



VINAYAK POLYCON International Ltd.

CIN No. L25209RJ2009PLC030620

E-mail : vinayak@vinayakpolycon.com

www.vinayakpolycon.com

UNIT I

No. 16, Pandur Village,
P.O. Kayarambedu, Via Guduvanchery,
Distt. Kanchipuram-603 202,
Tamil Nadu

Regd. Office :

312, Navjeevan Complex,
29, Station Road, Jaipur - 302 006
Ph. : 2377007, 2378830

UNIT II

H-13-14, Heerawala Ind. Area,
Kanota, Jaipur-303012
Rajasthan

To,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001 (Maharashtra)

VPIL/BSEL/2021-22/28082021

Saturday, August 28, 2021

Sub.: Annual Report for financial year 2020-21 under Regulation 34(1) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Dear Sir / Madam,

Please find attached herewith the Annual Report of the Company for financial year 2020-21 under Regulation 34(1) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Further, the Annual Report is also available on Company's website:
<http://www.vinayakpolycon.com/sites/default/files/Annual%20Report%202020-21.pdf>

This is for your information and records.

Thanking You,

For Vinayak Polycon International Limited

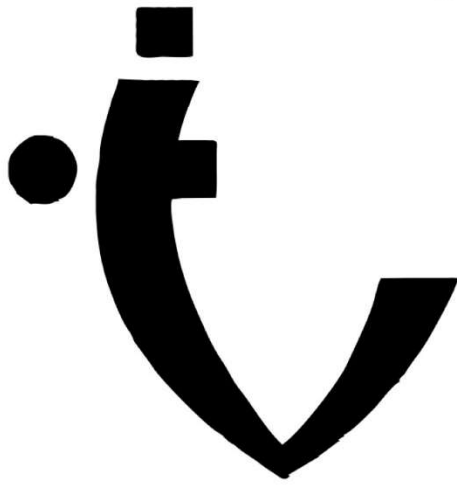
Shikha Natani

Company Secretary & Compliance Officer

Membership No.: 45901



Enclosed: As above



VINAYAK POLYCON International Ltd.

12th

**ANNUAL REPORT
2020-2021**



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Board of Directors

CA Bharat Kumar Baid (DIN: 00212506)
Managing Director

CA Vikram Baid (DIN: 00217347)
Executive Director

Mrs. Samta Baid (DIN: 08104727)
Non-Executive Director

Mrs. Anima Bordia (DIN: 06941148)
Independent and Non-Executive Director

CA Niraj Nahata (DIN: 06830067)
Independent and Non-Executive Director

CA Pawan Nahata (DIN: 06945991)
Independent and Non-Executive Director

Key Managerial Personnel

CA Bharat Kumar Baid
Chief Executive Officer

CA Vikram Baid
Chief Financial Officer

CS Shikha Natani
Company Secretary and Compliance Officer

Board Committees

Audit Committee
Mrs. Anima Bordia
Mr. Niraj Nahata
Mr. Pawan Nahata

Nomination and Remuneration Committee
Mrs. Anima Bordia
Mr. Niraj Nahata
Mr. Pawan Nahata

Stakeholders' Relationship Committee
Mrs. Anima Bordia
Mr. Niraj Nahata
Mr. Pawan Nahata

Statutory Auditor

Tambi Ashok & Associates
Chartered Accountants
B-19, Padam Niwas,
New Colony, M.I. Road, Jaipur

Secretarial Auditor

V.M. & Associates
Company Secretaries
403, Royal World,
Sansar Chand Road, Jaipur

Registrar and Share Transfer Agent

M/s MAS Services Limited
T-34 2nd Floor, Okhla Industrial Area, Phase-II,
New Delhi-110020,
Phone No: 91-11-26387281-13, Fax:-91-11- 26387384
Email: -info@masserv.com

Principal Bankers

Bank of Baroda

Registered and Correspondence Office

312, Navjeevan Complex, 29, Station Road, Jaipur- 302 006 (Rajasthan), India
Phone No: 91-141-2377007, Email: - investor@vinayakpolycon.com
Website: - www.vinayakpolycon.com

Unit-1

16, Pandur Village, Kayarambedu Post, Via Guduvanchery Dist. Chengalpattu – 603202,
TAMIL NADU

Unit-2

H-13-14, Heerawala Industrial Area, Kanota, Jaipur-303012, Rajasthan

**FINANCIAL HIGHLIGHTS**

For the Year Ended on 31st March:

(Amount In Lakhs)

Particulars	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
PROFIT & APPROPRIATIONS										
Sale & Other Income	1357.76	1821.13	1942.86	1712.83	1529.11	1774.00	1894.50	2328.85	1559.25	1157.00
Profit Before Depreciation & Tax										
Depreciation & Tax	105.58	108.64	102.74	92.90	85.04	126.27	91.22	110.87	75.12	46.42
Depreciation	95.33	100.78	90.50	76.52	66.59	105.71	86.19	90.82	71.89	68.61
Profit before Tax	10.25	7.86	12.24	16.38	18.45	20.56	5.03	20.05	3.23	-22.19
Taxation	3.18	2.94	3.46	5.02	5.69	10.33	-6.19	14.63	1.11	-2.92
Profit After Tax	7.07	4.92	8.78	11.36	12.76	10.23	11.22	41.11	2.12	-19.27
Dividend	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Earning per Share	0.23	0.16	0.28	0.37	0.41	0.33	0.36	1.33	0.07	-0.63
ASSETS EMPLOYED										
Fixed Assets Gross	998.75	1058.29	1021.56	1022.78	1059.81	1293.23	1324.61	1325.49	1422.79	1319.22
Depreciation	383.35	484.13	553.17	630.57	697.17	802.88	889.06	979.88	1051.77	977.69
Net	615.40	574.16	468.39	392.21	362.64	490.35	435.55	345.61	371.02	341.53
Capital work in progress	1.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Investment	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Net Current Assets	102.07	125.91	124.26	149.14	142.80	99.41	102.60	98.84	59.39	90.94
Other Non Current Assets	0.00	0.00	0.00	0.00	0.00	26.76	39.42	33.52	59.52	34.99
Miscellaneous Expenditure	3.70	2.78	1.85	0.93	0.00	0.00	0.00	0.00	0.00	0.00
	722.67	702.85	594.50	542.28	505.44	616.52	577.57	477.97	489.93	467.46
FINANCED BY										
Equity Shares	308.13	308.13	308.13	308.13	308.13	308.13	308.13	308.13	308.13	308.13
Reserve & Surplus	42.64	47.56	56.34	66.81	79.57	89.80	101.03	142.14	144.26	124.99
Loan Funds	342.13	318.90	205.07	146.67	100.68	195.12	154.30	21.14	32.39	32.11
Deferred Tax Liability	29.77	28.26	24.96	20.67	17.06	23.47	14.11	6.56	5.15	2.23
	722.67	702.85	594.50	542.28	505.44	616.52	577.57	477.97	489.93	467.46

VINAYAK POLYCON INTERNATIONAL LIMITED)

(CIN: L25209RJ2009PLC030620)

Registered Office: 312, Navjeevan Complex, 29, Station Road, Jaipur-302006

Email: investor@vinayakpolycon.com, Website: www.vinayakpolycon.com

Phone: 0141-2377007

NOTICE

NOTICE is hereby given that the 12th Annual General Meeting of the members of Vinayak Polycon International Limited will be held on Monday, 20th September, 2021 at 04:00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS

1. To adopt the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Samta Baid (DIN 08104727), who is liable to retire by rotation and being eligible offers herself for re-appointment

SPECIAL BUSINESS**3. To Re-appoint Mr. Vikram Baid [DIN :00217347] as Whole Time Director designated as Executive Director**

To consider and if thought fit, to pass, the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Articles of Association and all other applicable rules, Laws and acts (if any) and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals as may be applicable, the consent of the members be and is hereby accorded to the reappointment of Mr. Vikram Baid Whole Time Director designated as Executive Director of the Company for a period of **3 years (Three years) w.e.f. 1st April, 2022 to 31st March, 2025** on the terms and conditions including remuneration, as set out below with liberty to the Board of Directors to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits as approved by shareholders in general meeting or limits specified under Schedule V of the Companies Act, 2013 and / or any statutory modification(s) or re-enactment(s) thereof:

- (I) **Basic Salary:** Rs. 1,95,000/- P.M. (Rupees One Lakh Ninety Five Thousand Only) fixed w.e.f. 1st April, 2022 which can be increased upto maximum of Rs. 4,00,000/- p.m. during the three years of tenure.
- (II) **Perquisites:** In addition to above the following perquisites not exceeding the overall ceiling as prescribed under schedule V, annexed to the Companies Act, 2013 will be provided to the Executive Director:

CATEGORY (A)

- a) **Housing**
HRA in addition to Salary: Rs. 15,000/- p. m.
- b) **Club Fees**
Fees payable subject to a maximum of two clubs.

CATEGORY (B)

In addition to the perquisites, Mr. Vikram Baid shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law.

- (i) Contribution to Provident Fund / Superannuation Fund or Annuity Fund will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
- (ii) Gratuity payable shall not exceed half a month's Basic Salary for each completed year of service.
- (iii) Leave and Leave Encashment as per the rules of the Company.

CATEGORY (C)

- (a) **Conveyance**
Free use of the company's car along with driver. Personal use of car shall be billed by the Company.
- (b) **Telephone**
Free telephone facility at residence. Personal long-distance calls shall be billed by the Company.
- (c) **Reimbursement of Expenses**
Apart from the remuneration as aforesaid, Mr. Vikram Baid shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

(d) Sitting Fee

No sitting fee shall be paid to Mr. Vikram Baid for attending the Meetings of Board of Directors or any committee thereof.

He shall be liable to retire by rotation.

- (e) Where in any financial year, the company has no profit or its profits are inadequate, the foregoing amount of remuneration and benefits shall be paid to Mr. Vikram Baid subject to the applicable provisions of Schedule V to the said Act.

Other Terms & Conditions:

- (i) Mr. Vikram Baid will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
- (ii) Either party giving the other party three-month's prior notice in writing to that effect may terminate the agreement.
- (iii) If at any time Mr. Vikram Baid ceases to be Director of the Company for any reason whatsoever, he shall cease to be the Executive Director.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, or any other relevant Statutory enactment(s) thereof in this regard, the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the said agreement between the company and Mr. Vikram Baid be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members for their approval.

RESOLVED FURTHER THAT Mr. Bharat Kumar Baid, Managing Director and Ms. Shikha Natani, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, things etc. and take all such steps as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

4. To Re-appointment of Mr. Bharat Kumar Baid (DIN-00212506) as Managing Director

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Articles of Association and all other applicable rules, Laws and acts (if any) and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals as may be applicable, the consent of the members be and is hereby accorded to the reappointment of Mr. Bharat Kumar Baid as Managing Director of the Company for a period of **3 years (Three years) w.e.f. 1st April, 2022 to 31st March, 2025** on the terms and conditions including remuneration, as set out below with liberty to the Board of Directors to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits as approved by shareholders in general meeting or limits specified under Schedule V of the Companies Act, 2013 and / or any statutory modification(s) or re-enactment(s) thereof:

- (I) **Basic Salary:** Rs. 2,05,000/- p.m. (Rupees Two Lakh Five Thousand Only) fixed w.e.f. 1st April, 2022 which can be increased upto maximum of Rs. 4,00,000/- p.m. during the three years of tenure.
- (II) **Perquisites:** In addition to above the following perquisites not exceeding the overall ceiling as prescribed under schedule V, annexed to the Companies Act, 2013 will be provided to the Managing Director:

CATEGORY (A)

a) Housing

Free furnished residential accommodation with gas, electricity, water, furnishing and maintenance charges. If the Company does not provide residential accommodation, he will be paid such house allowance as the Board may decide from time to time and expenses on gas, electricity, water, furnishing and maintenance charges will be borne by the Company.

b) Club Fees

Fees payable subject to a maximum of two clubs.

CATEGORY (B)

In addition to the perquisites, Mr. Bharat Kumar Baid shall also be entitled to the following benefits, which shall not be included in the computation of ceiling on remuneration mentioned above, as permissible by law.

