.	
b HDFC Bank (Rs. 1000 Lakhs)	Term Loans from Banks amounting to Rs. 500 lakhs (March 31, 2020 Rs. 683 lakhs)	
	Repayable in 60 equally monthly instalments from August 2018 alongwith interest at the rate of 8.50% p.a.	
c State Bank of India (Rs. 415 Lakhs)	Term Loans from Banks amounting to Rs. Nil (March 31, 2020 Rs. 187 lakhs)	
	Repayable in 11 equally quarterly instalments from October 2018 alongwith interest at the rate of 7.65% p.a.	
d State Bank of India (Rs. 690 Lakhs)	Term Loans from Banks amounting to Rs. 567 lakhs (March 31, 2020 Rs. 660 lakhs)	
	Repayable in 6 quarterly instalment of Rs.15 lakhs 17 quarterly instalment of Rs. 33 lakhs and last instalment of Rs. 39 lakhs from October 2019 alongwith interest at the rate of 7.65% p.a.	
e State Bank of India (Rs.465 Lakhs)	Term Loans from Banks amounting to Rs. 435 lakhs (March 31, 2020 Rs. 453 lakhs)	
	Repayable in 6 equally monthly instalment of Rs. 5 lakhs 60 equally monthly instalment of Rs. 7.25 lakhs from November 2020 alongwith interest at the rate of 7.25% p.a.	
f APM Finvest Limited (Related Party)	Unsecured Loans amounting to Rs. Nil (March 31, 2020 Rs. 311 lakhs)	
	Repayable in financial year 2021-22. Interest at the rate of 7.50% p.a. and payable on last date of every quarter.	
19.1.2	Secured Long Term Loans aggregating to Rs.1,596 lakhs (March 31, 2020 Rs. 2,265 lakhs) are guaranteed by the Chairman.	
19.2	The Long Term borrowing shown above is net of Rs. 513 lakhs (March 31, 2020 Rs. 329 lakhs) current maturities, shown under Note No. 24	
19.3	The company has availed moratorium on the repayment of borrowings and interest thereon during the period from March 1, 2020 to August 31, 2020 as per guidelines relating to COVID-19 Regulatory Package issued by Reserve Bank of India and the outstanding borrowings (including interest accrued) as at March 31, 2020 have been classified accordingly. However, the Company has not availed any modification in original schedule of repayments of loans on account of moratorium.	

Note	Particulars	(Rs. in Lakhs)	
20	OTHER FINANCIAL LIABILITIES	As At	As At
		March 31, 2021	March 31, 2020
	Non-current Financial Liabilities		
	Lease liabilities (Refer Note 39)	34	24
	Capital creditors	36	76
	Total	70	100
21	DEFERRED TAX LIABILITIES (NET)	As At	As At
	[Refer Note-43(d)]	March 31, 2021	March 31, 2020
	a. Deferred Tax Liabilities		
	Depreciation	3,239	3,175
		3,239	3,175
	b. Deferred Tax Assets		
	Provision for diminution in value of Investment	53	53
	Provision for Doubtful Debts	82	25
	Employee benefits and other timing differences	30	40
		165	118
	c. MAT Credit Entitlement	138	163
	Deferred Tax Liabilities (Net) (a-b-c)	2,936	2,894
22	BORROWINGS	As At	As At
	Current Financial Liabilities	March 31, 2021	March 31, 2020
	Secured Loan		
	Working Capital Loans From banks	1,613	2,381
	Unsecured Loan		
	Demand loan from a related party (Refer Note-48)	-	258
	Total	1,613	2,639
22.1	Working Capital loans from banks (including cash credit) repayable on demand are secured by hypothecation of raw materials, consumables, stores and spares, stock in process, finished goods, book debts and personal guarantee of the Chairman of the Company and by way of pari passu second charge on all the immovable properties of the Company. The loans are carrying interest rate of 7.65% p.a. payable on last day of the month.		
22.2	For moratorium availed by the Company in terms of RBI guidelines - Refer Note 19.3		
22.3	Demand loan from related party was repayable on demand and carrying interest rate of 7.50 p.a. payable on last day of the quarter.		
23	TRADE PAYABLES	As At	As At
	Current Financial Liabilities	March 31, 2021	March 31, 2020
	(a) Total outstanding dues of micro enterprises and small enterprises (Refer Note 38)	15	66
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	1,261	1,593
	Total	1,276	1,659

