

NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the Members of Rajasthan Petro Synthetics Ltd. will be held on Thursday, the 30th September 2021 at 12:30 P.M through Video Conferencing/Other Audio Visual Means(“VC/OAVM”) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2021, the Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Jai Laxmi Shaktawat, who retires by rotation, and being eligible, offers herself for reappointment.
3. To fix the remuneration of M/s Saluja & Associates ,Chartered Accountants, Statutory Auditors of the Company

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

“**RESOLVED THAT** pursuant to the provisions of section 142 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the resolution passed by the members of the Company at the 35th Annual General Meeting held on 25th September,2017 in respect of the appointment of M/s Saluja & Associates, Chartered Accountants (firm registration no. 000148N) till the conclusion of the 40th Annual General Meeting, the Board of Directors be and is hereby authorised to fix the remuneration of Statutory Auditors for the period commencing from the year 2021-22, until the conclusion of the 40th Annual General Meeting of the Company.”

SPECIAL BUSINESS:

4. Appointment of Mrs. Priyanka as an Independent Women Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 of the Companies Act, 2013 (‘the Act’) read with relevant rules made thereunder and Schedule IV to the Act and Regulation 16 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Priyanka (DIN: 09211460), who holds office as Additional Director (Independent) upto 30.09.2021,be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years, with effect from 30.09.2021 till the conclusion of 44th Annual General Meeting of the Company.”

**By Order of the Board
For Rajasthan Petro Synthetics Limited**

**(K.Sukumaran)
Company Secretary**

**Place: New Delhi
Date: 13.08.2021**

NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. In compliance with applicable provisions of the Companies Act, 2013 (“the Act”) read with the MCA Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 39th Annual General Meeting of the Company is being conducted through Video Conferencing (“VC”) (hereinafter referred to as “AGM’ or “e-AGM”).
3. Pursuant to MCA/SEBI circulars, the facility to appoint proxy to attend and cast vote for the Members will not be available for this AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Dispatch of Annual Report and Notice of AGM through electronic mode only

In accordance with MCA/SEBI circulars, dispatching of physical copies of the Annual Report and Notice of this AGM has been discontinued and being sent only through electronic mode to those members whose email addresses are registered with the Company or the Depository Participants(s).
5. AGM: The Company has appointed Skyline Financial Services Private Limited, Registrar and Transfer Agent, to provide Video Conferencing facility for the e-AGM and the attendant enablers for conducting of the AGM.
6. **Attending AGM:** Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by Skyline Financial Services Private Limited. Members may access the same at <https://www.evoting.nsdl.com> by clicking “AGM - Video Conference & Streaming” and access the shareholders’/ members’ login by using the e-voting instructions which have been provided as per Note No.14 below.
7. A member’s log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance of such member for the e-AGM and such member attending the meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through National Securities Depository Limited (NSDL). Kindly refer Note no.13 below for detailed instruction for remote e-voting.
9. **Voting during the AGM:** Members who are present at the AGM through VC and have not cast their vote on resolutions through remote e-voting may cast their vote during the AGM through the e-voting system provided by Skyline Financial Services Private Limited in the Video Conferencing platform during the e-AGM. Kindly refer Note no. 15 below for instruction for e-voting during the AGM.

10. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2021 to 30th September, 2021 (both days inclusive).
11. The Company has fixed Thursday, 23rd September, 2021 as the cut-off date for identifying the Members who shall be eligible to vote through remote e-voting facility or for participation and voting in the AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the AGM.
12. Procedure for registering the email addresses and obtaining the Annual Report, e- AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case the shareholders holding shares in physical form).
 - a. Those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below :
 - i. Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
 - ii. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited by sending an e-mail request at the email ID admin@skylinerta.com or compliances@skylinerta.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested PAN copy and copy of share certificate for registering their email address and receiving the Annual report, AGM Notice and the e-voting instructions.
 - b. Those members who have not registered their email and in consequence the Annual Report, Notice of e-AGM and e-voting notice could not be served, may temporarily get their email address and mobile number provided with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited by sending an email request to admin@skylinerta.com or compliances@skylinerta.com. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the Annual Report, Notice of AGM and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to admin@skylinerta.com or compliances@skylinerta.com.
 - c. Those members who have registered their e-mail address, mobile nos., postal address and bank account details are requested to validate/update their registered details by contacting the Depository Participant in case of shares held in electronic form or by contacting Skyline Financial Services Private Limited, the Registrar and Share Transfer Agent of the Company, in case the shares held in physical form.
13. Instructions to the Members for attending the e-AGM through Video Conference.
 - a. **Attending the e-AGM:** Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by Skyline Financial Services Private Limited. Members may access the same at <https://www.evoting.nsdl.com> by clicking 'e-AGM Video Conference and Streaming' and login by using the remote e-voting credentials. The link for e-AGM will be available in 'shareholders'/members' login where the EVENT and the Name of the Company can be selected.

ii. 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 instructions provided in remote e-Voting in Note no. 14 below.

14. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 27th September, 2021 at 09:00 A.M. and ends on 29th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2021.

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

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




Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. 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. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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

	<p>page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A newscreen will open. You will have to enter your User ID (i.e. yoursixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. 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> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="743 646 1209 926" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<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/loginor 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.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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</p>

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

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

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

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

4. Your User ID details are given below :

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

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

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

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

- a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **jangoassociates@gmail.com** (the e-mail ID of Scrutinizer) with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.: +9122 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company’s email address investors@rpsl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@rpsl.co.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@rpsl.co.in. 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.**
3. 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@rpsl.co.in. The same will be replied by the company suitably.
 - a. The Board of Directors has appointed M/s Jango & Associates, a firm of Company Secretaries, as the Scrutinizer for conducting the e-voting and in a fair and transparent manner.
 - b. The Scrutinizer will submit the report to the Chairman of the Company after the completion of scrutiny of the e-voting on or before 01st October, 2021.
 - c. The results of the e-voting shall be announced by the Chairman on 01st October, 2021 after the submission of the result by the Scrutinizer. The results declared along with the Scrutinizers Report shall be placed on the Company's website www.rpsl.co.in and on the website of the CDSL & NSDL within two (2) days of passing of the resolutions at the Annual General Meeting and communicated to the Stock Exchanges.

15. Instructions for members for Voting during the AGM session
 - i. The e-voting window shall be activated upon instructions of the Chairman during the e-AGM.
 - ii. E-voting during the AGM is integrate with the VC platform and no separate login is required for the same.
 - iii. Members / shareholders, attending the e-AGM through Video Conference and who have not cast their vote on resolutions through Remote e-Voting shall be eligible to cast their vote through e-voting system available during the e-AGM.
 - iv. Members who have voted through Remote e-Voting will be eligible to attend the e-AGM, however, they shall not be allowed to cast their vote again during the e-AGM.
16. No dividend has been declared so no dividend has been transferred to the Investor Education and Protection Fund (IEPF) constituted as per the provisions of Companies Act, 2013.
17. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
18. In accordance with the amendments to Regulation 40 of Listing Regulations, the Securities Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that requests for effecting transfer of listed securities shall not processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited and Central Depository Services India Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, convenience and safety of transactions for investors.
19. Electronic copy of all the documents referred to in the accompanying Notice of the 39th AGM and the Explanatory Statement shall be available for inspection on the website of the Company at www.rpsl.co.in.

FOR ATTENTION OF THE MEMBERS

1. For prompt attention, requests for transfer of Equity Shares and related correspondence should be addressed to the Company's Registrar & Share Transfer Agent (RTA): M/s Skyline Financial Services Pvt. Ltd, D-153A, 1ST Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. For other matters, kindly write to the Secretarial Department of the Company at Flat No. 201, 8-B, Oasis Tower, New Navratan Complex, Bhuwana, Udaipur- 313001 (Rajasthan)
2. SEBI has mandated that securities of listed companies can be transferred only in dematerialized form December 2018 onwards. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form. Dematerialisation facility is available with CDSL. Company's ISIN is INE374C01017.
3. Members having multiple folios are requested to write to the RTA for consolidation of the Folios.
4. As mandated by SEBI, Members holding shares in physical form are required to submit their Permanent Account Number (PAN) and Bank details to the RTA/Company, if not registered with the Company.
5. Members are requested to quote their Folio No. /DP ID- Client ID and details of shares held in physical/demat mode, e-mail ids and Telephone No. for prompt reply to their communications.

**By Order of the Board
For Rajasthan Petro Synthetics Limited**

**(K.Sukumaran)
Company Secretary**

**Place: New Delhi
Date: 13.08.2021**

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

As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 4 of the accompanying 39th AGM Notice.