- (i) Contribution to Provident Fund / Superannuation Fund or Annuity Fund will not be included in the computation of ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.
- (ii) Gratuity payable shall not exceed half a month's Basic Salary for each completed year of service.
- (iii) Leave and Leave Encashment as per the rules of the Company.

CATEGORY (C)**(a) Conveyance**

Free use of the Company's car along with the driver. Personal use of car shall be billed by the Company.

(b) Telephone

Free telephone facility at residence. Personal long-distance calls shall be billed by the Company.

(c) Reimbursement of Expenses

Apart from the remuneration as aforesaid, Mr. Bharat Kumar Baid, Managing Director shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in efficient discharge of his duties in connection with the business of the Company.

(d) Sitting Fee

No sitting fee shall be paid to Mr. Bharat Kumar Baid, Managing Director for attending the Meetings of Board of Directors or any committee thereof.

He shall not be liable to retire by rotation.

(e) Where in any financial year, the company has no profit or its profits are inadequate, the foregoing amount of remuneration and benefits shall be paid to Mr. Bharat Kumar Baid, Managing Director subject to the applicable provisions of Schedule V to the said Act.

Other Terms & Conditions:

- (i) Mr. Bharat Kumar Baid will perform the duties and exercise the powers, which from time to time may be assigned to or vested in him by the Board of Directors of the Company.
- (ii) Either party giving the other party one-month's prior notice in writing to that effect may terminate the agreement.
- (iii) If at any time Mr. Bharat Kumar Baid ceases to be Director of the Company for any reason whatsoever, he shall cease to be the Managing Director.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, or any other relevant Statutory enactment(s) thereof in this regard, the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling and the said agreement between the company and Mr. Bharat Kumar Baid be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members for their approval.

RESOLVED FURTHER THAT Mr. Vikram Baid, Whole time Director and Ms. Shikha Natani, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, things etc. and take all such steps as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.

Date: 13.08.2021

Place: Jaipur

**Registered Office: 312, Navjeevan Complex, 29,
Station Road, Jaipur-302006 (Rajasthan)**

Tel: 0141-2377007

Fax: 0141-2378830

investor@vinayakpolycon.com

www.vinayakpolycon.com

**By Order of the Board of Directors
For Vinayak Polycron International Limited**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CHIEF FINANCIAL OFFICER
DIN: 00217347**

NOTES:

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular no. 02/2021 dated January 13, 2021 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars"), have permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or other audio visual means ("OAVM"), subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 12th AGM of the Company is being convened and conducted through VC.
2. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed.
3. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 12th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 12th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. As per the provisions under the MCA Circulars, Members attending the 12th AGM through VC shall be counted for the purpose of reckoning the quorum.

5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members and other non-individual members intending to attend the AGM through authorized representatives are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email through its registered email address to cs.vmanda@gmail.com with a copy marked to evoting@nsdl.co.in.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 14th September, 2021 to 20th September, 2021 (both days inclusive).
8. Members are requested to:
 - (a) Notify the change in address if any, with Pin Code numbers immediately to the RTA (in case of shares held in physical mode).
 - (b) Quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
9. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant(s), as the case may be:
 - a) the change in the residential status on return to India for permanent settlement, and
 - b) the particulars of the NRE account with a Bank in India, if not furnished earlier.
10. The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agent.
11. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, **MAS Services Limited**, T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi - 110 020 Ph: 011-26387281/82/83 Fax: 011-26387384 quoting registered Folio No. (a) details of their bank account/change in bank account, if any, and (b) change in their address, if any, with pin code number. In case share are in demat form members are requested to update their bank detail with their depository participant.
12. Members desirous of making nomination as permitted under section 72 of the Companies Act, 2013 in respect of the physical shares held by them in the Company, can make nominations in Form SH-13, which can be procured from the RTA. The Members holding shares in demat form may contact their respective depository participants for making such nominations.
13. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.

14. CS Manoj Maheshwari, FCS 3355, Practicing Company Secretary, and Partner of M/s V. M. & Associates, Company Secretaries, Jaipur has been appointed as a scrutinizer to scrutinize the remote e-voting and e-voting during AGM to be carried out in a fair and transparent manner.
15. In line with the MCA and SEBI Circulars, the notice of the 12th AGM along with the Annual Report 2020-21 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2020-21 will also be available on the Company's website at <https://www.vinayakpolycon.com>, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.
16. Details of the Directors seeking appointment/ re-appointment at the 12th AGM are provided in Annexure A of this Notice. The Company has received the requisite consents/declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.
- 17. Process and manner for members opting for voting through electronic means:**

The remote e-voting period begins on Thursday, 16th September, 2021 at 09:00 A.M. and ends on Sunday 19th 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. Monday 13th 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 13th 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.	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click



	<p>on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If the user is 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 page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders holding securities in demat mode with CDSL</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/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.



Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-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.
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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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.



(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - 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 cs.vmanda@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon



five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

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 send signed request with Folio No., Name of shareholder, scanned copy of any one share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@masserv.com.
2. In case shares are held in demat mode, please update your email id with your depository. 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.

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

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

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

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



3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor@vinayakpolycon.com. The same will be replied by the company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3&4:

Mr. Vikram Baid (DIN: 00217347), aged 45 years and Mr. Bharat Kumar Baid (DIN: 00212506), aged 71 years, were appointed as Executive Director and Managing Director, respectively, on the Board, pursuant to the provisions of Section 196, 197, 198, 203 read with schedule V of the Companies Act, 2013, by the Members of the Company in the 09th AGM held on 29th September, 2018. They will hold office as Executive Director and Managing Director of the Company for a period of three consecutive years, upto 31st March, 2022.

The Nomination and Remuneration Committee, on the basis of performance evaluation of Executive Director and Managing Director and Nomination and Remuneration Policy (“NRC Policy”), has recommended the re-appointment of Mr. Vikram Baid and Mr. Bharat Kumar Baid as Executive Director and Managing Director, respectively, for a term of 3 (three) consecutive years on the Board of the Company.

The Board, based on the performance evaluation of Executive Director and Managing Director and as per the recommendation of the Nomination and Remuneration Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of Mr. Vikram Baid and Mr. Bharat Kumar Baid would be beneficial to the Company and it is desirable to continue to avail their services as Executive Director and Managing Director, respectively, on the terms and conditions as set out in the Resolution 3 and 4.

Accordingly, it is proposed to re-appoint Mr. Vikram Baid as Executive Director and Mr. Bharat Kumar Baid as Managing Director of the Company to hold office for a further term of 3 (three) consecutive years on the Board of the Company with effect from 1st April, 2022 to 31st March, 2025. As Managing Director being more than 70 years of age, prior special resolution is required to be passed by shareholders.

INFORMATION PURSUANT TO PARA 1(A) OF SECTION II OF PART II OF THE SCHEDULE V TO THE COMPANIES ACT, 2013

I. General Information

1. Nature of Industry: The Company is in the business of manufacturing of Plastic Containers & Closures.

2. Date or expected date of commercial production: The Company was incorporated on 31st December, 2009 and commercial production was transferred to Company under the demerger scheme approved by the Honourable High Court of Rajasthan, Jaipur Bench vide Order Dated 21st July, 2011.
3. Financial Performance based on given indicators: The financial performance of the Company during the previous three financial years is as under:

(Amount in Lakhs)

Particulars	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2019
Revenue from Operations	1154.42	1557.48	2327.31
Profit Before Interest, Depreciation & Tax	68.76	110.70	148.15
Less: Financial Cost	22.34	35.58	37.28
Profit Before depreciation & Tax	46.42	75.12	110.87
Less: Depreciation	68.61	71.89	90.82
Profit/(loss) Before exceptional items	(22.19)	3.23	20.05
Less: Exceptional Items	-	-	35.69
Profit Before Tax	(22.19)	3.23	55.74
Less: Tax Liability (including deferred tax)	(2.92)	1.11	14.63
Profit/(Loss) After Tax	(19.27)	2.12	41.11

4. Foreign investments or collaborations, if any: NIL

II. Information About the Appointee:

1. Background details: Mr. Bharat Kumar Baid aged about 71 years is one of the key promoters of the Company. He is Director of the Company since its incorporation and holding 2,44,148 Equity Shares in the Company as on 30th June, 2021. He is member of pioneer institution i.e. Institute of Chartered Accountants of India (ICAI). He has vast experience of more than five decades in the Manufacturing Industry.

Mr. Vikram Baid aged about 45 years is one of the key promoters of the Company. He is Director of the Company since its incorporation and holding 2,88,046 Equity Shares in the Company as on 30th June, 2021. He is a Bachelor of Commerce (Hons.), Master of Business Finance (MBF) and a member of pioneer institution i.e. Institute of Chartered Accountants of India (ICAI). He has vast experience of more than 20 years in the Manufacturing Industry.

2. Past Remuneration and Proposed Remuneration:

Mr. Bharat Kumar Baid

Past Remuneration	Proposed Remuneration
Basic Pay 24.60 Lakhs and other perquisites 9.75 Lakhs Annually	Basic Pay Rs. 2.05 Lakhs per month which can be increased upto Rs. 4 Lakhs per month during three years of his tenure. Other perquisites as mentioned in the resolution. (From 1 st April, 2022 to 31 st March, 2025)

Mr. Vikram Baid

Past Remuneration	Proposed Remuneration

<p>Basic Pay Rs. 23.40 Lakhs and other Perquisites 5.43 Lakhs annually</p>	<p>Basic Pay Rs. 1.95 Lakhs per month which can be increased upto Rs. 4 Lakhs per month during three years of his tenure. Other perquisites as mentioned in the resolution. (From 1st April, 2022 to 31st March, 2025)</p>
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3. Recognition or Awards: Mr. Bharat Kumar Baid is member of various Organizations relating to plastic trade and industry.

Mr. Vikram Baid is associated with Organizations relating to plastic trade and industry and religious associations. He was elected to the executive board of “Plastic Manufacturers Association of Rajasthan” and “Employers’ Association of Rajasthan”.

4. Job Profile and his suitability: Mr. Bharat Kumar Baid is looking after the overall affairs of the Company subject to superintendence, control and directions of the Board of Directors. He is looking after Chennai Plant Operations, Procurement / Sourcing, Administration & Management subject to superintendence, control and direction of the Board of Directors.

Mr. Vikram Baid is looking after Jaipur Plant Operations, Procurement / Sourcing, Administration & Management subject to superintendence, control and direction of the Board of Directors. He is also handling all the Taxation and Accounting related matters.

Taking into account of their qualifications, experience and comparison with similarly situated managerial personnel in the industry and responsibilities placed on them and in view of his contribution to the Company since their appointment, the Board considers their remuneration is in the best interest of the Company.

5. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The Company has paid up share capital of Rs. 308.13 Lakhs and is listed with Bombay Stock Exchange i.e. BSE Ltd. with approx 744 shareholders. It is engaged in the business of manufacturing of Plastic Containers & Closures with Turnover of Rs. 1157 Lakhs during the F.Y. 2020-21. Considering the size of the Company and profile of Mr. Bharat Kumar Baid and Mr. Vikram Baid, responsibilities shouldered by them the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in other Companies in the same Industry.

6. Pecuniary relationship directly or indirectly with the Company or relationship with managerial personnel, if any: Excepting the payment of remuneration for their services detailed in the resolution they have no other pecuniary relationship with the Company. None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Bharat Kumar Baid and Mr. Vikram Baid being related to each other are interested in this resolution.

III. Other information:

1. Reasons of loss or inadequate profit: The Company earned profit/ (Loss) after tax of Rs. (-22.19) Lakhs for the financial year 2020-21 as compared to Profit before Tax of Rs. 2.12 Lakhs in the year 2019-20.

2. Steps taken or proposed to be taken for improvement: The Company is adding new clients to its customer base and moving to products with higher margin to improve its profitability. The Company is hopeful that these measures will yield good returns in future.

3. Expected increase in productivity and profits in measurable terms: The Company has taken initiatives to improve the profitability of the Company and will continue in its endeavor to improve performance and Management expects a reasonable growth in business, gross revenue and net profit in the coming year.