Note Particulars	(Rs. in Lakhs)	
24 OTHER FINANCIAL LIABILITIES	As At	As At
	March 31, 2021	March 31, 2020
Current Financial Liabilities		
Current Maturities of long Term Debts (Refer Note 19.3)	513	329
Interest accrued but not due (Refer Note 19.3)	11	39
Unclaimed Dividends#	102	118
Capital Creditors	40	131
Salary, wages and benefits payable	537	485
Other payable	0	2
Lease Liabilities (Refer Note 39)	26	39
Total	1,229	1,143
#There are no amount due for payment to the Investor Education and Protection Fund under section 125 of Companies Act, 2013 as at March 31, 2021.		
25 OTHER CURRENT LIABILITIES	As At	As At
	March 31, 2021	March 31, 2020
Advances from Customers	15	51
Statutory Dues payable	125	58
Security deposits	0	3
Total	140	112
26 PROVISIONS	As At	As At
	March 31, 2021	March 31, 2020
Provision for Employee Benefits		
- Gratuity	133	175
- Compensated Absence	8	17
Total	141	192
(Refer Note 40)		
27 CURRENT TAX LIABILITIES (NET)	As At	As At
	March 31, 2021	March 31, 2020
Provision for tax	11	-
Total	11	-

Note Particulars	(Rs. in Lakhs)	
28 REVENUE FROM OPERATIONS	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Sale of products*	23,482	26,586
(b) Other Operating Revenue	174	243
Total	23,656	26,829
*Refer Note 46		
Disaggregation of Revenue		
(a) Revenue based on Geography		
Domestic	23,656	26,829
Export	-	-
Total	23,656	26,829
(b) Reconciliation of Revenue from operations with contract price Products		
Contract price	23,806	26,957
Less: Sales returns	(144)	(123)
Less: Discount and other rebates	(6)	(5)
Total	23,656	26,829
(c) During the year, the Company is engaged in only one Business Segment i.e. Yarn Manufacturing, hence no business segment disclosure is required.		
29 OTHER INCOME	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Interest Income from Customers and Others	79	154
(b) Liabilities no longer required, written Back	21	3
(c) Gain on Fair valuation of Financial Assets	5	6
(d) Profit on sale of Property, Plant and Equipment	4	0*
(e) Gain on modification/cancellation of lease	2	-
(f) Miscellaneous Income	11	0*
Total	122	163
* Amount less than Rs. 1 lakh.		
30 COST OF MATERIALS CONSUMED	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening Stock	1,116	1,175
Add: Purchases	12,434	14,919
Less: Closing Stock	1,645	1,116
Total	11,905	14,978
(Refer Note - 45)		
31 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS	For the year ended March 31, 2021	For the year ended March 31, 2020
(A) Opening Inventories		
Finished Products	3,159	2,903
Work-in-Progress	582	569
	3,741	3,472
(B) Closing Inventories		
Finished Products	2,044	3,159
Work-in-Progress	532	582
	2,576	3,741
Change in Inventories of Finished Goods and Work-in-progress (A-B)	1,165	(269)
31 EMPLOYEE BENEFITS EXPENSE	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries, Wages & other benefits	3,738	4,018
Contribution to Provident & other funds (Refer Note 40)	215	228
Employee Welfare Expenses	145	183
Total	4,098	4,429

Note Particulars	(Rs. in Lakhs)	
33 FINANCE COSTS	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest Expense	387	471
Interest on Lease Liability	4	8
Other Borrowing costs	6	7
Total	397	486
34 DEPRECIATION AND AMORTIZATION EXPENSES	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation on Property, Plant and Equipment and Right of use Assets	649	613
Amortization on Intangible assets	0*	1
Total	649	614
* Amount less than Rs. 1 lakh		
35 OTHER EXPENSES	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Manufacturing Expenses		
Store and Spares consumed	345	388
Packing materials consumed	331	394
Power and Fuel	2,992	4,100
Repairs to Plant and Machinery	301	345
Repairs to Building	10	11
	3,979	5,238
(b) Selling and Distribution Expenses		
Freight and Forwarding	391	431
Brokerage and Commission	36	53
	427	484
(c) Establishment Expenses		
Legal and Professional Fees	45	64
Rent	3	4
Rates and Taxes	17	16
Repairs to Others	6	8
Insurance	50	25
Travelling Expenses	13	21
Payment to Auditors (Refer note 35.1)	6	8
Printing and Stationary	13	16
Vehicle running & maintenance expenses	15	25
Computer expenses	8	6
Charity and Donation	0	0*
Communication expenses	11	16
Electricity and Water charges	7	6
Subscription & Membership Fee	2	2
General Expenses	40	30
Allowances for Doubtful debts	207	36
Corporate Social Responsibility (CSR) Expenditure (Refer Note 35.2)	26	27
Pollution Control Expenses	9	8
	478	318
TOTAL	4,884	6,040
* Amount Less than Rs. 1 lakh		