Item No. 4

Appointment of Mrs. Priyanka as an Independent Women Director of the Company

The Board of Directors of the Company ('the Board') at its meeting held on 30th June, 2021, on the recommendation of the Nomination & Remuneration Committee ('the Committee'), appointed Mrs. Priyanka (DIN: 09211460) as an Additional Director (Independent Women), and she holds office till the conclusion of the ensuing Annual General Meeting to be held on 30th September, 2021. The shareholders are now required to appoint Mrs. Priyanka as an Independent Women Director of the Company for a period of consecutive 5 years i.e. till the conclusion of the 44th Annual General Meeting.

The Board is of the view that the administration skills and knowledge of Mrs. Priyanka will benefit the Company in better administration. Declaration has been received from Mrs. Priyanka under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations 2015. In the opinion of the Board, Mrs. Priyanka fulfill the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for appointment as Independent Director and she is independent of the management of the Company.

Mrs. Priyanka and her relatives are interested in the Resolution relating to her appointment.

None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in the Resolution. The Board recommends the Resolution for your approval.

**By Order of the Board
For Rajasthan Petro Synthetics Limited**

**(K. Sukumaran)
Company Secretary**

**Place: New Delhi
Date: 13.08.2021**

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their 39th Annual Report and the Audited Financial Statements for the Financial Year ended March 31st, 2021.

1. Financial summary or highlights/Performance of the Company

Particulars	2020-2021 (Rs. in lakhs)	2019-2020 (Rs. in lakhs)
Revenue from Operations	10.00	29.00
Other Income	9.66	25.42
Total Income	19.66	54.42
Operating Expenses	0.60	3.00
Employee Benefit Expense	7.02	7.36
Depreciation	0.00	0.00
Other Expense	7.09	27.52
Total Expense	14.72	37.89
Profit/ Loss before exceptional item and tax	4.95	16.53
Exceptional Item	--	8.00
Profit before tax	4.95	8.53
Current Tax	0.74	1.55
Net Profit	4.21	6.98

2. **Brief description of the Company's working during the year/State of Company's affair**

During the year under review, the Company undertook sub-contract work for a C & F Agent. The Company earned profit of Rs. 4.21 lakhs.

3. **Impact of Corona Pandemic on the Operations of the Company.**

The Company operation's being limited, did not have any adverse impact of Corona pandemic during the year.

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

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

5. **Dividend**

The Directors do not recommend any dividend for the financial year 2020-21 due to insufficient profit.

6. **Reserves**

No amount has been transferred to Reserves during the year.

7. **Management Discussion And Analysis Report:**

Pursuant to Clause 34(2) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is appended to this report.

8. **Corporate Governance Disclosures**

In compliance with Regulation 34(3) of the Listing Regulations, a separate report on Corporate Governance along with the a certificate from the Auditors on its Compliance forms an integral part of this Report.

Certificate from Practising Company Secretary Certifying that non of the Directors have been debarred or disqualified from being appointed or continuing as Directors of the Company pursuant to Regulation 34(3) read with schedule V Para

C clause (10)(i) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, is attached to the corporate Governance Report.

9. **Indian Accounting Standards (IND AS)- IFRS Converged Standards**

Pursuant to notification of Ministry of Corporate Affairs dated 16th February, 2015 notifying (Indian Accounting Standard) Rules, 2015 IND AS is applicable to our Company, w.e.f 01st April, 2017.

10. **Listing with Stock Exchanges:**

The Company confirms that it has paid the Annual Listing Fees for the year 2020-21 to BSE where the Company's Shares are listed.

11. **Events Subsequent to the date of Financial Statements:**

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

12. Directors and Key Managerial Personnel

The Board of Directors is duly constituted with Sh. Rishabh Goel, Sh. Bhagat Ram Goyal, Mrs. Jai Laxmi Shaktawat & Mrs. Priyanka. The above constitution of Board of Directors is as per Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Ms. Sunita Rana, (Non-Executive Independent Director), expired on 01st May, 2021.

Mrs. Priyanka (DIN: 09211460), has been appointed as Additional Director (Non-Executive Independent) of the Company for a period of 5 years w.e.f. 30.06.2021 subject to the approval of the Shareholders of the Company at the next Annual General Meeting."

Smt. Jai Laxmi Shaktawat, Director, retire by rotation as per section 152 (6) at the forthcoming Annual General Meeting and being eligible, offer himself for reappointment.

12. Particulars of Employees:

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Statement of particulars of employees is annexed as **Annexure I**.

13. Board Meetings

During the year Five (5) Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

14. Board Committees

The Company has duly constituted Board level committees namely Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee as mandated by the applicable laws and as per the business requirements.

The details with respect to Board Committees are provided in the Corporate Governance Report of the Company which forms part of this report

15. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

16. Independent Directors' Meeting

During the year under review, the Independent Directors met on 10th March, 2021 inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

17. Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

18. Vigil Mechanism / Whistle Blower Policy:

The Company has a Whistle Blower Policy to deal with instance of unethical behavior actual or suspected fraud or violation of the Company's code of conduct, if any. The details of the Whistle Blower Policy are posted on the website of the Company.

19. Corporate Social Responsibility

Section 135 of the Companies Act, 2013 and rules made thereunder of the Corporate Social Responsibility is not applicable to the Company during the financial year under review.

20. Details of Subsidiary/Joint Ventures/Associate Companies

The Company has no subsidiary or joint venture or associate company.

21. Statutory Auditors:

Pursuant to the provisions of section 139 of the Companies Act, 2013, the members at the Annual General Meeting of the Company held on 25th September, 2017 appointed M/s Saluja & Associates, Chartered Accountants, (Firm Registration no. 000148N) as statutory auditors of the Company from the conclusion of 35th Annual General Meeting till the conclusion of 40th Annual General Meeting, covering one term of five consecutive years, subject to ratification by the members at each intervening Annual General Meeting.

In view of the amendment to the said section 139 through the Companies (Amendment) Act, 2017 notified on 7 May 2018, ratification of auditors' appointment is no longer required. However, as required under section 142 of the Companies Act, 2013, a proposal is put up for approval of members for authorising the Board of Directors of the Company to fix Auditors' remuneration for the year 2021-22 and thereafter. The members are requested to approve the same.

22. Auditor's Report:

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

23. Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, M/s. V Jhavar & Co., Practicing Company Secretary has been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure II to this report. The report is self-explanatory and do not call for any further comments.

24. Internal Audit & Controls

The Company has appointed M/s MBR & Company LLP as its Internal Auditors. During the year, the Company implemented their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations. The Audit Committee periodically review internal control system.

25. Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Director of the Company is responsible for implementation of the Code.

All Board Members and the designated employees have confirmed compliance with the Code.

26. Risk Management Policy

Risk Management Policy is not applicable on our Company during the year under review.

27. Extract Of Annual Return:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report as ANNEXURE III .

Further the same has been given on the company's website at www.rspl.co.in

28. Deposits

The Company has not accepted any deposits during the year under review. There was no deposit outstanding at the beginning of the year.

29. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

No such orders had been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

30. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The audit committee periodically reviews internal control system which are designated to assured that the overhead level are reduced to the minimum.

31. Particulars of Loans, Guarantees or Investments Under Section 186

No loans, guarantees and investment has been granted by the Company during the financial year.

32. Particulars of contracts or arrangements with related parties:

There is no a related party contract or arrangement by the company during the reporting financial year.

33. Obligation of Company Under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

The provisions relating to constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to our Company as the number of employees is below 10 during the year under review.

34. Maintenance of Cost Records under Sub Section (1) of Section 148 of the Companies Act, 2013 as Specified by Central Government

The Central Government has not prescribed the maintenance of cost records under Sub Section (1) of Section 148 of the Companies Act, 2013 for any of the products/services of the Company.

35. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The Company has nothing to report under this heading as the Company is not presently involved in manufacturing or processing activities.

Foreign exchange earnings and Outgo

Foreign exchange earnings during the year- Nil

Foreign exchange spent during the year- Nil

36. Human Resource

There are no Industrial Relation issues during the year under review.

37. Green Initiative

Electronic copies of Annual Report 2020-21 and the Notice of 39th Annual General Meeting are sent to the members whose e-mail addresses are registered with the Company/ Depository Participant(s).

38. Directors' Responsibility Statement

The Board of Directors pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, state that—

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2021 the applicable Accounting Standards and schedule III of the Companies Act 2013, have been followed and there are no material departures from the same,
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors 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;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f)) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

39. Transfer of Amounts to Investor Education and Protection Fund

The Non-convertible Debentures Redemption proceeds which were lying with IDBI Trusteeship Services Ltd. (Trustees to the Non-convertible Debentures issued by the Company) as unpaid or unclaimed for a period of Seven Years, have been transferred to the Investor Education and Protection Fund on 08th May, 2018.

40. Compliance with Secretarial Standards

The Company is fully compliant with the applicable Secretarial Standards (SS) viz, SS-1 & SS-2 on meetings of the Board of Directors and General Meetings respectively.