Mr. Vikram Baid and Mr. Bharat Kumar Baid have given their (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualifications of Directors) Rules, 2014 and (ii) intimation in Form DIR-8 in terms of (Appointment & Qualifications of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Companies Act, 2013.

Details of Directors whose re-appointment as Executive Director and Managing Director is proposed at Item Nos. **3 and 4** are provided in the “Annexure” to the Notice pursuant to the provisions of (i) Regulation 36(3) of the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Except Mr. Vikram Baid and Mr. Bharat Kumar Baid, being the appointee and Mrs. Samta Baid, being the relative of the appointee, none of the other Directors and Key Managerial Personnel are concerned or interested in the said resolution.

The Board recommends the Special Resolutions set out at Item Nos. **3 and 4** of the Notice for approval by the members.

Annexure A

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, following information is furnished about Directors who are proposed to be appointed/re-appointed at the ensuing Annual General Meeting:

Name of the Director	Vikram Baid	Bharat Baid	Samta Baid
Age	45 Years	71 Years	45 Years
Date of First Appointment on Board	31 st December, 2009	31 st December, 2009	28 th August, 2020
Designation	Executive Director & CFO	Managing Director	Non-Executive Director
Brief Resume and Expertise in specific Functional areas	Mr. Vikram Baid is promoter & Director of the Company since inception. He is a Bachelor of Commerce (Hons.), Master of Business Finance (MBF) and a member of pioneer institution i.e. Institute of Chartered Accountants of India (ICAI). He has more than 20 years’	Mr. Bharat Kumar Baid is promoter & Director of the Company since inception. He is member of pioneer institution i.e. Institute of Chartered Accountants (ICAI). Over the years, he has made immense contribution to the company’s growth, and has taken the company to	Samta Baid is a fine arts graduate, gemmologist and Jewellery designer with 20 years of entrepreneurial experience in product design and visualisation. She has many national and international accolades and awards to her credit. She is actively associated with many social and Industrial organizations of India

	experience in various plastic moulding techniques and mould making. He is also an expert in Financial and Tax related matters.	the new heights. He is having more than 50 years of rich experience in various plastic moulding techniques and mould making.	like FLO (Founder committee member-Jaipur Chapter), Shubham, Confederation of Women Entrepreneurs (Founder Joint Secretary), CII Indian Women Network.
Qualification (s)	B. Com (Hons.), MBF and ACA	B.Com., FCA	B.F.A.
Experience	21 Years	50 Years	18 years
Terms and conditions of reappointment	As per the Resolution at item no. 3 of the notice convening this Meeting read with Explanatory Statement thereto.	As per the Resolution at item no. 4 of the notice convening this Meeting read with Explanatory Statement thereto.	In terms of Section 152(6) of the Act, Mrs. Samta Baid who was appointed as Non-Executive Director is liable to retire by rotation at the Meeting.
Remuneration last drawn (including Sitting Fees, if any)	Rs. 28,83,600 (For Remuneration details, please refer Annexure-2, to the Board's Report)	Rs. 34,35,900 (For Remuneration details, Please refer Annexure-2, to the Board's Report)	N/A
Remuneration proposed to be paid	As per the Resolution at item no. 3 of the notice convening this Meeting read with Explanatory Statement thereto.	As per the Resolution at item no. 4 of the notice convening this Meeting read with explanatory Statement thereto.	N/A
Name of the Companies in which directorship held as on 13 th August, 2021	Jai Sinter Polycon Private limited	None	Ridam Polymers Private limited
Member/Chairman of the Committee of Board of other companies	None	None	None
Relationship with other Directors,	He is husband of Mrs. Samta Baid, Non-Executive Director and	He is father of Mr. Vikram Baid, Executive Director and Father in	She is wife of Mr. Vikram Baid, Whole

Managers and other Key Managerial Personnel of the Company	son of Mr. Bharat Kumar Baid, Managing Director.	Law of Mrs. Samta Baid, Non-Executive Director.	time Director and Daughter in law of Mr. Bharat Kumar Baid, Managing Director.
No. of Equity Shares held in the Company as on August 13, 2021	288046	244148	112851
No. of Board Meetings attended during the year	4	4	3

Date: 13.08.2021

Place: Jaipur

Registered Office: 312, Navjeevan Complex, 29, Station Road, Jaipur-302006 (Rajasthan)

Tel: 0141-2377007

Fax: 0141-2378830

investor@vinayakpolycon.com

www.vinayakpolycon.com

**By Order of the Board of Directors
For Vinayak Polycron International Limited**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CHIEF FINANCIAL OFFICER
DIN: 00217347**

BOARD'S REPORT

To,
The Members,
Vinayak Polycron International Limited

Your Directors have pleasure to present their Twelfth (12th) Annual Report on the business and operations of the Company along with the Audited Financial Statements for the financial year ended on 31st March, 2021 and Auditor's Report thereon.

1. FINANCIAL SUMMARY / HIGHLIGHTS

The financial performance of the company for the year ended on 31st March, 2021 is summarized below:

(Amount in Lakhs)

Particulars	Year ended 31.03.2021	Year ended 31.03.2020
Sales		
Domestic	1154.42	1557.48
Export	0.00	0.00
Other Revenue	2.58	1.77
Total Revenue	1157.00	1559.25
Total Expenses	1179.19	1556.02
Profit Before Interest, Depreciation & Tax	68.76	110.70
Less: Financial Cost	22.34	35.58
Profit Before depreciation & Tax	46.42	75.12
Less: Depreciation	68.61	71.89
Profit/(loss) Before exceptional item	-22.19	3.23
Exceptional item	-	-
Profit after Exceptional item but Before Tax	-22.19	3.23
Less: Tax Liability (including deferred tax)	-2.92	1.11
Profit After Tax	-19.27	2.12

2. PERFORMANCE REVIEW

Financial information is presented in accordance with the Indian Accounting Standards (Ind-AS). Our reporting currency is Indian Rupees (INR). The Company continued its focus on growing its business faster than market while protecting product quality & profitability.

Briefly, during the year under report, the Company's total income decreased to Rs. 1157.00 lakhs from Rs. 1559.25 lakhs in the previous year, registering decrease of 25.80%. Earnings before Interest, Depreciation and Tax decreased to Rs. 68.76 lakhs from Rs. 110.70 lakhs in the preceding year which translates into decrease of 37.88%. The Company reported loss after tax Rs. (19.27) lakhs in F.Y. 2021 as against Profit after Tax of Rs. 2.12 lakhs in previous year. The Company had loss this year than earlier due to Lockdowns in plant, reduction in turnover and company making full payment to all its employees as well as taking care of their food and living expenses during COVID-19.

3. DIVIDEND

As per losses during the year, your Directors do not recommend payment of any dividend for the year ended on 31st March, 2021.

**4. RESERVES**

The Board has not proposed transfer of any amount to General Reserve. Loss of the Company during the year i.e. Rs. (19.27) Lakhs is transferred to the Profit & Loss A/C for the Financial Year 2020-21, in compliance with the relevant provisions of the Companies Act, 2013.

5. CORPORATE SOCIAL RESPONSIBILITY

Company's net worth is below Rs. 500 Crore, Turnover is less than Rs.1000 Crore and Net profit (Before Tax) is less than Rs. 5 Crore, hence provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, are not applicable on the Company.

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Material changes affecting the financial position of the company which have occurred between the end of the financial year to which the financial statements relate, and the date of the report are as follows:

The second wave of the pandemic has hit again in April, 2021 with many State Govts. imposing mobility restrictions. The magnitude and speed of Covid-19, with its mutated contagious strain, has been unprecedented and has hit hard the customers, economy and the market. The potential impact to our manufacturing operations going forward will depend to a large extent on future developments regarding covid19 that cannot be accurately predicted at this time, including the duration and severity of the pandemic, the extent and effectiveness of the containment actions. The management is closely monitoring the developing situation in collaboration with our customers and is confident to manage the crisis. The demand revival is expected once mobility restrictions are lifted by the regulatory authorities.

The operations of Company's major customers were severally impacted as they were operating at reduced capacities during the outbreak of Covid-19. As a result, the offtake of Company's products by customers was low. There has been some improvement in the second half upon lifting of the restrictions by the regulatory authorities

The Company has evaluated impact of this pandemic on its business operations and financial position and based on its review of current indicators of future economic conditions. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial statements. The Company will continue to monitor any material changes to future economic conditions.

7. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.



8. FIXED DEPOSITS

During the Financial Year 2020-21, your Company has not invited, accepted or renewed any deposits from the public within the meaning of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

9. AUDITORS AND AUDITORS' REPORT

A. Statutory Auditors

At the 10th Annual General Meeting held on 26th September, 2019, M/s Tambi Ashok & Associates, Chartered Accountants, Jaipur (FRN: 005301C) were appointed as Statutory Auditors of the Company to hold office for a period of 5 years till the conclusion of the fifteenth Annual General Meeting.

As required under the provisions of Section 139 of the Companies Act, 2013, the Company has obtained a written certificate from the above-mentioned Auditors to the effect that they conform with the limits specified in the said Section and that they are not disqualified from continuing as Auditors within the meaning of Section 141 of the said Act.

There is no reservation, qualification or adverse remark contained in the Statutory Auditors' Report attached to Financial Statements for the financial year ended 31st March, 2021. Information referred in Auditors' Report are self-explanatory and don't call for any further comments.

REPORTING OF FRAUDS BY AUDITORS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and Rules framed thereunder.

B. Secretarial Auditor

As per the provisions of Section 204 of Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to annex with its Board's Report, a Secretarial Audit Report given by a Company Secretary in practice. The Board had appointed M/s V.M. & Associates, Company Secretaries, Jaipur (FRN: P1984RJ039200) as "Secretarial Auditor" to conduct Secretarial Audit for the financial year 2020-21.

The Secretarial Audit Report for the financial year 2020-21 in Form MR-3 is attached herewith as **Annexure 1**. There is no reservation, qualification or adverse remark contained in the Secretarial Auditor Report. Information referred in Secretarial Auditor Report are self-explanatory and do not call for any further comments.

The Company has received consent and certificate of eligibility from M/s V. M. & Associates, Company Secretaries, Jaipur for the financial year 2021-22 to act as Secretarial Auditors. The Board in their meeting held on 13th August, 2021 has re-appointed M/s V. M. & Associates, Company Secretaries, Jaipur (FRN: P1984RJ039200) as Secretarial Auditor of the Company to carry out secretarial audit for the financial year 2021-22.

**REPORTING OF FRAUDS BY AUDITORS**

There was no instance of fraud during the year under review, which required the Secretarial Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and Rules framed thereunder.

C. Internal Auditor

Mr. Praveen Maharwal, Jaipur was appointed as Internal Auditor of the Company for conducting Internal Audit for financial year 2020-21.

The Company has received consent letter from Mr. Praveen Maharwal, Jaipur for the financial year 2021-22 to act as Internal Auditor. The Board of Directors has approved the re-appointment of Mr. Praveen Maharwal, Jaipur as Internal Auditor at their meeting held on 13th August, 2021 for conducting the Internal Audit of the Company for financial year 2021-22.

REPORTING OF FRAUDS BY AUDITORS

There was no instance of fraud during the year under review, which required the Internal Auditor to report to the Audit Committee and/or Board under Section 143(12) of the Act and Rules framed thereunder.

10. CAPITAL STRUCTURE

During the Financial Year 2020-21 there is no change in capital structure of the Company and paid up share capital of the Company stands at Rs. 3,08,12,950/- (Rupees three crore eight lakhs twelve thousand nine hundred and fifty only).

11. ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Act, read with Companies (Management & Administration) Rules, 2014, the annual return in the prescribed form is available on the website of the Company www.vinayakpolycon.com

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

The information related to Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 is included in the Report as **Annexure 2**.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Changes in Directors and Key Managerial Personnel**

Your Company's Board is duly constituted and is in compliance with the requirements of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and provisions of the Articles of Association of the Company. Your Board has been constituted with requisite diversity, wisdom and experience commensurate to the scale of operations of your Company.