Note Particulars	(Rs. in Lakhs)		
35.1 PAYMENT TO AUDITORS	For the year ended March 31, 2021	For the year ended March 31, 2020	
Audit fee	4	4	
Limited Review fee	1	1	
In other Capacity:			
Tax Audit fee	-	1	
Other Services (Certification Fees)	-	1	
Reimbursements of expenses	1	1	
Total	6	8	
35.2 DISCLOSURE RELATED TO CSR EXPENDITURE	For the year ended March 31, 2021	For the year ended March 31, 2020	
(A) Gross amount required to be spent during the year			
i) Required to be spent during the year	22	30	
ii) Unspent balance of earlier year brought forward	3	-	
	25	30	
(B) Expenditure incurred during the year			
i) On Construction/acquisition of the assets	10	8	
ii) On purpose other than (i) above	16	19	
	26	27	
Unspent balance carried forward	-	3	
36. Contingent Liabilities (to the extent not provided for)	(Rs. in Lakhs)		
S. No.	Particulars	As at March 31, 2021	As at March 31, 2020
I	Claims against the Company not acknowledged as debt		
	Demand from Jaipur Vidyut Vitran Nigam Limited	176	212
I	Other money for which the Company is contingently liable:		
	Demand of Excise Duty, Value Added Tax and Service Tax*	148	144
	Amount deposited against above demand	-	14
* Excluding interest / penalty as may be determined / levied on the conclusion of the matters.			
37. Commitments	(Rs. in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020	
Capital Commitments			
Estimated value of contracts to be executed on capital account (net of advances)	1,576	112	

38. The Company has certain dues to suppliers registered under as 'micro' and 'small' under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

(Rs. in Lakhs)

Particulars	As at	As at
	March 31, 2021	March 31, 2020
(a) Dues remaining unpaid as at Balance Sheet date		
- Principal amount	15	66
- Interest amount	-	0
(b) Interest paid in terms of section 16 of the Act, along with the amount of payment made to the supplier and services providers beyond the appointed day during the period	-	-
(c) Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during period) but without adding the interest specified under the Act	-	-
(d) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-
(e) Interest accrued and remaining unpaid as at Balance Sheet date	-	-

Disclosure of amounts due to Micro, Small and Medium enterprises is based on information available with the Company regarding the status of the suppliers as defined under 'The Micro, Small and Medium Enterprises Development Act, 2006' (MSMED).

39. Disclosures as per Ind AS 116 - Leases

39.1 Amounts recognised in the Statement of Profit and Loss

(Rs. in Lakhs)

Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020
Depreciation Expenses	136	136
Interest Expenses	4	8
Rent	50	50
Total	190	194

39.2 The break-up of current and non-current lease liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Right of Use Assets			Right of Use Assets		
	Land	Buildings	Total	Land	Buildings	Total
Current lease liabilities	-*	26	26	-*	39	39
Non-current lease liabilities	2	32	34	2	22	24
Total	2	58	60	2	61	63

*Amount is less than Rs. 1 lakh.

39.3 The movement in lease liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Right of Use Assets			Right of Use Assets		
	Land	Building	Total	Land	Building	Total
Balance at the beginning of the year	2	61	63	2	60	62
Additions	-	49	49	-	33	33
Finance cost accrued during the year	-*	4	4	-*	8	8
Deletions/Adjustment on cancellation/modification	-	(15)	(15)	-	-	-
Payment of lease liabilities	-*	(41)	(41)	-*	(40)	(40)
Balance at the end of the year	2	58	60	2	61	63

*Amount is less than Rs. 1 lakh.

39.4 The details regarding the contractual maturities of lease liabilities on undiscounted basis

(Rs. in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Right of Use Assets			Right of Use Assets		
	Land	Building	Total	Land	Building	Total
Within one year	-*	29	29	-*	43	43
One to five years	1	34	35	1	24	25
After five years	29	-	29	29	-	29
Total	30	63	93	30	67	97

*Amount is less than Rs. 1 lakh.