41. Code Of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website www.rpsl.co.in

42. Acknowledgements

The Directors would like to express their appreciation for the continued confidence reposed in them by the share holders of the Company and look forward to their continued support.

**For and on behalf of the Board of Directors
Rajasthan Petro Synthetics Limited**

Place: New Delhi

Date: 13.08.2021

**(Rishabh Goel)
Managing Director
DIN: 06888389**

**(B.R. Goyal)
Chairman
DIN: 01659885**

Annexure - I
Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl.No.	Name & Designation	Remuneration Received [Rs.]	Qualification	Experience in years	Age in years	Date of commencement of employment	Last employment	Date of Resignation of Employment
1	2	3	4	5	6	7	8	9
1	Krishna Kumar Jha Designation- CFO	5,29,800	B.Com	13	38	26.03.15	Nil	
2	K.Sukumaran Company Secretary,	1,67,400	CS	50	76	27.03.17	Bhartia Industries Ltd	

Notes:

- All appointments are non-contractual
- Remuneration as shown above comprises of Salary, Leave Salary, Bonus, Gratuity where paid, Leave Travel Assistance, Medical Benefit, House Rent Allowance, Perquisites and Company's Contribution to Provident Fund and Superannuation Fund. Remuneration on Cash basis
- None of the above employees is related to any Director of the Company

Annexure-II
FORM NO. MR-3
SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

To
The Members of
M/s. RAJASTHAN PETRO SYNTHETICS LTD

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **RAJASTHAN PETRO SYNTHETICS LTD** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 financial year commencing from 1st April, 2020 and ended 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. **RAJASTHAN PETRO SYNTHETICS LTD** ("The Company") for the financial year ended on 31st March, 2021, according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment (FDI) and Overseas Direct Investment and External Commercial Borrowings – **NOT APPLICABLE DURING THE FINANCIAL YEAR UNDER REVIEW.;**
 - v. The following regulation Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. 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;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company during the financial year under report:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
3. We have also examined compliance with the applicable clauses of the following:
 - I. Secretarial Standards issued by The Institute of Company Secretaries of India, (effective from July 1 2015)
 - b. The New Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited;
4. During the financial year under report, the Company has complied with the provisions of the New Companies Act, 2013 and the Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations;

OBSERVATIONS:

- (a) As per the information and explanations provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder is not applicable to the Company.
- (b) As per the information and explanations provided by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ ADRs or any Commercial Instrument under the financial year under report.
- (c) As per the information and explanations provided by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we report that due to Non-compliance with disclosure of related party transactions on consolidated basis Bombay Stock Exchange (BSE) imposed Fines as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 [for Regulation 23(9) of SEBI (LODR) Regulation, 2015 for September 2020]. However Company has made clarification to the stock exchange about the non-applicability of the Provision on the Company as there was no Related Party Transaction during the Year.

Note –It was observed that above fine was waived-off by the Stock Exchange vide email dated 23.04.2021

5. We have relied on the information and representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, and Regulations to the Company.
6. We further report that:
 - (a) 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 year under review were carried out in compliance with the provisions of the Companies Act, 2013.
 - (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation of the meeting.
 - (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
7. We further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For M/s. V. Jhawar & Co.
Company Secretaries**

**Place: New Delhi
Date: 13.08.2021**

**(Vikram Jhawar)
FCS NO-10300
CP.NO-11204
UDIN : F010300C000789815**

Annexure – A to Secretarial Audit Report

To The Members of

M/s RAJASTHAN PETRO SYNTHETICS LTD

CIN L17118RJ1983PLC002658

Flat No 201, 8-B, Oasis Tower, New Navratan Complex,
Bhuwana, Udaipur - 313001

Our Secretarial Audit Report dated August 13th August,2021 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.
2. 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 verification was done on 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 report.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.
4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M/s. V.Jhawar & Co.
Company Secretaries**

**(Vikram Jhawar)
FCS NO- 10300
CP.NO- 11204**

UDIN : F010300C000789815

Place: New Delhi

Date: 13.08.2021

Annexure III

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L17118RJ1983PLC002658
2.	Registration Date	21/02/1983
3.	Name of the Company	RAJASTHANPETRO SYNTHETICS LTD
4.	Category/Sub-category of the Company	Company limited by shares Indian Non Govt Company
5.	Address of the Registered office & contact details	Flat No. 201, 8-B, Oasis Tower, New Navratan Complex Bhuwana, Udaipur-313001(Rajasthan)
6.	Whether listed company	Listed Company
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Pvt. Ltd. D-153-A, Okhla Indl. Area, Ph-I, New Delhi-110020 PH.:011-26812682

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products /services	NIC Code of the Product/service	% to total turnover of the company
1	C & F Sub-contract	NIL	100 %
2			

III. Particular of holding/ Subsidiary/ Associate Company: NIL

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	7675775		7675775	47.41	7675775		7675775	47.41	Nil

b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	1850277		1850277	11.43	1800277		1800277	11.12	(0.31)
e) Banks / FI									
f) Any other									
Total shareholding of Promoter (A)	9526052		9526052	58.44	9476052		9476052	58.53	(0.31)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	250		250	0.00	250		250	0.00	
b) Banks / FI	265233	21711	286944	1.77	226133	21711	247844	1.53	(0.24)
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-	265483	21711	287194	1.77	226383	21711	248094	1.53	(0.24)
2. Non-Institutions									
a) Bodies Corp.	832372	427847	1260219	7.78	809072	427847	1236919	7.64	(0.14)
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	291810	3937661	4229471	26.13	322730	3933011	4255741	26.28	0.15
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	81400	205282	286682	1.77	163000	205282	368282	2.27	0.50
c) Others (HUF)	26660	-	26660	0.16	26590	-	26590	0.16	Nil
Non Resident Indians	3050	567592	570642	3.52	3650	567592	571242	3.53	0.01
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members	1500		1500	0.01	5500		5500	0.03	0.02
Trusts	850		850	0.01	850		850	0.01	-
Foreign Bodies - D R									
Sub-total (B)(2):-	1237642	5138382	6376024	39.38	1331392	5133732	6465124	39.93	0.55

Total Public Shareholding (B)=(B)(1)+(B)(2)	1503125	5160093	6663218	41.16	1557775	5155443	6713218	41.46	0.31
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	11029177	5160093	16189270	100.00	11033827	5155443	16189270	100.00	Nil

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year (01.04.20)			Shareholding at the end of the year (31.03.21)			% change in share holding during the year
		No of shares	% of Total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of Total shares of the company	% of Share pledged encumbered to total shares	
1	Vidhika Poddar	202140	1.25		202140	1.25		Nil
2	Gauri Shankar Poddar	2119130	13.09		2119130	13.09		Nil
3	Vedant Poddar	750000	4.63		750000	4.63		Nil
4	Shiven Poddar	750000	4.63		750000	4.63		Nil
5	Vijay Laxmi Poddar	3054505	23.81		3854505	23.81		Nil
6	Anubhav Minerals P. Ltd.	469677	2.90		469677	2.90		Nil
7	Uddhav Properties Ltd.	1380600	8.53		1330600	8.53		(0.31)
		9256052	58.84		9476052	58.53		(0.31)

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	9526052	58.44	9526052	58.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer / bonus/ sweat equity etc.): Sale of 50000 equity shares by Uddhav Properties Ltd.	50000	(0.31)	50000	(0.31)
	At the end of the year	9476052	58.53	9476052	58.53

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1549517	9.58	1549517	9.58
	Mayur Mangaldas Kothari	73400			
	Girdharilal Seksaria	42300			
	Ispat finance ltd.	175022			
	Prudential capital markets ltd.	85500			
	Shri Om Prakash Kedia	39070			
	Canara bank	265153			
	Pressman realty ltd.	337900			
	Amrex Marketing Pvt. Ltd.	480172			
	Saroj Mahaveer Meghawar	51000			
	Vaishali Dalmia	Nil			
	Date wise Increase / Decrease in Non-Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.):				
	Sale of shares of Amrex Marketing Pvt. Ltd.	(23300)	(0.15)	(23300)	(0.15)
	20000 shares on dated on 15.01.2021				
	1500 shares on dated on 22.01.2021				
	1800 shares on dated on 05.02.2021				
	Sale of shares of Canara Bank	(39100)	(0.24)	(39100)	(0.34)
	100 shares on dated 20.11.2020				
	29700 shares on dated 15.01.2021				
	100 shares on 22.01.2021				
	100 shares on 29.01.2021				
	5000 shares on 05.02.2021				
	2700 shares on 12.02.2021				
	800 shares on 19.02.2021				
	200 shares on 26.02.2021				
	100 shares on 05.03.2021				
	100 shares on 12.03.2021				
	200 shares on 26.03.2021				
	Purchase of shares by Vaishali Dalmia	50000	0.31	50000	0.31
	50000 shares purchased by Vaishali Dalmia on 15.05.2021				

At the end of the year Mayur					
Mayur Mangaldas Kothari	73400				
Girdharilal Seksaria	42300				
Ispat finance ltd.	175022				
Prudential capital markets ltd.	85500				
Shri Om Prakash Kedia	39070				
Canara bank	226053				
Pressman realty ltd.	337900				
Amrex Marketing Pvt. Ltd.	456872				
Saroj Mahaveer Meghawat	51000				
Vaishali Dalmia	50000	1537117	9.5	1537117	9.5

E) **Shareholding of Directors and Key Managerial Personnel: NIL**

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

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

B. Remuneration to other directors: NIL

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	NIL	167400	529800	697200
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	167400	529800	697200
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify...	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	167400	529800	697200

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : NIL

Annexure - IV

AOC -2

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

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

Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	There were no transaction or arrangement which not at arm's length basis
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Date of Approval by the board	
f)	Amount paid as advances, if any	
g)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

Details of Material contracts or arrangements or transactions at Arm's length basis.