During the year under review, the following changes occurred in the Board of Directors:



- Mr. Vikram Baid (DIN: 00217347), Whole time Director of the Company who retired and being eligible, was reappointed at the 11th AGM of the Company. And pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Samta Baid (DIN: 08104727) was appointed as an Additional Director designated as Non-Executive Director w.e.f. 28th August.2020

During the year under review, Mrs. Samta Baid appointed as Non-Executive Director of the company.

In accordance with the provisions of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mrs. Samta Baid (DIN: 08104727), Non-Executive Director of the Company is retiring by rotation at this ensuing AGM, and being eligible seeks re-appointment. The Board of Directors on the recommendation of Nomination and Remuneration Committee has recommended her re-appointment.

pursuant to the provisions of Sections 196, 197, 198, 203 read with schedule V and all other applicable provisions re-appointment of Mr. Vikram Baid Whole Time Director designated as Executive Director of the Company for a period of **3 years (Three years) w.e.f. 1st April, 2022 to 31st March, 2025** on the terms and conditions including remuneration subject to the same not exceeding the limits as approved by shareholders in general meeting or limits specified under Schedule V of the Companies Act, 2013. The Company has received requisite notice in writing from a member proposing Mr. Vikram Baid for re-appointment as Executive Director. The Board of Directors on the recommendation of Nomination and Remuneration Committee recommends his appointment at the ensuing AGM.

pursuant to the provisions of Sections 196, 197, 198, 203 read with schedule V and all other applicable provisions re-appointment of Mr. Bharat Kumar Baid, designated as Managing Director of the Company for a period of **3 years (Three years) w.e.f. 1st April, 2022 to 31st March, 2025** on the terms and conditions including remuneration subject to the same not exceeding the limits as approved by shareholders in general meeting or limits specified under Schedule V of the Companies Act, 2013. The Company has received requisite notice in writing from a member proposing Mr. Bharat Kumar Baid for re-appointment as Managing Director. The Board of Directors on the recommendation of Nomination and Remuneration Committee recommends his appointment at the ensuing AGM.

In compliance with Regulation 36(3) of the Listing Regulations read with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the required information about the Directors proposed to be appointed and reappointed has been annexed to the Notice convening the 12th Annual General Meeting.

During the year 2020-21, Mrs. Samta Baid appointed as Non-Executive Director of the company.

B. Declaration by Independent Directors

The Company has received the declarations from all Independent Directors of the Company viz., Mrs. Anima Bordia, Mr. Niraj Narendrakumar Nahata and Mr. Pawan Brijendrasingh Nahata as required under Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. All the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. Further, it is confirmed that in the opinion of the board, the independent directors fulfill the conditions specified in Listing Regulations and the Companies Act, 2013 and are independent of the management. The terms & conditions for the appointment of Independent Directors are



available on the website of the Company, <http://www.vinayakpolycon.com/node/29>. The Ministry of Corporate Affairs (MCA) vide Notification Number G.S.R.804(E) dated 22nd October, 2019 effective from 1st December, 2019 has introduced a provision relating to inclusion of names of Independent Directors in the Data Bank maintained by Indian Institute of Corporate Affairs (IICA). All Independent Directors of the Company are registered with IICA.

C. Formal Annual Evaluation

In terms of the requirement of the Companies Act, 2013 and the Listing Regulations an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with an aim to improve the effectiveness of the Board and the Committees. During the year, Board Evaluation cycle was completed by the Company internally which includes the evaluation of the Board as a whole, committees, independent directors and other individual directors. The evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. The guidance note issue by Securities and Exchange Board of India on Board Evaluation was duly considered while conducting the evaluation exercise. Separate exercise was carried out to evaluate the performance of individual Directors on parameters such as attendance, contribution and independent judgement.

The process of board evaluation is carried out by Board, Nomination and Remuneration Committee and by Independent Directors in the following manner:

- Board: The Board evaluates the performance of Board as whole, Committees of the Board and Individual Directors and chairperson of the Company.
- Nomination and Remuneration Committee: The Nomination and Remuneration Committee evaluates the performance of all the individual Directors
- Independent Directors: The Independent directors in their meeting evaluates the performance of all Non-Independent Directors, Chairperson and Board of Directors as a Whole

As an outcome of the above exercise, it was noted that the Board as a whole is functioning as a cohesive body which is well engaged with different perspectives. The Board Members from different backgrounds bring about different complementarities that help Board discussions to be rich and value adding. It was also noted that the Committees are functioning well and besides the Committee's terms of reference as mandated by law, important issues are brought up and discussed in the Committee Meetings. The evaluation exercise also suggested that the Board succession planning exercise has been embedded well in the Board processes.

14. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism / Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Policy has a systematic mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or policy. Under the said Mechanism, the employees are free to report violations of applicable laws and regulations and the Code of Conduct. It also provides for adequate safeguards against the victimization of persons who use such mechanism. During the financial year, no whistle blower event was reported and mechanism is functioning well and none of the personnel has been denied access to the Audit



Committee. The policy is available on the Company’s website at the link: <http://www.vinayakpolycon.com/policies>.

15. LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the company has not provided any loan to any person or other body corporate; neither it has given any guarantee or provided security in connection with a loan nor it has acquired by way of subscription, purchase or otherwise the securities of any other body corporate.

16. COMMITTEES OF THE BOARD

Currently, the Board has three committees: Audit committee, Nomination and Remuneration committee and Stakeholders’ Relationship committee. All committees consist entirely of independent directors. During the year under review, there were no change in the composition of the any of the committees of the Company.

The composition of the committees and compliances, as per the applicable provisions of the Act and Rules, are as follows:

Name of the Committee	Composition of the Committee	Highlights of duties, responsibilities and activities
Audit Committee	<p>Mrs. Anima Bordia, Chairperson</p> <p>Mr. Niraj Nahata</p> <p>Mr. Pawan Nahata</p>	<p>As per Section 177 of the Companies Act, 2013, following are the duties of Audit committee:</p> <ul style="list-style-type: none"> • To oversee the financial reporting process and disclosure of financial information. • To review with management, quarterly, half yearly and annual financial statements and ensure their accuracy and correctness before submission to the Board. • To review with management and internal auditors, the adequacy of internal control systems, approving the internal audit plans and reviewing the efficacy of their function, discussion and review of periodic audit reports including findings of internal investigations. • To recommend the appointment of the internal and statutory auditors and fixing their remuneration. • To hold discussions with the statutory and internal auditors. <p>Audit committee performed all of its duties during the year.</p> <p>All recommendations made by the audit committee during the year were accepted by the Board.</p> <p>In accordance with the requirements of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has formulated several policies. The policies, including the Whistleblower Policy, are available on website of the Company, http://www.vinayakpolycon.com/policies</p>

Nomination and Remuneration Committee	Mrs. Anima Bordia, Chairperson	<ul style="list-style-type: none"> The committee oversees and administers executive compensation, operating under a written policy adopted by our Board of Directors. As per Section 178 of Companies Act, 2013, Following are the duties of Nomination and Remuneration Committee:
	Mr. Niraj Nahata	<ul style="list-style-type: none"> Carry out assignments from time to time, as prescribed under Schedule V to the Companies Act, 2013. To recommend to the Board, compensation terms of the Executive Directors.
	Mr. Pawan Nahata	<ul style="list-style-type: none"> To devise a policy on diversity of Board of Directors. To assist the Board in determining and implementing the Company's Policy on the remuneration of Executive Directors. <p>The committee has designed and continuously reviews the nomination and remuneration policy for our Directors and senior executives to align both short-term and long-term remuneration with business objectives and to link remuneration with the achievement of measurable performance goals. The Nomination and Remuneration Committee has framed the Nomination and Remuneration Policy which is available on the website of the Company, http://www.vinayakpolycon.com/policies.</p>
Stakeholders Relationship Committee	Mrs. Anima Bordia, Chairperson Mr. Niraj Nahata Mr. Pawan Nahata	<ul style="list-style-type: none"> The committee considers, specifically look into the various aspects of interest and resolve the grievances of the shareholders of the listed entity including complaints related to transfer of shares, non-receipt of annual report.

17. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met four times during the financial year 2020-21 on 31th July, 2020, 28th August, 2020, 12th November, 2020 and 11th February, 2021. The intervening gap between the meetings, frequency and quorum at these meetings were in conformity with the provisions of the Companies Act, 2013, Listing Regulations and Secretarial Standards. SEBI, vide circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 had relaxed the requirement of the maximum stipulated time gap of 120 days between two meeting of board and Audit committees of listed entities, as is required under Regulation 17(2) and 18(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations). The Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

The names and categories of the Directors on the Board, their attendance at Board meetings during the year and at last Annual General Meeting, as also the number of Directorships and Committee memberships held by them in other companies are shown in the table:

Name & Designation of Director	Category	No. of Meetings Held	No. of Meetings Attended	Whether Attended Last AGM	No. of Outside Directorships of Other Companies	No. of Committee Memberships	No. of Committee Chairmans hips
Mr. Bharat Kumar Baid, Managing Director	Executive Director & Promoter	4	4	Yes	-	-	-
Mr. Vikram Baid, Whole-time Director	Executive Director & Promoter	4	4	Yes	1	-	-
*Mrs Samta Baid, Non-Executive Director	Non-Executive Director & Promoter	2	2	Yes	1	-	-
Mr. Pawan Nahata, Director	Non-Executive Independent Director	4	3	Yes	-	3	-
Mr. Niraj Nahata, Director	Non-Executive Independent Director	4	4	Yes	-	3	-
Mrs. Anima Bordia, Director	Non-Executive Independent Director	4	2	Yes	-	3	3

*Mrs. Samta Baid Appointed as Non- Executive Director of the Company w.e.f. 28th August, 2020.

The draft of the minutes prepared by the Company is circulated among the Directors for their comment / suggestion and finally after incorporating their views, final minutes are recorded in the minute's books. Post meeting, important decisions taken were communicated to the concerned officials and departments for the effective implementation of the same.

18. RELATED PARTY TRANSACTIONS

The Company has framed the policy on related party transaction and Audit Committee has reviewed the related party transaction in every meeting. There are no material significant related party transactions made by the Company with Promoters, Directors, KMP or other designated persons and their relatives which may have a potential conflict with the interest of the Company at large. Particulars of contracts or arrangements with related parties referred to Section 188(1) of the Companies Act, 2013 in the form AOC 2 is annexed herewith as **Annexure 3**.



A list of all related party transactions is placed before the Audit Committee as well as the Board of Directors. The policy on related party transactions is available on Company's website i.e. <http://www.vinayakpolycon.com/policies>.

19. PARTICULAR OF EMPLOYEES

Information required pursuant to Section 197(12) of the Companies Act, 2013, read with rules made thereunder as amended from time to time has been given as **Annexure 4**, which forms a part of this Report.

20. NOMINATION & REMUNERATION POLICY

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on 31st March, 2021, the Board consists of 6 members, one of whom is whole-time director, one is managing director, one is Non-executive Director and three are independent directors. The Board periodically evaluates the need for change in its composition and size.

During the year under review, there was no change in the Nomination and Remuneration policy of the Company. The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub-section (3) of Section 178 of the Companies Act, 2013, adopted by the Board, is available on the website of the Company, <http://www.vinayakpolycon.com/policies>.

We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

21. INDEPENDENT DIRECTORS' MEETING

As per the requirement of Schedule IV to the Companies Act, 2013, the Independent Directors of the Company met during the year, inter alia to:

1. Review the performance of non - Independent Directors and the Board of Directors as a whole;
2. Review the performance of the Chairperson of the Company, taking into account the views of the Executive and Non – Executive Directors;
3. Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

They expressed satisfaction over the performance of Non-Independent Directors, Chairperson and Board of Directors as a whole.

22. INTERNAL FINANCIAL CONTROL

The Company has well defined mechanisms in place to establish and maintain adequate internal controls over all operational and financial functions considering the nature, size and complexity of its business. The Company maintains adequate internal control systems that provide, among other things, reasonable assurance of recording the transactions of its operations in all material respects and of providing protection against significant misuse or loss of Company's assets. The Company is following all the applicable Indian Accounting



Standards as issued by The Institute of Chartered Accountants of India for properly maintaining the books of accounts and reporting financial statements.