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

40. Details of Employees Benefits as required by the Ind AS 12 "Employee Benefits"

a) Defined contribution plans:

The company has recognized the following amounts in the Statement of Profit and Loss

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Contribution to provident fund	154	172
Employee State Insurance Corporation	90	110

b) Post Retirement Benefit Plan - Gratuity

1. Amount recognized in the Balance Sheet

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Gratuity:		
Present value of plan liabilities	755	747
Fair value of plan assets	622	572
Unfunded Liability/Provision in Balance Sheet	(133)	(175)

2. Movements in plan assets and plan liabilities

(Rs. in Lakhs)

Particulars	Year ended March 31, 2021		Year ended March 31, 2020	
	Plan Assets	Plan Liabilities	Plan Assets	Plan Liabilities
At the beginning of the year	572	747	545	668
Current Service Cost	-	58	-	56
Fund Charges	(3)	-	(4)	-
Actual return on plan assets	41	-	40	-
Interest cost	-	50	-	51
Actuarial (gain)/loss on Obligation	-	21	-	12
Employer contributions	92	-	31	-
Benefit payments	(80)	(80)	(40)	(40)
At the end of the year	622	755	572	747

3. Amount recognized in the Statement of Profit and Loss as Employee Benefit Expenses

(Rs. in Lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gratuity:		
Current service cost	58	56
Finance cost/(Income)	12	9
Net impact on the Profit/(Loss) before tax	(70)	(65)
Remeasurement of the net defined benefit liability		
Return on plan assets excluding actual return on plan assets	(1)	(6)
Actuarial gains/(loss) arising from changes in demographic-	-	-
Actuarial gains/(loss) arising from changes in financial assumption	(15)	4
Experience gains/(loss) arising on experience adjustments	37	(16)
Benefit plan liabilities	-	-
Net gain/(loss) recognized in the Other Comprehensive Income before tax	21	(18)

Note: Surplus of assets over liabilities has not been recognized on the basis that future economic benefits are not available to the Company in the form of a reduction in future contributions or cash refunds.

4. Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Gratuity:		
Unquoted		
Government Debt Instruments	-	-
Corporate Bonds	-	-
Insurer managed funds	100%	100%
Others		-
Total	100%	100%

5. Assumptions Particulars	As at March 31, 2021	As at March 31, 2020
Financial Assumption		
Discount rate	6.79%	6.76%
Salary Escalation Rate #	4.50%	4.00%
Demographic Assumptions		
Published rates under the Indian Assured Lives Mortality (2012-14)	100%	100%

#The estimate of rate of escalation in salary considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

6. Sensitivity**(Rs. in Lakhs unless otherwise stated)**

Gratuity:	As at March 31, 2021			As at March 31, 2020		
	Change in assumption	Increase impact on present value of plan liabilities	Decrease impact on present value of plan liabilities	Change in assumption	Increase impact on present value of plan liabilities	Decrease impact on present value of plan liabilities
Discount rate	0.50%	(16)	18	0.50%	(15)	16
Salary Escalation Rate	0.50%	18	(17)	0.50%	16	(15)

The above sensitivity analysis has been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognized in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous year.

7. The defined benefit obligations maturing after the year end**(Rs. in Lakhs)**

Maturing within	As at March 31, 2021	As at March 31, 2020
0 - 1 year	365	391
1 - 2 years	60	24
2 - 3 years	30	54
3 - 4 years	19	28
4 - 5 years	37	16
5 - 6 years	25	31
6 years onwards	219	203

The above information is as certified by the actuary.

41. Financial risk management and policies**41.1 Capital Risk Management****(a) Risk Management**

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to the shareholders.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order

to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary, adjust, its capital structure.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as equity as shown in the balance sheet plus all other reserves attributable to equity shareholders of the Company.

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Borrowings	3,209	5,214
Less : Cash and cash equivalents	14	28
Net Debt	3,195	5,186
Equity	13,618	13,124
Gearing Ratio (times)	0.23	0.40

(b) Dividend

(Rs. in Lakhs)

Particulars	Financial Year 2020-21	Financial Year 2019-20
Dividend on Equity Shares paid during the year		
Dividend for the year ended March 31, 2020 - Nil (March 31, 2019 - Re.0.50 per fully paid equity share)	-	108

(c) The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

41.2 Financial-Risk-Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets comprise cash and bank balance, trade and other receivables.

The risk management policies of the Company are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company is exposed to market risk, credit risk, liquidity risk and operational and business risk. The Company's management oversees the management of these risks to ensure the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Company's policies and risk objectives. The major risks are summarised below:

a) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the market price of financial instruments. The value of financial instruments may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and loans and borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommend risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, borrowing strategies and ensuring compliance with market risk limits and policies.

a)(i) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates

a)(i)(1) Exposure to interest rate risk related to borrowings with floating rate of Interest**(Rs. In Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Total Borrowings	3,209	5,214

a)(i)(2) Interest Rate Sensitivity**(Rs. In Lakhs)**

Basis Points	Financial year 2020-21	Financial year 2019-20
50 basis point increase would decrease the profit before tax by	(16)	(26)
50 basis point decrease would Increase the profit before tax by	16	26

b) Foreign Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to import of machinery, store and spare and other materials. The Company's foreign currency risks are identified, measured and managed at periodic intervals in accordance with the Company's policies.

c) Credit Risk:

Credit risk is the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The Company has adopted a policy of dealing with creditworthy customers.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as actual or expected significant adverse changes in business, operating results, financial or economic conditions, credit risk on other financial instruments and third party collateral guarantees or credit.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables based on historical trend, available external and internal credit risk factors such as financial condition, ageing of accounts receivable etc., industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends.