Name(s) of the related Party & Nature of relationship	Nature of contracts arrangement transaction	Duration of the contracts/ arrangement transaction	Salient terms of the contracts or arrangement or transaction including the value if any Amount in INR	Date of approval by the Board	Amount paid as advances if any
Sh. K Sukumarn (Company Secretary)	Remuneration of Key Managerial Personal (KMP)	From 01.04.2020 to 31.03.2021	Remuneration paid Rs 5,29,800 during the Year	29.06.2020	NA
Sh. Klrishna Kumar Jha (CFO)	Remuneration of Key Managerial Personnel (KMP)	From 01.04.2020 to 31.03.2021	Remuneration paid Rs. 1,67,400 during the Year	29.06.2020	NA

For and on behalf of the Board of Directors
Rajasathan Petro Synthetics Limited

Place : New Delhi
Dated : 13.08.2021

Rishabh Goel
Managing Director
DIN : 06888389

B. R.Goel
Chairman
DIN : 01659885

Annexure V
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

❖ **Future outlook**

The Company wants to expand current activities of sub-contract work but unable to take activity for want of fund.

❖ **Operation and threats**

Stiff competition is expected from the other players in industry.

❖ **Human Resource Industrial Relationship**

Industrial relation during the year under review were cordial and peaceful.

❖ **Internal Control**

The audit committee periodically review internal control systems which are designated to assure the overhead level are reduced to the minimum.

Corporate Governance Report for the year ended on 31st March 2021

1 Company's Philosophy:

We believe that good corporate Governance is essential to achieve long-term corporate goals and to enhance stockholders value. Company is listed company on the Bombay Stock Exchange. The Company has complied with in all material respect the corporate governance norms as specified in the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

2 Board of Directors:

Category	No. of directors
Non-Executive & Independent Directors including the Chairman	3
Managing Director	1
Total	4

The Chairman of the Board is an Independent Director.

As required under Section 149(3) of the Companies Act, 2013, & SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 Mrs Priyanka, an Independent Director, has been appointed as a Woman Director on the Board. On 30.06.2021 due to sudden death of Ms. Sunita Rana On 01.05.2021. Other Relevant details of Directors:

Name of Director	Date of Appointment	Category	No. of Directorship(s) held in Indian public & private Limited Companies	Committee(s) position	
				Member	Chairman
B.R.Goyal	16.08.1999	Non-Executive Independent Director	3	4	2 (Including Rajasthan Petro Synthetic Ltd)
Ms. Sunita Rana	15.12.2014 (Expired on 01.05.2021)	Non-Executive Independent & Woman Director	1	2 (Including Rajasthan Petro Synthetic Ltd)	1
Mrs Priyanka	30.06.2021	Non Executive Independent & Woman Director	1	1	0
Mrs Jai Laxmi Shaktawat	27.12.2017	Non-Executive Director	1	1 (Including Rajasthan Petro Synthetic Ltd)	0
Sh Rishabh Goel	28.06.2014	Managing Director	1	1 (Including Rajasthan Petro Synthetic Ltd)	0

Board Meetings held during the year

Dates on which the Board Meetings were held	Total Strength of the Board	No. of Directors Present
29.06.2020	4	3
20.08.2020	4	3
30.09.2020	4	3
11.11.2020	4	4
12.02.2021	4	3

Name of Director	Attendance at the Board Meetings held on					Attendance at the AGM held on 30th Sep' 2020
	29.06.2020	20.08.2020	30.09.2020	11.11.2020	12.02.2021	
Sh. B.R. Goyal	Y	Y	Y	Y	Y	Y
Ms. Sunita Rana	Y	Y	Y	Y	Y	Y
Mrs. Jai Laxmi Shaktawat	N	N	N	Y	N	Y
Sh. Rishabh Goel	Y	Y	Y	Y	Y	Y

NON EXECUTIVE DIRECTORS' COMPENSATION & DISCLOSURES

The Board has not fixed the sitting fees payable to Non-Executive Directors. The requirement of obtaining prior approval of shareholders in General Meeting was not required as no sitting fees was paid to Non-Executive Directors.

Post Meeting Follow-up Mechanism

The Company has an effective post meeting follow-up, review and reporting process mechanism for the decisions taken by the Board/Committees. Important decisions taken at the Board/Committee meetings are communicated to the concerned Functional Heads promptly. Action Taken Report on decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/Committee for noting by the Board/Committee members

3 COMMITTEES OF THE BOARD.

(a) Audit Committee

The Audit Committee continued working under Chairmanship of Shri B.R.Goyal with Mrs Jai Laxmi Shekhawat as co-members. The Audit Committee met on four occasions with full attendance of all the members.

The composition of the Audit Committee as at March 31, 2021 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category	Attendance at the Committee Meetings held on			
		29.06.20	20.08.20	11.11.20	12.02.21
Mr. B.R.Goyal	Non-Executive Independent Director	Y	Y	Y	Y
Mrs Sunita Rana	Non-Executive Independent & Woman Director	Y	Y	Y	Y
Ms. Jai Laxmi Shaktawat	Non-Executive Director	N	N	Y	N

The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements), 2015. Some of the important functions performed by the Committee are:

Financial Reporting and Related Processes

- Oversight of the Company’s financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management the quarterly unaudited financial statements and the Auditors’ Limited Review Report thereon/audited annual financial statements and Auditors’ Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgement by the Management, significant adjustments made in the financial statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgement about the quality and appropriateness of the Company’s accounting principles with reference to the Generally Accepted Accounting Principles in India (IGAAP).
- Review the investments made by the Company.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

(b) Nomination & Remuneration Committee

In compliance with Section 178 of the Companies Act, 2013 & SEBI Listing Obligation & Disclosure Requirements, 2015 the Company has formulated “Nomination and Remuneration Committee” under chairmanship of Ms. Sunita Rana, an Independent Director.

The terms of reference of the Committee inter alia, include the following:

- formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees.
- formulation of criteria for evaluation of performance of independent directors and the board of directors
- devising a policy on diversity of board of directors.
- identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

The composition of the Nomination & Remuneration Committee as at March 31, 2021 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category	Attendance at the held on					
		20.08.20					
Ms. Sunita Rana Chairperson	Non-Executive Independent Director	Y					
Sh. B.R.Goyal	Non-Executive Independent Director	Y					

Mrs. Jai Laxmi Shaktawat	Non-Executive Director	Y					
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C. Stakeholders' Relationship committee

In compliance with the provisions of Section 178 of the Companies Act, 2013 & SEBI (Listing Obligation & Disclosures Requirements), Regulations 2015 the Company has formulated Stakeholders' Relationship Committee.

The terms of reference of the Committee are:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture

The composition of the Stakeholders' Relationship Committee as at March 31, 2021 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category	Attendance at the Stackholder's Relationship meeting held on			
		29.06.20	20.08.20	11.11.20	12.02.21
Sh. B.R.Goyal	Non-Executive Independent Director	Y	Y	N	Y
Ms Sunita Rana	Non-Executive Independent Director	Y	Y	Y	Y
Mrs. Jai Laxmi Shaktawat	Non-Executive Director	Y	Y	Y	Y
Sh. Rishabh Goel	Executive Director	Y	Y	Y	Y

"No investor grievance has remained unattended/ pending for more than thirty days".

Independent Directors' Meeting

During the year under review, the Independent Directors met on 10th March, 2021 inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.

- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 & SEBI (Listing Obligation & Disclosure Requirements), Regulations 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

DISCLOSURES:

(a) Materially Significant Related Party Transactions

There was no transaction of material nature with any of the related party, which is in conflict with the interest of the company.