Mr. Praveen Maharwal, Internal Auditor of the Company independently evaluate adequacy of internal controls and audit the majority of the transactions undertaken by the Company. Post audit reviews are carried out to ensure that audit recommendations have been implemented.

The Audit Committee of the Board of Directors which comprises of Independent Directors, inter alia, reviews the adequacy and effectiveness of internal Control and monitors implementation of Internal Audit observations.

During the financial year under review, the Statutory Auditor in their Report on the Internal Financial Control with reference to financial statements for the financial year 2020-21 has given unmodified report.

23. CODE OF CONDUCT

In Compliance with the Listing Regulations and the Companies Act, 2013, the Company has framed and adopted Code of Conduct for all Board members and senior management personnel of the Company, which is available on website of the company, <http://www.vinayakpolycon.com/codeofconduct>.

24. POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

Your Company is fully committed to uphold and maintain the dignity of women working in the Company. Pursuant to the provisions of Section 21 of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition, Redressal) Act, 2013, the Company has formulated an Anti-Sexual Harassment Policy. All employees (permanent, contractual, temporary and trainees) are covered under this policy. An Internal Complaints Committee (ICC) was set up which is responsible for redressal of complaints related to sexual harassment at the workplace. The policy is available on the Company's website at the link <http://www.vinayakpolycon.com/policies>. During the year under review, the Company has not received any complaint pertaining to sexual harassment.

25. RISK MANAGEMENT POLICY

The Company has framed and implemented a Risk Management Policy to identify the various business risks. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The Risk Management Policy defines the risk management approach across the enterprise at various levels including documentation and reporting.

A systematic risk review process to identify, assess, monitor, manage and report risks supported this. The framework provides a comprehensive and systematic approach to identify and mitigate risks by embedding risk management as integral to planning at strategic and operational levels. This helped monitor, report and review identified risks in addition to considering emerging risks.

There are various elements of risk which, in the opinion of the Board, may threaten the existence of the company some of which are as follows:

Competition risk

The dynamic nature of the market threatens growth and margins. The Company widened its product offerings and visibility, enhancing long-term client relationships.

Technological disruption risk



Rapid technology transformation redefines businesses and any delay in adaptation could affect revenues.

Manpower risk

Inadequate / under-skilled resources could result in a loss of business opportunities. The Company's talent acquisition function attracts qualified and skilled professionals. The Company also trains manpower for a minimum of 30 hours/year. It is more at middle/senior levels.

Supply chain disruption risk

Unprecedented disruption in the supply chain on account of the lockdown implemented in various countries to contain the COVID-19 pandemic. VPIL was successfully able to mitigate this risk owing to a strong network of suppliers and owned manufacturing facilities.

26. LISTING FEES

At present, the equity shares of the Company are listed on BSE Limited (BSE). The annual listing fees for Financial Year 2020-21 and 2021-22 to BSE has been paid.

27. DEPOSITORY SYSTEM

The ISIN allotted to the Company is INE581M01016. The Company has also established the required connectivity with both the NSDL & CDSL through its registrar and share transfer agent MAS Services Pvt. Ltd., New Delhi for both physical and demat segments.

The equity shares of the Company can be held in electronic form with any depository participant with whom the Members/Investors have their depository account.

28. PREVENTION OF INSIDER TRADING

Pursuant to the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted 'Code of Conduct to regulate, monitor and report trading by Designated Persons and immediate relatives of Designated Persons' and 'Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information'.

The Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information is available on the website of the Company, <http://www.vinayakpolycon.com/codeofconduct>.

29. CORPORATE GOVERNANCE REPORT

As per Regulation 15(2) of the Listing Regulation, the compliance with the Corporate Governance provisions shall not apply in respect of the following class of companies:

- a. Listed Entity having paid up equity share capital not exceeding Rs.10 crore and Net Worth not exceeding Rs.25 crore, as on the last day of the previous financial year;
- b. Listed Entity which has listed its specified securities on the SME Exchange.

Since, the Company falls in the ambit of aforesaid exemption (a); hence compliance with the provisions of Corporate Governance shall not apply to the Company and it also does not form part of the Annual Report for the Financial Year 2020-21.

However, our Company has complied with all the disclosures and requirements which are applicable under all the rules, regulations for the time being in force.



30. MANAGEMENT DISCUSSION AND ANALYSIS

A. Industry Structure & Development

2020-21 was a highly volatile and challenging year. Covid-19 changed almost every aspect of human lives in ways never imagined. The economic toll from the pandemic was unprecedented. Operational challenges mounted due to restricted movement and disrupted supply lines. As the Covid-19 cases continued to rise exponentially, the economy declined sharply. Our focus was on our employees' health & safety, ensuring uninterrupted supplies of Covid-19 relevant portfolio, meeting the demand of consumers arising out of changed behavior and needs, caring for the communities in which we operate, preserving cash and protecting our business model. As the country navigated through the crisis, the Government and the Reserve Bank of India took effective measures to support a robust economic recovery. The Union Budget 2021 focused on regaining the growth momentum in the economy through several measures including keeping tax rates stable and enhancing investments in infrastructure.

During the period under review, there was significant disruption in orders and production due to National and Regional lockdowns imposed by the government from time to time. The company's operations in Chennai and Jaipur were totally suspended during part of lockdowns and operated at reduced capacities due to restrictions imposed post COVID-19 lockdowns. This resulted in to fall in the turnover of the company.

Your company is on its way to improved production of plastic. The company is on a cautious path of growth safeguarding its interests and adjusting supplies according to payment terms and performance of the buyers.

B. Opportunity

The consumption of plastic is increasing at the rapid speed as it is easy and convenient to use and can easily be recycled. It paves a path to the companies to make new development for the better positioning in the market. The ability to see the contents off the shelves before buying in a transparent container is always preferred over others.

Vinayak Polycron International Limited continuously striving to increase its production and aims to provide better quality products to its consumers along with making strong position in domestic market.

C. Threats

- Temporary decline in the economic activity
- Increased competition in the plastic industry due to entry of new players
- Introduction of new technologies
- Introduction of new taxes
- Any unfavourable change in Government Policies may affect the profitability of the company.
- Threat of substitutes
- Rising cases of Takeovers or stressed companies where by Creditors have to agree to the plan offered by the buyer / Resolution professional.

D. Segment wise or Product wise Performance

The Company is mainly engaged in the business of manufacturing of Plastic Containers and Closures. The detailed segment wise performance has been given in 'Financial Performance with respect to Operational Performance'.

**E. Outlook**

The digital revolution continues to rapidly transform manufacturing space across the world. The outbreak of the global pandemic will exacerbate this trend and only the most resilient will come out alive on the other side. It is now about embracing the new reality and putting to fore one's ability to cater to the world that is not the same anymore. VPIL has very strategically build the business to achieve profitable growth while maintaining a healthy Balance Sheet. In times like now, the Company is ahead in the game to not only follow through on the existing growth plans but capitalise on the market opportunity aiming for superior results. As a Company, we have been investing in augmenting our technological capabilities, improving customer service function, upgrading manufacturing units and faster order fulfilment by improving warehouse operations and other business functions.

Amidst the impact of a slowing economy, the rapid spread of Covid-19 and the resultant lockdown has affected businesses. The magnitude and speed of the second wave of pandemic has led to unprecedented collapse in economic activity. There have been production shutdowns, supply chains have fallen victim to the pandemic and discretionary consumption has been hit. Even, as of now, there is tremendous uncertainty about what the future holds for businesses and enterprise. With the gradual relaxations in the restrictions , the demand for Company's products is expected to pick up slowly

VPIL is at a crucial juncture where the decisions we make in the transitory phase in anticipating the post-pandemic scenario will define our future growth. We will keep true to our core of being a deep value manufacturer while maintaining a lean cost structure and an eye on the Balance Sheet.

F. Risks and Concerns

Competition is increasing day-by-day in all fields of business. Similarly, there is competition in plastic industries too. The company is facing various risks and obstacles which includes inflation risk, credit risk, interest rate risk, non-availability of raw-material, high prices etc.

In order to overcome such situations company is fully aware towards the preparation of appropriate programs, adoption of suitable policies and to take corrective and precautionary measures for safeguarding the company's market position and further to strengthening it.

G. Adequacy of Internal Control System

The Company has a comprehensive system of internal controls to safeguard the company's assets against loss from unauthorized use and ensure proper authorization of financial transactions.

The company has an exhaustive budgetary control system to monitor all expenditures against approved budget on an ongoing basis.

The Company has an internal audit function, which is empowered to examine the adequacy and compliance with policies, plans and statutory requirement.

The management duly considers and take appropriate actions on the recommendation made by Audit Committee of the Board of Directors.

H. Discussion on Financial Performance with respect to Operational Performance



Financial performance of the Company has been affected due to COVID-19 and adverse economic environment in India as a result. Your company is trying to do well on fulfilling its objectives of growth, sustainability and reduce the impact of COVID-19 to as less as possible while taking full care of its Human Capital. During the financial year 2020-21, your Company has achieved total revenue on amounting to Rs. 1157 Lakhs as compared to Rs. Rs.1559.25 Lakhs in previous financial year and Net Profit after tax (PAT) has decreased from Rs. 2.12 Lakhs to a loss of Rs. 19.27 Lakhs in financial year 2020-21.

Particulars of Ratio	F.Y. 2020-21	F.Y. 2019-20	Change in %	Reason (if change is more than 25%)
Debtors Turnover Ratio	3.31	4.32	(23.37)	N.A.
Inventory Turnover Ratio	4.52	10.25	(55.90)	The ratio has changed due to fall in sale as a result of Plant closure due to Covid-19. The company's operations in Jaipur and Chennai were suspended during lockdowns in the year under consideration.
Interest Coverage Ratio	.01	1.09	(99.08)	The Company had loss in the year under consideration due to Lockdowns in plant, reduction in turnover and company making full payment to all its employees as well as taking care of their food and living expenses during COVID-19.
Current Ratio	1.19	1.11	(7.20)	N.A.
Debt Equity Ratio	0.80	0.88	(9.09)	N.A.
Operating Profit Margin %	(1.92)	0.21	(1014.28)	Company had loss this year than earlier due to Lockdowns in plant, reduction in turnover and company making full payment to all its employees as well as taking care of their food and living expenses during COVID-19.
Net Profit Margin %	(1.67)	0.14	(1292.86)	Company had loss this year than earlier due to Lockdowns in plant, reduction in turnover and company making full payment to all its employees as well as taking care of their food and living expenses during COVID-19.



Details of any change in Return on Net Worth as compared to the immediately previous financial year:

Particulars	F.Y. 2020-21	F.Y. 2019-20
Share Capital	308.13	308.13
Reserve & Surplus	124.98	144.26
Net Worth	433.11	452.39
Profit After Tax	-19.27	2.12
Return on Net Worth	-4.45	0.47

I. Human Resources Development/Training

VPIL believes that its intellectual capital represents its most valuable asset – from the top floor to the shop floor. In line with this, the Company has positioned employee engagement as a key priority through its people-centric policies and initiatives. The Company's knowledge enhancement focus has helped create an organisation which is recognised as a 'center of learning and excellence'. The Company has consistently worked on not only increasing its workforce but ensuring that its people competencies are enhanced in line with changing business needs. As a result, the Company enjoys the support of a committed and well satisfied human capital. Compensation packages offered by the Company, best-of-class methods in recruitment, training, motivation, and performance appraisal, attract and retain the best talents.

As on 31st March, 2021, the Company employed a total of 48 employees of which 12 were Officers and 36 belong to non-executive cadre.

J. Trade Relations

Vinayak Polycron International Ltd. believes in building teams across the business and functions with the aim to share knowledge and experience. Cross functional teams work with clear objectives to solve the issues and create value for the company. The company fosters open dialogue among the employees with the brief that the people, who communicate continuously and openly, build trust and mutual respect.

The Company maintained healthy, cordial and harmonious Industrial relations at all levels. The Directors wish to place on record their appreciation for the valuable contribution by the employees of the Company.

K. Cautionary Statement

This document contains statements about expected events and financial and operational results of VPIL which are forward looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant chance that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, and actual results and events to differ materially from those expressed here. Management will not be in any way responsible for the actions taken based on such statements.