As at March 31, 2021, the company did not consider there to be any significant concentration of credit risk, which had not been adequately provided for. The carrying amount of the financial assets recorded in the financial statements, grossed up for any allowances for losses, represents the maximum exposure to credit risk.

d) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(Rs. in lakhs)

Particulars	Less than 1 year / on demand	1-5 years	> 5 years	Total payments
As at March 31, 2021				
Long Term Borrowings (including Current maturities of long terms debts)	513	1,083	-	1,596
Short Term Borrowings	1,613	-	-	1,613
Trade and other payables	1,276	-	-	1,276
Payable on Capital Creditors	40	36	-	76
Lease Liabilities	29	35	29	93
Other financial liabilities (Current and Non-current)	650	-	-	650
As at March 31, 2020				
Long Term Borrowings (including Current maturities of long terms debts)	329	2,057	189	2,575
Short Term Borrowings	2,639	-	-	2,639
Trade and other payables	1,659	-	-	1,659
Payable on Capital Creditors	131	76	-	207
Lease Liabilities	43	25	29	97
Other financial liabilities (Current and Non-current)	644	-	-	644

42. Financial Instrument by Category and Hierarchy

42.1 Financial Instruments by Category

A. The carrying value and fair value of financial instruments by categories as at March 31, 2021

(Rs. in lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Trade receivables	1,510	-	-	1,510	1,510
(b) Loans	16	-	-	16	16
(c) Other financial assets	395	-	-	395	395
(d) Cash and cash equivalent	14	-	-	14	14
(e) Bank balances other than cash and Cash equivalent	102	-	-	102	102
Liabilities:					
(a) Borrowings	3,209	-	-	3,209	3,209
(b) Trade payables	1,276	-	-	1,276	1,276
(c) Other financial liabilities	786	-	-	786	786

B. The carrying value and fair value of financial instruments by categories as at March 31, 2020

(Rs. in Lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Trade receivables	2,307	-	-	2,307	2,307
(b) Loans	20	-	-	20	20
(c) Other financial assets	390	-	-	390	390
(d) Cash and cash equivalent	28	-	-	28	28
(e) Bank balances other than cash and Cash equivalent	118	-	-	118	118
Liabilities:					
(a) Borrowings	5,214	-	-	5,214	5,214
(b) Trade payables	1,659	-	-	1,659	1,659
(c) Other financial liabilities	914	-	-	914	914

42.2 Fair Value Hierarchy:

- (i) This section explains the judgments and estimates made in determining the fair value of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standards.

(Rs. In Lakhs)

Particulars	March 31, 2021			March 31, 2020		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
(1) Financial Assets and Financial Liabilities measured at FV recurring FV measurement						
	-	-	-	-	-	-
(2) Financial Assets and Financial Liabilities measured at Amortized cost for which FV are disclosed						
Assets						
(a) Loans	-	-	16	-	-	20
(b) Security Deposit	-	-	54	-	-	70
(c) Lease Obligations	-	-	60	-	-	63

- (ii) Measurement of fair values

The above table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Input other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or the liabilities that are not based on observable market data (unobservable Inputs).

- (i) Fair value of financial assets and liabilities measured at amortised cost :-

(Rs. In lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Security Deposit	54	70
Loan	16	20
Lease Obligations	60	63

- (ii) The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short-term receivables, trade payables, other current liabilities, short term loans from banks and others approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.
3. For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

43. Income Tax Expense

- a) Tax expense recognized in the Statement of Profit and Loss:

(Rs. in Lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Current tax		
Current tax on taxable income for the year	196	138
Total Current tax expense	196	138
Deferred tax		
Deferred tax charge/(credit)	11	(165)
MAT credit (taken)/utilized	(12)	(21)
Total deferred tax expense/(benefit)	(1)	(186)
Tax related to earlier year	6	45
Total tax expense	201	(3)

- b) A reconciliation of the tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(Rs. in Lakhs)