- (b) Details of non compliance by the company, penalties, structures imposed on the company by the Stock Exchange or SEBI or any authority on any matter related to capital markets during last 3 years.- **No fine imposed by any authority during the year under review****

Compliance with Accounting Standards

Pursuant to notification issued by the Ministry of Corporate Affairs dated 16th February, 2015 notifying (Indian Accounting Standard) Rules, 2015 such IND AS is applicable to our company w.e.f. 01st April, 2017. Therefore In the preparation of the financial statements, the Company has followed the (Indian Accounting Standard) Rules, 2015.

Internal Controls

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company's business processes are on Tally and have a strong monitoring and reporting process resulting in financial discipline and accountability.

MD / CFO Certification

The CFO have issued certificate pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website www.rpsl.co.in.

Vigil Mechanism / Whistle Blower Policy

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company's vigilance mechanism policy has been posted on the Company's website www.rpsl.co.in.

4 Means of Communication

i.	Yearly report sent to each shareholders registered address	
ii.	In which newspapers quarterly results were normally published	Financial Express (English New Paper) Naya India (Hindi Newspaper)
iii.	Any Website where results or official news are displayed	www.rpsl.com

No presentation made to institutional investors or to the analysts. Management Discussion & Analysis are a part of Annual Report.

5 General Shareholder Information

Market Information

Listing on Stock Exchanges

The Company's shares are traded on the BSE:

Name & Address of the Stock Exchanges	Stock Code/Scrip Code	ISIN Number for CDSL (Dematerialised share)
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001	506978	INE374C01017

Market Price Data:

High, Low during each month in Financial Year 2020-21

Month	High	Low
April, 20	4.98	5.02
May, 20	4.94	4.97
June, 20	5.89	6.50
July, 20	4.37	5.60
Aug. 20	4.85	5.24
Sept.20	4.85	5.08
Oct. 20	4.80	5.00
Nov.20	4.75	5.00
Dec.20	4.55	4.75
Jan.21	2.91	4.00
Feb.21	2.35	2.90
Mar 21	2.72	3.80

Pattern of Shareholding as on 31st March, 2021

Particulars holders	No. of shares holders	% of Share	% of Share holding
Resident Indian	10429	4255741	26.29
Financial Institution/Banks/Mutual Fund	18	247844	1.53
Others	25	401472	2.48
Non-Resident Indian (NRI)	781	571242	3.52
Corporate Bodies-Domestic	121	1236919	7.64
Promoters	7	9476052	58.53
Total	11381	16189270	100

SHARE TRANSFER SYSTEM / DIVIDEND AND OTHER RELATED MATTERS
Share transfers

The Company has appointed Skyline Financial Services Pvt. Ltd. as Registrar and Transfer Agent for looking after the share transfer process and the share certificates are generally returned to the transferees within a period of fifteen days from the date of receipt of transfer provided the transfer documents lodged with the Company are complete in all respects.

Nomination facility for shareholding

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form our Registrar and Transfer Agent. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

Permanent Account Number (PAN)

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders / legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

V. Dividend:

The Board has not proposed any dividend during the year

Vi. Pending Investors' Grievances

Any Member / Investor, whose grievance has not been resolved satisfactorily, may kindly write to the Director at the Registered Office with a copy of the earlier correspondence.

S. No.	Nature of Queries/Compliant	Pending as on April 1, 2020	Received during the year	Redressed during the year	Pending as on March 31, 2021
1	Transfer/Transmission of Duplicate Share Certificate	0	0	0	
2	Non-receipt of Dividend	0	-	-	-
3	Dematerialisation/Rematerialisation of Shares	-	-	-	-
4	Complaints received from:	-	-	-	-
	SEBI	-	-	-	-
	Stock Exchanges/NSDL/CDSL	-	-	-	-
	ROC/MCA/Others	-	-	-	-
	Advocates	-	-	-	-
	Consumer Forum/Court Case	-	-	-	-
5	Others	-	0	0	0
	Grand Total	0	0	0	0

vii. Reconciliation of Share Capital Audit

The Certificate from Practicing Company Secretary in this regard is submitted to BSE Limited and is also placed before the Board of Directors

Dematerialisation of Shares and Liquidity

The break-up of equity shares held in Physical and Dematerialised form as on March 31, 2021, is given below:

Particulars	No. of Shares	Percentage
Physical Segment	5155443	31.86%
Demat Segment		
CDSL	11033827	68.14%
Total	16189270	100.00

Shareholding Pattern as on March 31, 2021 has been provided in MGT-9

Statement showing Shareholding of more than 1% of the Capital as on March 31, 2021 has been provided in MGT-9

General Body Meetings

Particulars of last three Annual general meetings

AGM	Year ended 31st March,	Venue	Date	Time	Special Resolutions Passed
36th	2018	8,Kushal Bagh, Road No.3,University Road,Udaipur-313001	29.09.2018	11.00 a.m.	0
37th	2019	Flat no. 201, 8-B,Oasis Tower, New Navratan Complex, Bhuwana, Udaipur-313001	30.09.2019	11.30 a.m.	0
38th	2020		30.09.2020	11.00 a.m.	2

Extraordinary General Meeting (EGM)

There was no EGM conducted during the year.

- ❖ Meetings for approval of quarterly and annual financial results were held on the following dates

Quarter	Date of Board Meeting
1st Quarter	20.08.2020
2nd Quarter	11.11.2020
3rd Quarter	12.02.2021
4th Quarter/Annually	30.06.2021

E-Voting Facility to members

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015, the Company is pleased to provide members the facility to exercise their right to vote at the 39th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL). Pursuant to the amendments made in clause 35B of the Listing Agreement by SEBI, the company has sent assent/dissent forms to the members to enable those who do not have access to e-Voting facility to cast their vote on the shareholders resolution to be passed at the ensuing Annual General Meeting, by sending their assent or dissent in writing.

FINANCIAL CALENDAR 2020-21:

AGM – Date, time and venue	Thursday, 30th September,2021 at 12.30 P.M
Financial Year	2020-21
Book Closure Date	24 th September, 2021 to 30 th September,2021
Listing of Eq. shares on stock exchanges.	BSE
Stock Code	506975
Demat ISIN in CDSL	INE374C01017
Market Price Data and other related informations	Not Available
Registrar & Transfer Agents	Skyline Financial Services Pvt. Ltd.D-153A, 1 st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020
Board Meeting for consideration of Accounts for the financial year ended March 31, 2021 and recommendation of dividend	30.06.2021

**For and on behalf of the Board
Rajasthan Petro Synthetics Ltd**

**Place: New Delhi
Date: 13.08.2021**

**(B.R.Goyal)
Chairman**

CERTIFICATION BY CFO OF THE COMPANY

The Board of Directors,
Rajasthan Petro Synthetics Ltd.

I have reviewed the financial statements and the cash flow statement of Rajasthan Petro Synthetics Ltd. for the year ended March 31, 2021 and to the best of my knowledge and belief:

- (a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (a) (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) I also certify, that based on my knowledge and the information provided to me, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) The Company's other certifying officers and I am responsible for establishing and maintaining internal controls for financial reporting and procedures for the Company and that we have evaluated the effectiveness of Company's internal control systems and procedures pertaining to financial reporting.
- (d) I have disclosed, based on my most recent evaluation of the company's internal control over financial reporting, wherever applicable, to the Company's auditors and the audit committee of the Company's Board (and persons performing the equivalent functions):
 - (i) Any deficiencies in the design or operation of internal controls of which I am aware and the steps we have taken or propose to take to rectify these deficiencies;
 - (ii) Any Significant changes in internal control over financial reporting during the year;
 - (iii) Any Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iv) Any fraud of which I 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.
- (e) I further declare that all Board members and senior management personnel have affirmed Compliance with the Code of Conduct and Ethics for the year covered by this report.

(Krishna Kumar Jha)
Chief Financial Officer

Place: New Delhi
Date: 13.08.2021

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF RAJASTHAN PETRO SYNTHETICS LTD.

We have examined the compliance of conditions of Corporate Governance by Rajasthan Petro Synthesis Limited, for the year ended on **31st March 2021**, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable to the Company.

The compliance conditions of Corporate Governance is the responsibility of the Management. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuing compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 of SEBI Listing Regulations as applicable to the Company during the year ended 31st March, 2021.