31. DISCLOSURE ON SECRETARIAL STANDARDS

The company complies with all applicable secretarial standards issued by the Institute of Company Secretaries of India. The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

**32. DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2021, the applicable accounting standards have been followed and there are no material departures from the same
- b) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the annual accounts on a 'Going Concern' basis.
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively, and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. OTHER DISCLOSURES

Other disclosures with respect to Board's Report as required under the Companies Act, 2013 and the rules notified thereunder, and Listing Regulations are either NIL or NOT APPLICABLE on the Company.

ACKNOWLEDGEMENT

The Board of Directors places on record, its deep sense of appreciation to employees at all levels on their hard work, dedication and commitment. The Board also thank all the shareholders, investors, vendors, service providers, bankers and all other stakeholders for their continued and consistent support to the Company during the year.

Your Directors would like to make a special mention of the support extended by the various Departments of Government of India, the State Governments, the Tax Authorities, the Ministry of Commerce, Ministry of Corporate Affairs, Ministry of Finance, Securities and Exchange Board of India, Stock Exchanges and other governmental/ semi-governmental bodies and look forward to their continued support in all future endeavors.

Date: 13.08.2021

Place: Jaipur

**Registered Office: 312, Navjeevan
Complex, 29, Station Road,
Jaipur-302006 (Rajasthan)**

Tel: 0141-2377007

Fax: 0141-2378830

investor@vinayakpolycon.com

www.vinayakpolycon.com

**For and on behalf of the Board of Directors
For Vinayak Polycron International Limited**

**BHARAT KUMAR BA
MANAGING DIRECTOR
DIN: 00212506**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CFO
DIN: 00217347**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Vinayak Polycron International Limited
312, Navjeevan Complex, 29, Station Road
Jaipur - 302 006 (Rajasthan)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Vinayak Polycron International Limited** (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 our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 ("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"): -

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the Audit Period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (vi) As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreement entered into by the Company with BSE Limited.

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

We further report that

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Further, independent director(s) were present at Board Meetings which were called at shorter notice to transact

business which were considered urgent by the management in compliance of Section 173(3) of the Act. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that during the audit period the company has altered the provisions of the Articles of Association of the Company.

Place: Jaipur

Date: August 13, 2021

UDIN: F009985C000777169

**For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019**

**CS Vikas Mehta
Partner
Membership No.: FCS 9985
C P No.: 12789**

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

Annexure A

To,
The Members,
Vinayak Polycon International Limited
312, Navjeevan Complex, 29, Station Road
Jaipur - 302 006 (Rajasthan)

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on 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 opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Jaipur
Date: August 13, 2021
UDIN: F009985C000777169

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

CS Vikas Mehta
Partner
Membership No.: FCS 9985
C P No.: 12789

Annexure 2**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information as per Rule 8 (3) of the Companies (Accounts) Rules, 2014

A. Conservation of energy**Energy conservation measures taken during 2020-21:****1. Steps taken or impact on conversation of energy:**

The Company is continuously engaged in the process of energy conservation & strives to make the plant energy efficient. Energy conservation dictates how efficiently a company can conduct its operations and reduce the cost of production thereby increasing the profitability benefitting the Company as well as its customer. The company is also considering for equipping the manufacturing facility with Solar Power Panels. Solar energy is one of the most versatile renewable energy sources. It is considered to have the greatest potential of acting as a substitute for the traditional thermal or coal-fired energy. Nevertheless, the preference of solar energy over the conventional energy sources is not only a function of the drive towards green energy & sustainability but also gets influenced by solar energy cost.

VPIL recognize the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. The Company has undertaken various energy efficient practices and is committed to become an environment friendly organisation. The dedicated team of professional is focusing on energy conservation across all manufacturing sites. Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

2. Steps taken by the Company for utilizing alternate sources of energy

The company is aggressively replacing normal and Halogen lamps with LED lights to save electricity. All the lights in factory are now replaced wherever possible.

3. Capital investment on Energy Conservation Equipments

The Company has not made any Capital investment on Energy Conservation Equipment.

B. Technology Absorption**(i) Efforts made towards technology absorption**

The Company realizes that in order to stay competitive and avoid obsolescence, it will have to invest in technology across multiple product line and have to introduce the new products in line with the demand of the customers. In order to maintain its position, your Company has continuously and successfully developed state-of-the-art technology and methods for absorbing, adapting and effectively developing new products. Hence, the Company is making every effort to develop products to meet the changing demand of the public at large. The Company continues to perform Product Development activities to improve quality of products and to reduce production cost to serve its customer better.

(ii) The Benefits derived like product improvement, cost reduction, product development or import substitution

Reduction in down time, cycle time and repair costs has been achieved through the efforts taken on technology absorption. The company is always updated in terms of production process and technologies.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

- a) Details of technology imported: The Company has not imported any technology during the last three financial years.
- b) The year of import: Not Applicable
- c) Whether the technology has been fully absorbed: Not Applicable
- d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

(iv) Expenditure incurred on Research and Development: NIL

C. Foreign Exchange earnings and outgo

There was no Foreign Exchange earnings and outgo in the company during the financial year.

Date: 13.08.2021

Place: Jaipur

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**For and on behalf of the Board of Directors
For Vinayak Polycon International Limited**

**BHARAT KUMAR BAI
MANAGING DIRECTOR
DIN: 00212506**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CFO
DIN: 00217347**

Annexure 3
Form AOC-2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of Contracts or Arrangements or transaction not at arm's length basis: NIL

Name(s) of Related Party and Nature of Relationship (a)	Nature of Contracts / Arrangements/ Transactions (b)	Duration of Contracts/ Arrangements/ Transactions (c)	Salient features of Contracts/ Arrangements/ Transactions, Including value, if any (d)	Justification for entering into such contracts or arrangements Or transactions (e)	Date(s) of approval by the Board (f)	Amount paid as advances, if any (g)	Date on which special Resolution passed in general meeting as required under first proviso to Section 188 (h)
N/A							

2. Details of Material Contracts or Arrangements or Transactions at arm's length basis:

Related Party and Nature of Relationship (a)	Nature of Contracts / Arrangements/ Transactions (b)	Duration of Contracts/ Arrangements / Transactions (c)	Salient features of Contracts/ Arrangements/ Transactions, including value, if any (d)	Date of approval by the Board / Audit Committee (e)	Amount paid as advances, if any (f)
Mrs. Vinod Baid, Wife of Mr. Bharat Kumar Baid, Managing Director	Rent Payment	11 months subject to renewal	Payment of Rs. 71,500 per month being House Rent of Director's Residence to Mrs. Vinod Baid	31.07.2020	Nil
M/s Crystal Packaging, wives of Mr. Bharat Kuamr Baid and Mr. Vikram Baid, Directors are Partner	Purchase and Sale Contract	Yearly Contract	Purchase of Manufactured Products & Raw Material from M/s Crystal Packaging and Sale of Scrap to Crystal Packaging upto Rs. 10 Crore in any financial year	31.07.2020	Nil
M/s Jai Sinter Polycon Private Limited, Vikram Baid is Director of the Company	Rent Payment	11 months subject to renewal	Payment of Rs. 2,50,000 for August Month and From September 2,00,000 per month being rent of Plant & Machinery and Building of M/s Jai Sinter Polycon Private Limited	31.07.2020	Nil

Jai Sinter Polycon Private Limited, Vikram Baid is Director of the Company	Labor Services	10 years subject to renewal	Payment of labor charges of labor supplied by M/s Jai Sinter Polycon Private Limited, Payment will be made as per Amount of Invoice raised by Jai Sinter Polycon Private Limited plus commission charges upto 10%	14.11.2019	Nil
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Date: 13.08.2021

Place: Jaipur

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**For and on behalf of the Board of Directors
For Vinayak Polycon International Limited**

**BHARAT KUMAR BAID
MANAGING DIRECTOR
DIN: 00212506**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CHIEF FINANCIAL OFFICER
DIN: 00217347**

Annexure 4
(a) Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(Amount in Lakhs)

(i) Remuneration paid to Whole Time Director/Managing Director				
Name of Director	Remuneration in FY 2020-21	Remuneration in FY 2019-20	% Inc./ (Dec.) in Remuneration	Ratio to Remuneration to MRE
Mr. Vikram Baid	28.43	28.43*	-	22.94
Mr. Bharat Kumar Baid	29.89	29.89*	-	24.11

* The remuneration has been taken as amount actually paid to them by the company and previous year figures have also been modified accordingly. Had the earlier practice of value as per income tax had been taken, the amount would have been 28.84 and 34.36 respectively for both the years.

(ii) Remuneration paid to KMPs				
Name of KMP	Remuneration in FY 2020-21	Remuneration in FY 2019-20	% Inc./ (Dec.) in Remuneration	Ratio to Remuneration to MRE
Mr. Vikram Baid, CFO	Nil	Nil	N/A	N/A
Miss Rashmi Agarwal, CS	3.90	3.95	(1.28)%	3.14

- (iii) The median remuneration of employees was Rs.1,23,888 in financial year 2020-21 and Rs. 1,21,800 in financial year 2019-20.
- (iv) Number of permanent employees on the rolls of Company was 48 employees as on 31st March, 2021.
- (v) Remuneration paid during the year ended on 31st March, 2021 is as per the Nomination and Remuneration Policy of the Company.

(b) Information as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

List of Top 10 employees of the Company according to the remuneration drawn during the year 2020-21 as per the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended:

Name	Designation	Remuneration (In Rupees)	Nature of Employment	Qualification	Experience (Years)	Joining Date	Age (Years)	Last Employment	Name of Director or Manager of whom such employee is relative	% of equity shares held by employee along with spouse and dependent children
Bharat Kumar Baid	Managing Director	29,88,900	Contractual	B.Com. FCA	48	*31-12-09	71	Polycon International Limited	Father of Mr. Vikram Baid, Executive Director & CFO and Father-in-law of Mrs. Samta Baid, Non-Executive Director	16.49
Vikram Baid	Executive Director & CFO	28,43,100	Contractual	B.Com. (Hons.), MBF, ACA	21	*31-12-09	45	Polycon International Limited	Son of Mr. Bharat Kumar Baid, Managing Director and Husband of Mrs. Samta Baid, Non-Executive Director	13.01
Madhau Rao Patil	Plant Engineer	6,06,000	On roll	BA	18	*31-12-09	52	Polycon International Limited	-	-
Madhumati Patil	Junior Manager	4,50,000	On roll	Diploma (Comp.)	13	01-07-18	50	-	-	-
K. Magesh	Engineer	4,26,000	On roll	Diploma Engineer (Electrical)	10	01-07-11	36	-	-	-
Shiv Nand B Biradar	Engineer	4,14,000	On roll	Metric	7	01-07-14	42	-	-	-
S. Mohan Raj	Engineer	4,08,000	On roll	ITI	7	01-08-12	32	-	-	-
Mekchuin Doley	Engineer	3,96,000	On roll	12 th	8	01-07-11	38	-	-	-
Girdhari Lal Jangid	Plant Engineer	4,26,000	On roll	B. Com.	35	*31-12-09	59	Polycon International Limited	-	-
Rashmi Agarwal	Company Secretary & Compliance Officer	3,90,000	On roll	B. Com., ACS	5	10-04-15	29	-	-	-

*The Company was demerged from Polycon International Limited and incorporated on 31st December, 2009, hence, joining date of employees is taken as 31st December, 2009. Earlier they were working in Polycon International Limited.