Particulars	Year ended March 31, 2021		Year ended March 31, 2020	
Enacted income tax rate in India applicable to the company	27.82%		27.82%	
Profit before tax		680		714
Current tax expense on profit before tax	27.82%	189	27.82%	199
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income				
Effect of change in tax rate	-	-	(36.98)%	(264)
Effect of temporary differences	(0.29)%	(2)	0.03%	0*
Permanent Difference and Others	1.03%	7	3.50%	25
Impact of fair valuation/impairment of Investment	0.15%	1	(1.15)%	(8)
Tax related to earlier year	0.88%	6	(6.27)%	45
Tax Expense recognized in the Statement of Profit & Loss	29.59%	201	(0.42)%	(3)

* Amount less than 1 lakh

- c) Tax Assets and Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Non-current tax assets (net)	39	38
Current tax liabilities (net)	11	-

d) Deferred Tax Assets and Liabilities

(Rs. in lakhs)

Particulars	As at April 1, 2019 - Deferred tax assets/liabilities	(Credit)/Charge in Other Equity (Refer Note 43(e))	(Credit)/Charge in statement of profit and loss	Credit/Charge directly in OCI	As at March 31, 2020 - Deferred tax assets/liabilities	Adjustment against provision/prior period tax	(Credit)/charge in statement of profit and loss	(Credit)/charge directly in OCI	As at March 31, 2021 - Deferred tax assets/liabilities
Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	3,668	(339)	(154)	-	3,175	-	64	-	3,239
Deferred Tax Liabilities (A)	3,668	(339)	(154)	-	3,175	-	64	-	3,239
Expenditure allowed for tax purpose on payment basis	31	-	4	5	40	-	(4)	(6)	30
Allowance for doubtful debts	18	-	7	-	25	-	57	-	82
Valuation of Investment	53	-	-	-	53	-	-	-	53
MAT Credit Entitlements	187	-	(24)	-	163	(37)	12	-	138
Deferred tax Assets (B)	289	-	(13)	5	281	(37)	65	(6)	303
Deferred tax liabilities (net) (A-B)	3,379	(339)	(141)	(5)	2894	37	(1)	6	2,936

e) Pursuant to the provisions of the Finance Act, 2019, the Company has recognised provision for income tax for the year ended March 31, 2020 at the applicable revised rate and remeasured the balance of deferred tax as at March 31, 2020 resulting in write back of deferred tax liabilities(net) of Rs. 264 lakhs in the Statement of Profit and Loss and amount of Rs. 339 lakhs in Other Equity in respect of items earlier recognised in Equity.

44. Value of consumption of Raw materials, Stores & Spares and Packing materials consumed during the year (Rs. in Lakhs)

Particulars	Year ended March 31, 2021		Year ended March 31, 2020	
	Value (Rs.)	%	Value (Rs.)	%
Raw Material Consumed				
Indigenous	11,905	100	14,978	100
Imported	-	-	-	-
Total	11,905	100	14,978	100
Stores & Spares and Packing materials consumed				
Indigenous	676	100	782	100
Imported	-	-	-	-
Total	676	100	782	100

45. Raw material consumption:

(Rs. in lakhs)

Particulars	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Quantity (in Kgs.)	Value (Rs.)	Quantity (in Kgs.)	Value (Rs.)
Viscose Staple Fibre	567,218	879	1,028,491	1,570
Polyester Fibre	15,292,884	9675	16,209,652	11,332
Acrylic Fibre	218,531	247	408,372	531
Polyester Filament Yarn/Other Fibres	870	2	0	0
Dyes and chemicals		837		1,161
Polyester Yarn Sewing Thread	209,830*	265	193,031	384
		11,905		14,978

*Consumption of Polyester yarn (Sewing Thread) includes issue for captive consumption 67,185 kgs.

46. Particulars in respect of Production, Sales and Stocks

a. Production, Sales and Stocks

Man Made Fibers Spun Yarn

Year Ended	Production (in Kgs.)	Opening Stock		Closing Stock	
		Quantity (in Kgs.)	Value (in Lakhs)	Quantity (in Kgs.)	Value (in Lakhs)
March 31, 2021	15,522,686	2,119,360	3,035	1,532,230	1,929
March 31, 2020	16,956,793	1,982,168	2,823	2,119,360	3,035

Production includes 286 kgs Cotton yarn purchased for Trading.

Sewing Thread

Year Ended	Production (Kgs.)	Opening Stock		Closing Stock	
		Quantity (in Kgs.)	Value (in Lakhs)	Quantity (in Kgs.)	Value (in Lakhs)
March 31, 2021	207,018*	39,158	124	35,694	115
March 31, 2020	189,808*	23,901	80	39,158	124

*Production includes 67,185 kgs.(Nil Kgs.)received from Spinning Division for manufacture of Sewing Thread.

b. Turnover:

(Rs. in Lakhs)

Particulars	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Quantity (in Kgs.)	Value (Rs.)	Quantity (in Kgs.)	Value (Rs.)
Man-made Fibre spun Yarn	16,038,391*	22,756	16,819,410	25,951
Sewing Thread	210,243**	726	174,543	635
Total		23,482		26,586

*Excluding shortage/wastage of yarn 175 kgs.(191 Kgs.)and yarn transferred to Sewing Thread 71,250 Kgs.