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

**FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 000148N**

**PLACE: NEW DELHI
DATED: 13.08.2021**

**(V K Verma)
PARTNER
M.NO. 017742
UDIN : 21017742AAAAABH1115**

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)

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of the Securities and Exchange Board of India (SEBI)(Listing Obligations and Disclosure Requirements) Regulations,2015 (LODR) in respect of RAJASTHAN PETRO SYNTHETICS LIMITED (CIN: L17118RJ1983PLC002658) I hereby certify that:

On the basis of the written representation/declaration received from the Directors/Company Secretary and Compliance Officer of the Company and taken on record by the Board of Directors, as on 31 st March 2021, none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

For V. Jhawar & Co
Company Secretaries

Sd/-

CS Vikram Jhawar
Prop
M No -10300
CP-11204

Place : New Delhi
Date : 13.08.2021

-
Saluja & Associates
Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF RAJASTHAN PETRO SYNTHETICS LIMITED

I. Report on the Audit of Financial Statements for the year ended 31st March, 2021

1. Opinion

- A. We have audited the accompanying Financial Statements of RAJASTHAN PETRO SYNTHETICS 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 Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").
- B. 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, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the Profit and total comprehensive income, changes in equity and its cash flows 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 specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

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

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

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

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

5. Management's Responsibility for the Financial Statements

- A. 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for 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.
- B. In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

- A. 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.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i) 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.
 - ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - iv) 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.
 - v) 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.

- C. Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.
- D. 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.
- E. 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.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

Due to the COVID-19 pandemic, lockdown and other travel restrictions are imposed by the Government/local administration, the audit processes were carried out electronically by remote access. Necessary records were made available by the management through digital medium and were accepted as audit evidence while reporting for the current period.

II. Report on Other Legal and Regulatory Requirements

- 1. 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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;
 - D. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - 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 A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
 - 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 not paid or provided for any managerial remuneration to its directors during the year therefore, reporting under section 197 (16) is not applicable; and

- 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 in its Financial Statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) The company did not have any dues in respect of Investor Education and Protection Fund.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraph 3 and 4 of the Order.

PLACE : NEW DELHI
DATE : 30th June, 2021

FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 000148N

(V.K.Verma)
PARTNER
M.NO. 017742
UDIN: 20017742AAAAAN8084

-
Saluja & Associates
Chartered Accountants

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph II point 1 F under “Report on Other Legal and Regulatory Requirements” section of our report to the members of **RAJASTHAN PETRO SYNTHETICS Limited** 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 **RAJASTHAN PETRO SYNTHETICS 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 issued by the Institute of Chartered Accountants of India (the “Guidance Note”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, 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 internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

PLACE: NEW DELHI
DATE: 30th June 2021

FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 000148N

V.K.VERMA
PARTNER
M.NO.017742
UDIN: 20017742AAAAAN8084

Saluja & Associates
Chartered Accountants

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE

(Referred to in paragraph II point 2 under “Report on Other Legal and Regulatory Requirements” section of our report to the members of **RAJASTHAN PETRO SYNTHETICS Limited** of even date)

- i) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. The fixed assets have been physically verified by the management during the year and no discrepancies were noticed on such verification. However there were no fixed Assets as at close of the year
- ii) There is no inventory held by the company, hence, paragraph 3 (ii) of the Order is not applicable to Company.
- iii) According to the information and explanations given to us, during the year Company has not granted loans, secured or unsecured to companies, firm Limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv) According to the information and explanation given to us, the company has not given loans, investment, guarantee and security covered under section 185 & 186 of the Act during the year under audit and hence the paragraph 3 (iv) of the Order is not applicable to the Company.
- v) The Company has not accepted any deposits during the year and hence paragraph 3(v) of the Order is not applicable to the Company.
- vi) The Central Government has not prescribed the maintenance of cost records under Sub Section (1) of Section 148 of the Companies Act, 2013 for any of the products/services of the Company
- vii) (a) According to the records examined by us ,during the year, no deduction were made towards Provident Fund and Employee’s State Insurance. The Company was regular in depositing with appropriate authorities income tax, Goods & Service Tax (GST), cess and other statutory dues wherever applicable.

However, Undisputed Statutory dues amounting to Rs. 20.07 Lacs in respect of ESI, Rs.4.58 Lacs in respect of Sales Tax and Rs. 4.87 Lacs in respect of Textile Committee cess were outstanding as at 31st March, 2021 for the period of more than 6 month from the date they became payable.

- (b) According to the records of the Company, the dues of income tax, service tax, duty of excise, cess and value added tax, which have not been deposited on account of dispute and the forum where the dispute are pending, are as under:

S. No.	Status	Nature of Taxes	Amount Rs. in Lacs	Forum where dispute is pending
1.	Central Excise Act, 1944	Excise Duty	169.23	Supreme Court
2.	Central Excise Act, 1944	Excise Duty	4.67	C.E.S.T.A.T. Delhi
3.	Central Excise Act, 1944	Excise Duty	3.23	Dy. Commissioner of Excise (Appeals) Jaipur
4.	Sales Tax Department	Sales Tax	80.68	SLSC
5.	Central Excise Act, 1944	Excise Duty	2.33	Central Excise & Gold Appellate Tribunal
6.	Central Excise Act, 1944	Service Tax	1.11	Asst. Commissioner of Central Excise & Customs

- (c) According to the records of the Company, there was no dues in respect of income tax, Goods & Service Tax (GST) cess and other statutory duties which have not been deposited on account of disputes.
- viii) Based on our audit procedures and according to the information given the management, the Company has not taken any loans or borrowings from any financial institution, banks, government nor have no dues of debentures holders during the year. Accordingly paragraph 3 (viii) of the Order is not applicable to the Company.
- ix) In our opinion and according to the information and explanations given to us, the Company has not taken any term loan and has not raised money by way of initial public offer or further public offer (including debt instrument) or term loans and hence paragraph 3(ix) of the Order is not applicable to the Company.
- x) Based upon the audit procedures performed and to the best of our knowledge and according to the information and explanations given to us by the management, we report that no fraud by the Company or any fraud on the company by its officer or employees has been noticed or reported during the course of our audit.
- xi) As per the records, the Company has not paid or provided any managerial remuneration during the year. Accordingly paragraph 3 (xi) of the Order is applicable to the Company.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence paragraph 3 (xii) of the Order is not applicable to the Company.
- xiii) As explained to us and as per the records of the company, in our opinion the transactions with the related parties are in Compliance with Section 177 and Section 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable Accounting Standards.
- xiv) According to the records the company, it has not made any preferential allotment of shares or private placement of shares or fully/partly convertible debentures during the year under report. Accordingly paragraph 3 (xiv) of the Order is not applicable to the Company.
- xv) During the year, the Company has not entered into any non-cash transaction with Director or person connected with him. Accordingly paragraph 3 (xv) of the Order is not applicable to the Company
- xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Accordingly paragraph 3 (xvi) of the Order is not applicable to the Company.

PLACE: NEW DELHI
DATE: 30th June 2021

FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS FRN
000148N

V.K.VERMA
PARTNER
M.NO.017742
UDIN: 20017742AAAAAN8084

BALANCE SHEET AS AT 31.3.2021

PARTICULARS	Note No	As at	As at
		31.3.2021	31.3.2020
		Amount (Rs. in Lacs)	Amount (Rs. in Lacs)
(1) Non-current assets			
Property, Plant and Equipment	2	-	-
Financial Assets			
Investment	3	-	-
Deferred Tax Assets (Net)		-	-
Long term loans and advances		-	-
Total Non-Current Assets		-	-
(2) Current assets			
(a) Trade Receivable	4	-	4.50
(b) Cash and Bank Balances	5	0.82	0.72
(c) Short-term loans and advances	6	2.42	3.56
(d) other current assets		-	-
Total Current Assets		3.24	8.78
Total		3.24	8.78
EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	7	1,679.77	1,679.77
(b) Other Equity	8	(1,780.31)	(1,784.52)
Total Equity		(100.54)	(104.75)
Liabilities			
(1) Non-Current liabilities			
(a) Financial Liabilities		-	-
Total Non- Current Liabilities		-	-
(2) Current Liabilities			
(a) Financial Liabilities		-	-
(b) Other Current Liabilities	9	103.78	113.53
Total		3.24	8.78

Summary of significant accounting policies

The accompanying notes (1 to 27) are integral part of the financial statements

**IN TERMS OF OUR REPORT OF EVEN DATE.
FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN : 000148N**

**(V.K VERMA)
PARTNER
UDIN : 21017742AAAAABD9484
NEWDELHI
DATE : 30TH June, 2021**

For and on behalf of the board

**(Rishabh Goel)
Managing Director**

**(B.R Goyal)
Chairman**

**K.Sukumaran
Company
Secretary**

**K.K. Jha
CFO**

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2021

PARTICULARS	Note No	for the Year ended 31st March 2021 (Rs. in Lacs)	For the year ended 31st March 2020 (Rs. in Lacs)
REVENUE			
Revenue from operations	10	10.00	29.00
Other Income	11	9.67	25.42
Total Revenue		19.67	54.42
EXPENSES			
Operating Expenses	12	0.60	3.00
Employee benefit expense	13	7.02	7.36
Depreciation and amortization expense	2	-	0.01
Other expenses	14	7.10	27.52
Total Expenses		14.72	37.89
Profit/(loss) before tax provision and exceptional items		4.95	16.53
Exceptional Items (Refer Note No-25)		-	8.00
Profit before tax		4.95	8.53
Tax expense:			
- Current tax		0.74	1.55
- Deferred Tax	22	-	-
Profit/(Loss) for the period		4.21	6.98
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
Re-measurement Losses on Defined Benefit Plans			
Income tax relating to items that will not be reclassified to Profit or Loss			
Total Comprehensive income		-	-
Total Comprehensive Income for the year		4.21	6.98
Earning per equity share (In Rs.)			
- Basic		0.03	0.04
- Diluted	23	0.03	0.04

Summary of significant accounting policies 1

The accompanying notes (1 to 27) are integral part of the financial statements

IN TERMS OF OUR REPORT OF EVEN DATE.