Date: 13.08.2021

Place: Jaipur

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**For and on behalf of the Board of Directors
For Vinayak Polycon International Limited**

**BHARAT KUMAR BAID
MANAGING DIRECTOR
DIN: 00212506**

**VIKRAM BAID
WHOLE TIME DIRECTOR
& CHIEF FINANCIAL OFFICER
DIN: 00217347**

INDEPENDENT AUDITOR'S REPORT

To the Members of Vinayak Polycron International Limited

Report on the Audit of the Standalone Financial Statements Opinion

We have audited the standalone financial statements of **Vinayak Polycron International Limited** ("the Company"), which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31st March, 2021, the profit and Total Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis and Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

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

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone 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 planning the scope of our audit work and

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards 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 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 explanation given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iii. The Company has provided requisite disclosures in the financial statements, on the basis of information available with the Company. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

FOR TAMBHI ASHOK & ASSOCIATES
Chartered Accountants
Firm Reg. No. 005301C

ASHOK KUMAR TAMBHI
PARTNER
Membership No.: 074100

Place: JAIPUR
Date: 30-06-2021

Annexure A referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date**To the Members of Vinayak Polycron International Limited**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All Fixed assets were physically verified by the management during the year in accordance with a planned programme of verifying all of them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its Assets. No material discrepancies were noticed on such verification.
- (c) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment / fixed assets are held in the name of the Company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) According to the information and explanations given to us, the Company has not made any investments under Section 186 of the Act. There are no loans, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits from the public.
- (vi) According to the information and explanations given to us, the Company is neither required to conduct Cost Audit nor required to maintain Cost Accounting Records for the current financial year under Section 148 of the Act.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employees’ State Insurance, Income-tax, GST, Sales-tax, Service Tax, customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees State Insurance, Income-tax, GST, Sales-tax, Service Tax, customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (viii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to banks. The Company did not have any outstanding dues in respect of a financial institution or to government during the year and there were no outstanding debentures.
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

- (x) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, we report that no fraud by the company or on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to information and explanations given to us by the management and based on our examination of the records of the Company, the managerial remuneration has been paid or provided by the Company in accordance with the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, transactions with the Related parties are in compliance with section 177 and 188 of the Act, wherever applicable, and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

FOR TAMBHI ASHOK & ASSOCIATES
Chartered Accountants
Firm Reg. No. 005301C

ASHOK KUMAR TAMBHI
PARTNER
Membership No.: 074100

Place: JAIPUR
Date: 30-06-2021

**ANNEXURE B to the Independent Auditor's Report of even date on the Standalone Financial Statements of Vinayak Polycron International Limited
Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

To the Members of Vinayak Polycron International Limited

We have audited the internal financial controls over financial reporting of Vinayak Polycron International Limited ("the Company") as of 31st March, 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.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A Company's internal financial control over financial reporting includes those policies and procedures that:



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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, judging by the nature and quantum of transactions appearing in the financial statements, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR TAMBHI ASHOK & ASSOCIATES
Chartered Accountants
Firm Reg. No. 005301C

ASHOK KUMAR TAMBHI
PARTNER
Membership No.: 074100

Place: JAIPUR
Date: 30-06-2021

VINAYAK POLYCON INTERNATIONAL LIMITED

Registered Office: 312, Navjeevan Complex, 29, Station Road, Jaipur - 303012
CIN No. L25209RJ2009PLC030620

BALANCE SHEET AS AT 31ST MARCH, 2021

(Amount in Lakhs)

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
ASSETS			
Non-Current Assets		376.52	430.54
(a) Property, Plant and Equipment	2A	341.53	371.02
(b) Capital work-in-progress	2B	-	-
(c) Financial Assets			
(i) Other Non Current Financial Assets	3	32.71	37.19
(d) Other Non-Current Assets	4	2.28	22.33
Current assets		566.56	578.52
(a) Inventories	5	179.32	187.83
(b) Financial Assets			
(i) Trade Receivables	6	348.35	360.72
(ii) Cash and Cash Equivalents	7	5.87	4.73
(iii) Other Financial Assets	8	7.85	11.68
(c) Current Tax Assets (Net)	9	5.67	3.00
(d) Other Current Assets	10	19.50	10.56
Total Assets		943.08	1,009.06
EQUITY AND LIABILITIES			
EQUITY		433.12	452.39
(a) Equity Share Capital	11	308.13	308.13
(b) Other Equity	12	124.99	144.26
LIABILITIES			
Non-current liabilities		34.34	37.54
(a) Financial Liabilities			
(i) Borrowings	13	3.65	7.70
(ii) Trade Payable	14	0.72	0.72
(b) Deferred Tax Liabilities (Net)	15	2.23	5.15
(c) Provisions	16	27.74	23.97
Current liabilities		475.62	519.13
(a) Financial Liabilities		464.64	508.03
(i) Borrowings	17	342.84	391.26
(ii) Trade Payables	18	98.17	94.42
(iii) Other Financial Liabilities	19	23.63	22.35
(b) Other Current Liabilities	20	10.98	11.10
(c) Current Tax Liabilities (Net)	21	-	-
Total Equity and Liabilities		943.08	1,009.06

Significant accounting policies & Notes on Financial Statements

1 to 37

The accompanying notes are an integral part of the Financial Statements

For Tambi Ashok & Associates
Chartered Accountants
Firm Regn. No.: 005301C

For and on behalf of the Board of Directors

CA Ashok Kumar Tambi
Partner

Membership No.: 074100

Bharat Kumar Baid
Managing Director

DIN: 00212506

Vikram Baid
Executive Director
and CFO

DIN: 00217347

Shikha Natani
Company Secretary
& Compliance Officer

Membership
No.:45901

Place : Jaipur
Date : 30.06.2021

**VINAYAK POLYCON INTERNATIONAL LIMITED**

Registered Office: 312, Navjeevan Complex, 29, Station Road, Jaipur - 303012

CIN No. L25209RJ2009PLC030620

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

(Amount in Lakhs)

Particulars	Note No.	For the year ended 31.03.2021	For the year ended 31.03.2020
REVENUE			
Revenue From Operations	22	1,154.42	1,557.48
Other Income	23	2.58	1.77
Total Income		1,157.00	1,559.25
EXPENSES			
Cost of Material Consumed	24	610.95	916.40
Changes in inventory of finished goods	25	9.73	(3.70)
Employee benefits expense	26	201.35	197.56
Finance costs	27	22.34	35.58
Depreciation and amortization expense	2A	68.61	71.89
Other expenses	28	266.21	338.29
Total expenses		1,179.19	1,556.02
Profit/(loss) before exceptional item and tax		-22.19	3.23
Profit/(loss) before tax		-22.19	3.23
Tax expense:			
(1) Current tax	29	-	2.52
(2) Deferred tax	29	-2.92	-1.41
Profit/(loss) for the period		-19.27	2.12
Total Comprehensive Income for the period (Comprising Profit(Loss) and Other Comprehensive Income for the period)		-19.27	2.12
Earnings per equity share (After exceptional items)			
Basic	30	-0.63	0.07
Diluted	30	-0.63	0.07

Significant accounting policies & Notes on Financial Statements

1 to 37

The accompanying notes are an integral part of the Financial Statements

For Tambi Ashok & Associates
Chartered Accountants
Firm Regn. No.: 005301C

For and on behalf of the Board of Directors

CA Ashok Kumar Tambi
Partner
Membership No.: 074100

Bharat Kumar Baid
Managing Director
DIN: 00212506

Vikram Baid
Executive Director
and CFO
DIN: 00217347

Shikha Natani
Company Secretary
& Compliance
Membership
No.:45901

Place : Jaipur
Date : 30.06.2021

VINAYAK POLYCON INTERNATIONAL LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital	(Amount in Lakhs)
Balance as at April 1, 2019	308.13
Changes in Equity Share Capital during the year	0
Balance as at March 31, 2020	308.13
Balance as at April 1, 2020	308.13
Changes in Equity Share Capital during the year	0
Balance as at March 31, 2021	308.13

Particulars	Reserves and Surplus		
	General Reserve	Retained Earnings	TOTAL
Balance as at April 1, 2019	30.40	111.74	142.14
Profit for the year	0.00	2.12	2.12
Reversal of DTA	0.00	0.00	0.00
Balance as at March 31, 2020	30.40	113.86	144.26
Balance as at April 1, 2020	30.40	113.86	144.26
Profit for the year	0.00	-19.27	-19.27
Reversal of DTA	0.00	0.00	0.00
Balance as at March 31, 2021	30.40	94.59	124.99

For Tambi Ashok & Associates
Chartered Accountants
Firm Regn. No.: 005301C

For and on behalf of the Board of Directors

CA Ashok Kumar Tambi
Partner
Membership No.: 074100

Bharat Kumar Baid
Managing Director
DIN: 00212506

Vikram Baid
Executive Director and
CFO
DIN: 00217347

Shikha Natani
Company Secretary &
Compliance Officer
Membership No.:45901

Place : Jaipur
Date : 30.06.2021

VINAYAK POLYCON INTERNATIONAL LIMITED

Registered Office: 312, Navjeevan Complex, 29, Station Road, Jaipur - 303012
CIN No. L25209RJ2009PLC030620

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

(Amount in Lakhs)

PARTICULARS	CURRENT YEAR		PREVIOUS YEAR	
	2020-21		2019-20	
	AMOUNT		AMOUNT	
A) CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before exceptional and tax as Statement Profit & Loss (Increase in Reserves)			-	3.23
<u>Adjusted for :-</u>				
Finance Cost	22.34		35.58	
Interest received	-1.19		-1.77	
Rent Income	-		-	
Loss/(Profit) on Sale/written off of Fixed Assets	-0.39		-	
Withdrawal from capital reserve	-		-	
Depreciation	68.61		71.89	
Operating Profit before Working Capital Changes	67.18		108.93	
Adjusted for:-				
Increase /(Decrease) in Trade Payables	3.75		23.65	
Increase /(Decrease) in Other financial liabilities	1.28		1.14	
Increase /(Decrease) in Other current liabilities	-0.12		-16.23	
Increase /(Decrease) in Provisions (except IT)	3.77		5.44	
(Increase)/Decrease in Current Tax Assets (Net)	-2.67		-2.59	
(Increase)/Decrease in Inventory	8.51		-105.85	
(Increase)/Decrease in Trade receivables	12.37		219.11	
(Increase)/Decrease in Others current financial assets	8.31		-13.07	
(Increase)/Decrease in Other current assets	11.11		-10.11	
Cash Generated From Operations	113.49		210.42	
Net Cash used in Operating Activities Before Exceptional Items	113.49		210.42	
Less:- Exceptional Items	-		-	
Cash Generated From Operations	113.49		210.42	
Less:- Taxes Paid	-		-13.07	
Net Cash Flow/(used) From Operating Activities		113.49		197.35
B) CASH FLOW FROM INVESTING ACTIVITIES				
(Increase) / Decrease in Long Term Loans & Advances	-		-	
Purchase of Fixed Assets	-44.73		-97.30	
(Increase)/decrease to CWIP	-		-	
Proceeds From Sales/written off of Fixed Assets	6.00		-	
Interest received	1.19		1.77	
Rent Income	-		-	
Net Cash Flow/(used) in Investing Activities		-37.54		-95.53
C) CASH FLOW FROM FINANCING ACTIVITIES				
Procurement of Borrowings	-4.05		7.70	
Repayment of Borrowings	-		-	
Net Increase/Decrease in Working Capital Borrowings	-48.42		-71.75	
Interest paid	-22.34		-35.58	
Net Cash Flow/(used) From Financing Activities		-74.81		-99.63
Net Increase/(Decrease) in Cash and Cash Equivalent		1.14		2.19
Opening balance of Cash and Cash Equivalent		4.73		2.54
Closing balance of Cash and Cash Equivalent		5.87		4.73

1 Cash Flow has been prepared under indirect method as set out in Ind AS-7.

2 Previous Year's figures have been recasted/regrouped, wherever necessary, to confirm to the current years' figures.

For Tambi Ashok & Associates
Chartered Accountants
Firm Regn. No.: 005301C

For and on behalf of the Board of Directors

CA Ashok Kumar Tambi
Partner

Bharat Kumar Baid
Managing Director

Vikram Baid
Executive Director
and CFO

Shikha Natani
Company Secretary &
Compliance Officer

Membership No.: 074100

DIN: 00212506

DIN: 00217347

Membership No.: 45901

Place : Jaipur
Date : 30.06.2021

VINAYAK POLYCON INTERNATIONAL LIMITED
Notes forming part of the Financial Statements
as at and for the year ended 31st March, 2021
Note 1 - General information and Significant Accounting Policies
Note 1.1 - Background

Vinayak Polycron International Limited (the Company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company were demerged from Polycron International Limited, a listed company also domiciled in India under the Demerger Scheme approved by the Honourable High Court of Rajasthan, Jaipur Bench vide Order Dated 21/07/2011.