**Excluding shortage/wastage of Sewing Thread 239 kgs(8 kgs.)

47. (a) CIF Value of Imports: Nil (March 31, 2020 : Nil)

(b) Income and Expenditure in Foreign Currency: Nil (March 31, 2020: Nil)

48. Related Party disclosures as required by Ind AS-24

48.1 List of related parties and their relationship:

1 Key management personnel	Shri Rajendra Kumar Rajgarhia	Executive Chairman
	Shri Shri Gopal Rajgarhia	Director and Brother of Chairman
	Shri Hari Ram Sharma	Managing Director and Director in Arvind Syntex Private Limited
	Shri C S Vijay	Chief Financial Officer
	Smt. Neha Jain	Company Secretary
2. Relatives of Key Management Personnel	Smt. Prabha Rajgarhia	Wife of Chairman
	Shri Sanjay Rajgarhia	Son of Chairman
	Smt. Pooja Rajgarhia	Daughter in law of Chairman
	Shri Ajay Rajgarhia	Vice President (Business Development) and son of Chairman
	Smt. Anjali Harlalka	Daughter of Chairman
	Shri Deepak Harlalka	Son in law of Chairman
	Ms. Aditi Rajgarhia	Grand Daughter of Chairman
	Shri Nawal Kishore Rajgarhia	Brother of Chairman & Director, Shri Shri Gopal Rajgarhia
	Shri Surendra Kumar Rajgarhia	Brother of Chairman & Director, Shri Shri Gopal Rajgarhia
	Smt. Sunita Bagla	Sister of Chairman & Director, Shri Shri Gopal Rajgarhia

	Smt. Usha Rajgarhia	Wife of Director, Shri Shri Gopal Rajgarhia
	Smt. Anisha Mittal	Daughter of Director, Shri Shri Gopal Rajgarhia
	Miss. Bhavna Rajgarhia	Daughter of Director, Shri Shri Gopal Rajgarhia
	Smt. Sampat Sharma	Wife of Managing Director
	Shri Arvind Sharma	Son of Managing Director
3. Non-Executive Directors	Shri Khushi Ram Gupta	Non-Executive and Independent Director
	Shri Shri Gopal Rajgarhia	Non-Executive and Non-Independent Director
	Shri Ram Ratan Bagri	Non-Executive and Independent Director
	Smt. Uma Hada	Non-Executive and Independent Director
4. Enterprises over which, shareholders/ Promoters are having significant influence	APM Finvest Limited	Significant influence w.e.f. April 01, 2018
5. Enterprises over which, executives directors/ their relatives described in para 2 & 3 are able to exercise significant influence	Perfectpac Limited	
	Rajgarhia Leasing & Financial Services Private Limited	
	Arvind Syntex Private Limited	
	Faridabad Paper Mills Private Limited	
	Essvee Fiscal LLP	
	Rovo Marketing Private Limited	
	Ram Lal Rajgarhia Memorial Trust	
	Anya Rajgarhia Foundation	
	Kabir Rajgarhia Foundation	

48.2 The following transactions were carried out with related parties in the ordinary course of business

(Rs in Lakhs)

Name of the related party	Nature of transaction	Year ended March 31, 2021	Year ended March 31, 2020
Arvind Syntex Private Limited	Sales (Net of Sales return)	538	82
Rajgarhia Leasing Financial Services Private Limited	Interest expenses	24	29
Ram Lal Rajgarhia Memorial Trust	Contribution to Corporate Social Responsibility	5	8
Shri Khushi Ram Gupta	Director Sitting Fees	2	3
Shri Ram Ratan Bagri	Director Sitting Fees	2	3
Shri Shri Gopal Rajgarhia	Director Sitting Fees	2	2
Smt. Uma Hada	Director Sitting Fees	-*	1
Smt. Prabha Rajgarhia	Rent	11	11
ShriAjay Rajgarhia	Rent	16	16
Ms. Aditi Rajgarhia	Rent	2	2
Smt. Anisha Mittal	Rent	-	4
Rajgarhia Leasing Financial Services Private Limited	Loans Repaid	2,701	1,353
Rajgarhia Leasing Financial Services Private Limited	Loans taken	2,443	1,611
APM Finvest Limited	Payments made by the Company on its behalf	704	837
APM Finvest Limited	Payments received by the Company on its behalf	704	837
APM Finvest Limited	Loans Repaid	481	267
APM Finvest Limited	Loans/Advances taken	170	211
APM Finvest Limited	Interest Expenses	14	34
Shri Rajendra Kumar Rajgarhia	Remuneration	108	112
Shri Hari Ram Sharma	Remuneration	98	104
Shri Ajay Rajgarhia	Remuneration	20	20
Shri Rajendra Kumar Rajgarhia	Additional Personal Guarantee provided to banks for loans	12	453
Shri Rajendra Kumar Rajgarhia	Reduction in Personal Guarantee provided to banks for loans	1,449	1,138