FOR SALUJA & ASSOCIATES

CHARTERED ACCOUNTANTS

FRN : 000148N

For and on behalf of the board

(V.K VERMA)

PARTNER

UDIN : 21017742AAAABD9484

(Rishabh Goel)
Managing Director

(B.R Goyal)
Chairman

NEWDELHI

DATE : 30TH June, 2021

K.Sukumaran
Company Secretary

K.K. Jha
CFO

Statement of Changes in Equity (SOCE) for the year ended 31st March, 2021

A. Equity Share capital

Particulars	Balance as at 1st April 2019	Change during the year 2019 -20	Balance as at 31st March 2020	Change during year 2020 -21	Balance as at 31st March 2021
ISSUED CAPITAL					
Equity Shares 17406254 of Rs. 10/- each	1,740.63	-	1,740.63	-	1,740.63
SUBSCRIBED CAPITAL					
Equity Shares 17377971 of Rs. 10/- each	1,737.80	-	1,737.80	-	1,737.80
PAID-UP CAPITAL					
Equity Shares 16189270 of Rs. 10/- each	1,618.93	-	1,618.93	-	1,618.93
Add: Equity share forfeited (paid-up)	60.84	-	60.84	-	60.84
TOTAL	1,679.77	-	1,679.77	-	1,679.77

B. Other Equity

Particulars	Reserve and Surplus		Total
	General Reserve	Retained Earnings	Other Equity
Restated balance as at 1st April, 2018		-1794.50	-1794.50
Profit for the year		6.98	6.98
Re-measurement of net Defined Benefit Plans		0.00	0.00
As at 31st March, 2020		-1791.52	-1791.52
Profit for the year		4.21	4.21
Re-measurement of net Defined Benefit Plans	-	0.00	0.00
As at 31st March, 2021	-	-1,780.31	-1,780.31

**IN TERMS OF OUR REPORT OF EVEN DATE.
FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN : 000148N**

For and on behalf of the board

**(V.K VERMA)
PARTNER
UDIN : 21017742AAAABD9484**

**(Rishabh Goel)
Managing Director**

**(B.R Goyal)
Chairman**

**NEWDELHI
DATE : 30TH June, 2021**

**K.Sukumaran
Company Secretary**

**K.K. Jha
CFO**

NOTE -2 PROPERTY, PLANT AND EQUIPMENT

PARTICULARS	OFFICE EQUIPMENTS	TOTAL
GROSS BLOCK AS AT APRIL 1, 2019	1.31	1.31
ADDITIONS	-	-
DISPOSALS	-	-
AS AT MARCH 31, 2020	1.31	1.31
ADDITIONS	-	-
DISPOSALS	1.31	1.31
AS AT MARCH 31, 2021	0.00	0.00
ACCUMULATED DEPRECIATION AS AT APRIL 1, 2019	1.16	1.16
CHARGE FOR THE YEAR	0.01	0.01
DISPOSALS	1.17	1.17
AS AT MARCH 31, 2020	-	-
CHARGE FOR THE YEAR	-	-
DISPOSALS	-	-
AS AT MARCH 31, 2021	0.00	0.00
NET CARRYING AMOUNT		
AS AT APRIL 1, 2019	0.15	0.15
AS AT MARCH 31, 2020	0.00	0.00
AS AT MARCH 31, 2021	0.00	0.00

PARTICULARS

AS AT
31-03-2021
(Rs. In Lacs)

AS AT
31-03-2020
(Rs. In Lacs)

NON CURRENT ASSETS

3 Investments

Investments in Equity Instruments (Fully paid up Equity Shares
Value at Cost

	--	--
	--	--

CURRENT ASSETS

4 Trade Receivable

Trade Receivable (Outstanding for a period less than 6 months)

	--	4.50
	--	4.50

5 Cash and Bank Balances

Cash and cash equivalents
Cash on hand

0.00 0.01

Balances with bank:

-In Current Accounts

	0.82	0.71
	0.82	0.71

6 Short-term loans and advances

Advance payment of income tax (including TDS)

2.39 3.53

Advance recoverable in cash & kind (unsecured, considered good)

0.03 0.03

	2.42	3.56
--	------	------

7 SHARE CAPITAL

PARTICULARS	BALANCE AS AT AT 31-03-2021	BALANCE AS 31-03-2020
Authorized		
2,00,00,000 Equity Shares of Rs.10/- each (P/Y 2,00,00,000 Equity Shares of Rs.10/- each)	2,000.00	2,000.00
Issued		
1,74,06,254 Equity Shares of Rs 10/- each (P/Y :1,74,06,254 Equity Shares of Rs 10/- each)	1,740.63	1,740.63
Subscribed		
1,73,77,971 Equity Shares of Rs. 10/- each (P/Y :1,73,77,971 Equity Shares of Rs 10/- each)	1737.80	1,737.80
Paid up		
1,61,89,270 Equity Shares of Rs 10/- each fully paid up (P/Y :1,61,89,270 Equity Shares of Rs 10/- each fully paid up)	1,618.93	1,618.93
Add: Equity share forfeited (paid up)	60.84	60.84
	<u>1,679.77</u>	<u>1,679.77</u>

Note:

The Company has only one class of shares referred to as equity shares having par value of Rs 10/- Each holder of equity shares is entitled to one vote per share.

Shares in respect of each class in the company held by its holding company rights ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate : NIL

Shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment, including the terms and amounts : NIL

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts.

The details of shareholders holding more than 5% shares are given below:

Name of the shareholder	As At 31st March, 2021		As At 31st March, 2020	
	No of shares	% held	No of shares	% held
Smt. Vijay Laxmi Poddar	3,854,505	23.81%	3,854,505	23.81%
Uddhav Properties Ltd.	1,330,600	8.22%	1,380,600	8.53%
Sh. Gauri Shankar Poddar	2,119,130	13.09%	2,119,130	13.09%

The reconciliation of the number of shares outstanding at the beginning and end of the reporting year are given below:

	As At 31st March, 2021		As At 31st March, 2020	
	No of shares	Amt (In Rs)	No of shares	Amt (In Rs)
Numbers of shares at the beginning	16,189,270	1,618.93	16,189,270	1,618.93
Add/Less: Addition/ Deletion during	-	-	-	-
Numbers of shares at the end	16,189,270	1,618.93	16,189,270	1,618.93

8 OTHER EQUITY

PARTICULARS	BALANCE AS AT 31ST MARCH, 2021	BALANCE AS AT 31ST MARCH, 2020
Capital Reserve		
Opening balance	30.00	30.00
Securities Premium Account		
Opening balance	1,266.65	1,266.65
Surplus/(Deficit)		
Opening balance	(3,081.17)	(3,088.15)
Add: Profit / (Loss) for the year	4.21	6.98
	(3,073.96)	(3,081.17)
	(1,780.31)	(1,784.52)

9 Other current liabilities

Trade deposits	9.00	-
Statutory Dues	0.64	15.38
Other payables	93.40	96.60
	103.04	111.98
Provision for Income Tax	0.74	1.55
	103.78	113.53

RAJASTHAN PETRO SYNTHETICS LTD.
for the year ended for the year ended
31 ST MARCH,2021 31 ST MARCH,2020
(Rs. In Lacs) (Rs. In Lacs)

10	Revenue from operations		
	Sale of Services		
	- Office Management Income (including C&F Agency Operations)	10.00	29.00
		10.00	29.00
11	Other Income		
	Recovery of Bad Debts	7.00	-
	Short/Excess Provision of Income Tax	0.22	0.01
	Management and consultancy	1.50	22.00
	Interest on Income tax refund	0.01	0.01
	Miscellaneous Income	0.94	3.40
		9.67	25.42
12	Operating Expenses		
	Office Operation Expenses	0.60	3.00
		0.60	3.00
13	Employee benefit expense		
	Salaries, Wages, Allowances, Gratuity, etc.	6.97	7.36
	Staff Welfare Expenses	0.05	--
		7.02	7.36
14	Other expenses		
	Rent	0.39	0.36
	Listing & delisting Fees etc. to stock exchanges	3.00	9.79
	Travelling and conveyance	0.14	0.76
	Advertisement & Business Promotion Expenses	0.28	0.40
	Printing and Stationery	0.11	1.04
	Auditors Remuneration:		
	Audit fees	0.30	
	Income Tax Fee	0.10	
	Postage & Telegram	0.00	1.32
	Debit Balance written off	0.00	1.23
	Legal, professional & consultancy charges	2.11	1.96
	Bank Charges	0.01	0.04
	Loss on Sale of FA	-	0.01
	Damages & interest payable to PF authorities of earlier years	-	9.58
	Miscellaneous Expenses	0.66	0.63
		7.10	27.52

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

Corporate Information

Rajasthan Petro Synthetics Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange. The Company is presently engaged in Office Management Services / C&F Agency Operations.

Basis of Preparation and Presentation of Financial Statements

(A) Statement of Compliance

These standalone Ind AS financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under the Companies (Indian Accounting Standards) Rules, 2015. The financial statements up to the year ended March 31, 2017 were prepared in accordance with Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 and other relevant provisions of the Act ('Previous GAAP'). The date of transition to Ind AS is April 1, 2016.

(B) Basis of measurement

The financial statements are prepared on historical Cost basis except for certain financial assets and liabilities that are measured at fair value. The accounting policies not specifically referred to otherwise, are consistent and in consonance with generally accepted accounting principles. All income and expenditure are being accounted for an accrual basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell assets or paid to transfer a liability in an ordinary transaction between market participants at the measurement date.

(C) Use of Estimates

In preparing Company's financial statements in conformity with accounting principles generally accepted in India, management is required to make estimates and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized in the period in which the same is determined.

Fixed Assets and Depreciation & Amortization

Depreciation on Property, Plant and Equipment is provided on straight line method based on useful life of an asset as specified in part C of Schedule II of Companies Act, 2013.

Depreciation on additions to/deductions from Property, Plant and Equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

Revenue Recognition

The Company has recognized revenue from Services namely Office Management/ C&F Agency Operations as and when becomes due and on accrual basis.

Investments

Long term investments are stated at cost, unless the loss is other than temporary in nature. There are no long term investments at the end of year.

Current Tax

Current tax expense is based on the provisions of Income Tax Act, 1961 and judicial interpretations thereof as at the Balance Sheet date and takes into consideration various deductions and exemptions to which the Company is entitled to as well as the reliance placed by the Company on the legal advices received by it. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Retirement benefits

Gratuity and leave encashment are accounted for on cash basis.

NOTES TO ACCOUNTS

15 Contingent liabilities to the extent not provided for:

Claims against Company not acknowledged as debts:

	(Rs. in Lakhs)	
	Current Year	Previous Year
1. Customs & Excise demands in dispute/ Under appeal as per order of CESTAT New Delhi for admission of appeals.	180.57	180.57
2. Sales Tax and other demands in dispute/ Under appeal.	80.68	80.68

16 Income Tax assessments of the Company have been completed up to assessment year 2019-20.

17 The Company has no liability towards leave encashment, gratuity and bonus payable for the year under consideration.

18 The Company has no suppliers covered under "Micro, Small & Medium Enterprises Development Act, 2006". This has been relied upon by the auditors.

19 The Company will review the various credit balances appearing in the ledger for a considerable period of time and necessary adjustment, if any, shall be carried out upon settlement of the dues.

20 The company has interest free Security deposit amounting to Rs. 9.00 lakhs (Previous Year –NIL)

21 Segmental reporting as defined in Accounting Standard 17 is not applicable to the Company as it is operating only a single business, i.e. office management services / C&F Agency Operations.

22 Deferred taxation

The Company has adopted Accounting Standard 22 "Accounting for Taxation on Income" issued by the Institute of Chartered Accountants of India with effect from 1st April 2001. As on the date of Balance Sheet, the Company has significant unabsorbed depreciation and carry forward losses. In view of the absence of virtual certainty of realization of unabsorbed depreciation and carry forward losses, no deferred tax assets have been recognized.

NOTES TO ACCOUNTS

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	(Rs. in Lakhs)	
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23 Earning per shares (basic & diluted) has been computed as under:

	2020-21 Rs. In Lakhs	2019-20 Rs. In Lakhs
a) Profit/ (Loss) after tax	4.21	6.98
b) Number of equity shares outstanding during the year.	16189270	16189270
c) The Nominal Value per Equity Share	Rs. 10/-	Rs. 10/
d) Earning per share (Basic)	Rs. 0.03	Rs. 0.04

24. The Company has adopted Indian Accounting standards (Ind-AS) effective 1st April 2017(transition date being 1st April 2017) and accordingly audited financial results has been prepared in accordance with IND-AS prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules 2015 (as amended). Previous year’s figures have been regrouped /rearranged wherever considered necessary to confirm to this year classification.
25. Exceptional and extra ordinary expenses includes penalty of Rs. 800000/-imposed by Directorate of Enforcement against misclassification of Custom tariffs in earlier years.

26. Related Party Transaction [AS-18]

- i) List of related parties and their relationships

S.No	Name of the Related Party	Relationship
1	Smt. Sunita Rana (Since deceased)	Directors
2	Shri. Bhagat Ram Goyal	
3	Shri. Rishabh Goel	
4	Smt. Jai Laxmi Shaktawat	
5	Shri. Sukumaran Kochukunju	Key Managerial Personnel (KMP)
6	Shri. Krishna Kumar Jha	

ii) **Nature of Transaction**

S.No	Related Party Transaction	Key Managerial Personnel (KMP)	
		FY 2020-21	FY 2019-20
1	Remuneration to KMP's	6,97,200	7,36,144

27. Previous year's figures have been regrouped /rearranged wherever considered necessary to confirm to this year classification.

In terms of our report of even date.
FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 000148N

For and on behalf of the board

(V K Verma)
PARTNER
M. NO. 017742
UDIN 21017742AAAABD9484
PLACE: NEW DELHI
DATE : 30.06.2021

(K. Sukumaran)
Company Secretary

(Rishabh Goel)
Managing Director

(B. R Goyal)
Chairman

(K.K. Jha)
CFO

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2021

<u>PARTICULARS</u>	FOR THE YEAR ENDING 31st March 2021 (Rs. in Lacs)		FOR THE YEAR ENDING 31st March 2020 (Rs. in Lacs)	
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit/(Loss) Before Tax		4.94		16.53
Adjustment for :				
Depreciation and amortization expense		-	0.01	
Liabilities / provisions no longer required written back		-	-	
Loss on Sale of fixed assets/shares		-	0.01	
Sundry Balances Written Off	-	-	-	0.02
		4.94		16.55
Operating profit before extra ordinary items and working capital changes				
Adjustment for :				
(Increase)/Decrease in trade and other receivables	5.64		(5.57)	
Increase/(Decrease) in other payables	(9.75)	(4.11)	(1.96)	(7.54)
Cash Generated from Operations before extra ordinary items		0.83		9.01
Direct Tax (paid)/Refund		(0.74)		(1.55)
Cash inflow/outflow from extra ordinary items		-		(8.00)
Net Cash Inflow/(outflow) from Operating Activities after extra ordinary items (A)		0.09		(0.54)
CASH FLOW FROM INVESTING ACTIVITIES :				
Proceeds from Sale of Fixed Assets :		0		0.14
Proceeds from sale of shares		-		-
Net Cash Inflow/(outflow) from Investing Activities (B)		-		0.14
CASH FLOW FROM FINANCING ACTIVITIES :				
Net cash Inflow/(outflow) from financing activities (C)				
Net increase/ (Decrease) in cash and cash equivalents (A+B+C)		0.09		(0.40)
Cash and cash equivalents at the beginning of the year (Opening Balance)		0.73		1.13
Cash and cash equivalents at the closing of the year (Closing Balance)		0.82		0.73

Note:-

- 1 Previous period's figures have been regrouped / rearranged wherever considered necessary to confirm to make them comparable.
- 2 The above cash flow has been prepared under the Indirect Method as set out in the Accounting Standard-3 Cash Flow Statements issued by The Institute of Chartered Accountants of India.

IN TERMS OF OUR REPORT OF EVEN DATE.

FOR SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 000148N

For and on behalf of the Board

V K Verma
PARTNER
M. NO.017742
UDIN 21017742AAAABD9484
NEWDELHI
DATE : 30.06.2021

(K. Sukumaran) **(Rishabh Goel)** **(B.R Goyal)**
Company Secratry **Managing Director** **Chairman**

(K. K. Jha)
CFO