*Amount less than Rs. 1 Lakh

48.3 Outstanding balances with related parties

(Rs in Lakhs)

Name of the related party	Nature of transaction	As at March, 31 2021	As at March, 31 2020
Rajgarhia Leasing and Financial Services Private Limited	Loan Taken	-	258
APM Finvest Limited	Loan Taken	-	311
Shri Rajendra Kumar Rajgarhia	Personal Guarantee provided to bank for loans (Outstanding Balance)	3,208	4,645
APM Finvest Limited	Interest Payable	-	6
Rajgarhia Leasing and Financial Services Private Limited	Interest Payable	-	7
Arvind Syntex Private Limited	Trade Receivables	5	NIL

48.4 Particulars of Key Management Personnel Remuneration

For the year ended March 31, 2021

(Rs in Lakhs)

Particulars	Shri Rajendra Kumar Rajgarhia, Chairman	Shri Hari Ram Sharma, Managing Director	Shri C S Vijay, Chief Financial Officer	Smt. Neha Jain, Company Secretary
Salary and Allowances	104	97	18	5
Contribution to Provident and other Funds	-	*	*	*
Value of benefits, calculated as per Income Tax Rules	4	1	-	-

**Amount less than Rs. 1 Lakh

For the year ended March 31, 2020

(Rs in Lakhs)

Particulars	Shri Rajendra Kumar Rajgarhia, Chairman	Shri Hari Ram Sharma, Managing Director	Shri C S Vijay, Chief Financial Officer	Smt. Neha Jain, Company Secretary
Salary and Allowances	108	103	19	5
Contribution to Provident and other Funds	-	*	*	*
Value of benefits, calculated as per Income Tax Rules	4	1	*	-

**Amount less than Rs. 1 Lakh

48.5 No amount pertaining to related parties which have been provided for as doubtful debts or written off.**49. Segment Reporting**

The Company's primary business segment is reflected based on principal business activities carried on by the Company. Chairman and Managing Director has been identified as being the Chief Operating Decision Maker ('CODM') and evaluates the Company's performance and allocates resources based on analysis of the various performance indicators of the Company as a single unit. Therefore, there are no separate reportable business segments as per Ind AS 108-Operating Segments. The Company operates in one reportable business segment i.e., manufacturing of Yarn.

50. Earnings per Share (EPS)

(Rs. in lakhs unless otherwise stated)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Net profit for the period (before OCI)	479	717
Weighted average no. of Equity Shares	21,611,360	21,611,360
Diluted average no. of Equity Shares	21,611,360	21,611,360
Basic earnings per share (in Rs.)	2.22	3.32
Diluted earnings per share (in Rs.)	2.22	3.32
Face value of each shares (in Rs.)	2	2

51. The Company's operations and revenue have been impacted during the year on account of disruptions in economic activities on account of Covid-19 pandemic. The management believes that the overall impact of the pandemic is short term and temporary in nature and is not likely to have any significant impact on the future operations and the recoverability of the carrying value of its assets. However, the management is continuously and closely monitoring the developments and possible effects that may result from the pandemic on its financial condition, liquidity and operations. As the situation is still continuously evolving, the eventual impact of the pandemic may be different from the estimates made as of the date of approval of these financial statements.
52. All amounts in the financial statements and notes have been rounded off to the nearest lakh as per requirement of Schedule III except per share data and as otherwise stated. Figures in brackets represent corresponding previous year figures. Previous year's figures are regrouped / rearranged to confirm current year presentation.
53. The Financial Statements were authorised for issue by the Board of Directors on May 31, 2021.

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

RAJENDRA KUMAR RAJGARHIA
Chairman
DIN-00141766

KHUSHI RAM GUPTA
Director
DIN-00027295

HARI RAM SHARMA
Managing Director
DIN-00178632

LAXMI NARAIN JAIN
Partner
Membership No.072579

C S VIJAY
Chief Financial Officer

NEHA JAIN
Company Secretary
Membership No. 48053

Place : New Delhi
Date : May 31, 2021