Presently the Company is engaged in the business of manufacturing and trading of PET Items like PET Bottles, PET Jars, PET Preforms, PP Caps and Lids etc. Its manufacturing facilities are located at Chennai and Jaipur.

Note 1.2 - Significant Accounting Policies
I. Basis of preparation and presentation
(i) Compliance with Ind AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2016 as amended and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2020 are prepared with comparatives under Ind AS. The accounting policies are applied consistently to all the periods presented in the financial statements.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- 3) defined benefit plans - plan assets measured at fair value;

(iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

II. Use of estimates, assumption and judgement

The preparation of the financial statements in conformity with recognition and measurement principles of Ind AS requires the Management to make estimates and assumptions. Estimates and underlying assumptions are reviewed on an ongoing basis.

Revisions to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future. The following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period that may have a significant risk of

(i) Useful lives and residual value of property, plant and equipment, intangible assets and investment properties :

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed at each financial year end.

(ii) Deferred tax assets :

The Company has reviewed the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

(iii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Employee benefit expenses

Actuarial valuation for gratuity liability of the Company has been done by an independent actuarial valuer on the basis of data provided by the management and assumptions used by the actuary. The data so provided and the assumptions used have been disclosed in the notes to accounts.

(v) Discounting of Security deposit, and other long term liabilities

For majority of the security deposits received, the timing of outflow, as mentioned in the underlying contracts, is not ascertainable or is not substantially long enough to discount. The treatment would not provide any meaningful information and would have no material impact on the financial statements.

III Property, Plant and Equipment
i Recognition and Measurement

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment. Cost is inclusive of inward freight, non refundable duties and taxes and incidental expenses related to acquisition or construction.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning.

ii. Capital work-in-progress

Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses.

IV Depreciation / amortisation

i. The Company is following the written down value method of depreciation in respect of Property, plant and equipment.

ii. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a written down value basis.

- iii. Preenoid Land is not depreciated.
- iv. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

V Leases

Lease payments under operating leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless another systematic basis is more representative of the time pattern of the Company's benefit.

Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

Financial lease transactions entered are considered as financial arrangements and the leased assets are capitalised on an amount equal to the present value of future lease payments and corresponding amount is recognised as a liability. The lease payments made are apportioned between finance charge and reduction of outstanding liability in relation to leased asset.

VI Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash in hand, bank overdraft with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

VII Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw Materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in first out basis.

Finished Goods and Work in Progress: Cost includes cost of direct materials and labour and a proportion of fixed manufacturing overheads based on the normal operating capacity. Cost is determined on first in first out basis.

Traded Goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

VIII Financial Instruments

A. Initial recognition

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of financial asset or financial liabilities, as appropriate, on initial recognition.

B. Subsequent measurement

(i) Financial assets carried at amortised cost : A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the

contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets carried at fair value through other comprehensive income (FVTOCI): A financial asset is subsequently measured at FVTOCI if it is held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(iv) Financial assets carried at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss.

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

De-recognition of financial Asset

A financial asset is primarily derecognised (i.e. removed from the balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid is recognised in profit or loss as "Other Income" or "Finance Expense".

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

C. Impairment

(i) Financial assets

The Company recognizes loss allowances using the expected credit loss for the financial assets which are not measured at fair value through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit loss.

Individual trade receivables are written off when management deems them not to be collectible.

(ii) Non - financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). The Company reviews/assesses at each reporting date if there is any indication that an asset may be impaired.

Factors used to identify segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company is engaged in manufacture and sale of PET and other plastic products which constitutes a single business segment.

X Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

XI Contingent liabilities and provisions

Contingent liabilities are disclosed after evaluation of the facts and legal aspects of the matter involved, in line with the provisions of Ind AS 37.

The company records a liability for any claims where a potential loss probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosures in the financial statements but does not record a liability in its financial statements unless the loss becomes probable.

Provisions are recognised when the Company has a legal / constructive obligation as a result of a past event, for which it is probable that a cash outflow may be required and a reliable estimate can be made of the amount of the obligation.

When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

XII Revenue recognition

Sale of goods : - Revenue is recognised when the significant risks and rewards of ownership have been transferred to the customer, which generally coincides when the products are dispatched / shipped, recovery of the consideration is probable, the associated costs can be estimated reliably, there is no continuing management involvement with the goods nor it exercises effective control over the goods and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts, cash discounts and volume rebates. Sales includes excise duty but excludes sales tax / value added tax/goods and service tax.

Income from services :- Revenue from sale of services are recognised when services are rendered and related costs are incurred.

Other income : - Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition. Rent income is recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Rent income is accrued as per terms of contracts.

XIII Employee Benefits

The Company has various schemes of employee benefits such as provident fund, employee state insurance scheme, gratuity and Compensated Absences, which are dealt with as under:

(i) Short-term obligations

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

(ii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund and Family pension funds.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred.

Liability on account of short term employee benefits, comprising largely of compensated absences and bonus, is recognised on an undiscounted accrual basis during the period when the employee renders service.

XIV Foreign Currency Transactions
(i) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

XV Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally forcible right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

XVI Earnings Per Share**Basic earnings per share**

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

XVII Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

XVIII Government Grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

XIX Statement of cash flows

Cash flows are reported using the method as prescribed in Ind AS 7 'Statement of Cash flows', where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expense associated with investing or financial cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

XX Investments

Investments, if any, are to be valued at fair value.



Note 2(A) Property, Plant & Equipment

Particulars	(Amount in Lakhs)											Total				
	Freehold Land	Factory Building	Plant and Machinery	Electric Installation	Office Equipments	Furniture and Fixtures	Vehicles	Computers	Moulds & Dies							
Gross Carrying Amount																
As at March 31, 2019	13.83	132.65	742.83	29.91	3.46	6.93	21.61	7.80	366.47							1,325.49
Additions	-	-	23.78	-	-	-	18.44	-	55.08							97.30
Disposals																
As at March 31, 2020	13.83	132.65	766.61	29.91	3.46	6.93	40.05	7.80	421.55							1,422.79
As at April 1, 2020	13.83	132.65	766.61	29.91	3.46	6.93	40.05	7.80	421.55							1,422.79
Additions			36.73						8.00							44.73
Disposals									148.30							148.30
As at March 31, 2021	13.83	132.65	803.34	29.91	3.46	6.93	40.05	7.80	281.25							1,319.22
Accumulated Depreciation																
As at March 31, 2019	-	88.54	542.20	25.24	3.34	6.23	20.34	7.44	286.55							979.88
Additions	-	4.14	41.26	0.94	0.01	0.18	2.12	-	23.24							71.89
Disposals																-
As at March 31, 2020	-	92.68	583.46	26.18	3.35	6.41	22.46	7.44	309.79							1,051.77
As at April 1, 2020	-	92.68	583.46	26.18	3.35	6.41	22.46	7.44	309.79							1,051.77
Additions		3.76	38.46	0.75	-	0.10	5.83	-	19.71							68.61
Disposals									142.69							142.69
As at March 31, 2021	-	96.44	621.92	26.93	3.35	6.51	28.29	7.44	186.81							977.69
Net carrying amount																
As at March 31, 2020	13.83	39.97	183.15	3.73	0.11	0.52	17.59	0.36	111.76							371.02
As at March 31, 2021	13.83	36.21	181.42	2.98	0.11	0.42	11.76	0.36	94.44							341.53

Note 2(B) CAPITAL WORK IN PROGRESS

Particulars																
As at March 31, 2020	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Note 3 Other Non-Current Financial Assets

(Amount in Lakhs)

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Advance to employees		-
2	Security Deposits	32.71	37.19
TOTAL		32.71	37.19

Note 4 Other Non-Current Assets

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Advances against Goods supply/ Expenses	2.28	22.33
TOTAL		2.28	22.33

Note 5 Inventories

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Raw Material	133.85	135.89
2	Stores, Spares and Consumables	10.25	7.61
3	Packing Material	3.5	2.88
4	Finished Goods	31.72	41.45
TOTAL		179.32	187.83

5.1 For basis of valuation of Inventories, refer to Note No. 1.2 VII
5.2 Inventories shown above are hypothecated to short term borrowings (Refer to Note No. 17)
Note 6 Trade Receivables

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Unsecured, considered good (Unless otherwise stated) Trade Receivables outstanding for a period exceeding six months from the date they were due for payment	13.13	12.12
2	Other Trade Receivables	335.22	348.60
Total Trade Receivables		348.35	360.72

6.1 No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person, from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days. Refer to Note No. 33 for information about credit risk and market risk of trade receivables.

6.2 The above trade receivables are hypothecated to secured short term borrowings (Refer to Note No. 17)

Note 7 Cash and Cash Equivalents

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Cash in Hand	4.11	1.96
2	Bank Balances	1.76	2.77
TOTAL		5.87	4.73

Note 8 Others Current Financial Assets

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Advance to employees	7.85	11.68
TOTAL		7.85	11.68

Note 9 Current Tax Assets (Net)

Particulars		As at 31st March, 2021	As at 31st March, 2020
	Advance Tax	5.67	5.52
	Less: MAT Credit Entitlement		-
	Less: Provision for Income Tax	-	2.52
		5.67	3.00
	Refund for AY 2019-20		-
TOTAL		5.67	3.00

Note 10 Other Current Assets

Particulars		As at 31st March, 2021	As at 31st March, 2020
1	Prepaid Expenses	3.76	3.96
2	Balance with Excise/Sales Tax/Service Tax	12.26	2.19
3	Advances against Goods supply/ Expenses	-	-
4	Advance against Capital Goods	3.48	4.41
TOTAL		19.50	10.56

Note 11 Equity Share Capital

(Amount in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<u>Share Capital</u>		
1 Authorised :		
32,50,000 Equity Shares of Rs.10/- each (Previous Year 32,50,000 Equity shares of 10/- each)	325.00	325.00
2 Issued, Subscribed and fully paid up		
30,81,295 Equity shares of Rs.10/- each (Previous Year 30,81,295 Equity shares of Rs.10/- each)	308.13	308.13
TOTAL	308.13	308.13

(a) Rights, Preferences and restrictions attached to Equity Shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. All equity shareholders rank equally with regard to dividends and share in the company's residual assets. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing AGM.

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

(b) Reconciliation of the number of shares outstanding at the beginning and end of the year : (Amount in Lakhs)

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No of shares	Amount	No of shares	Amount
At the beginning of the year	30,81,295	308.13	30,81,295	308.13
Add: Issued during the year	-	-	-	-
Less: Bought Back during the year	-	-	-	-
At the end of the year	30,81,295	308.13	30,81,295	308.13

(c) Shares held by each shareholder holding more than 5% of number of shares:

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Jai Sinter Polycon Private Limited	354950	11.52%	354950	11.52%
Sankalp Granites Private Limited	323169	10.49%	323169	10.49%
Vikram Baid	288046	9.35%	288046	9.35%
Bharat Kumar Baid	244148	7.92%	244148	7.92%
Rajiv Baid	225802	7.33%	225802	7.33%
SIGO Polymers (P) Ltd	182714	5.93%	182714	5.93%
Maratha Petrochemicals (P) Ltd	180854	5.87%	180854	5.87%
Bharat Kumar Baid(HUF)	167134	5.42%	167134	5.42%
	1966817	63.83%	1966817	63.83%

The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of 5 years immediately preceding the balance sheet date.

Note 12 Other Equity

(Amount in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<u>Reserves and Surplus</u>		
1 General Reserve		
At the beginning of the year	30.40	30.40
Add; Additions during the year	-	-
Less: withdrawals/transfer	-	-
Balance at the year end	30.40	30.40
2 Surplus		
At the beginning of the year	113.86	111.74
Add: Profit for the Year	-19.27	2.12
Balance at the year end	94.59	113.86
TOTAL	124.99	144.26

Note 13 Non Current Financial Borrowings

Particulars	As at 31st March, 2021	As at 31st March, 2020
Term Loan		
Secured - Car Loan from HDFC Bank	7.70	11.41
COVID-19 BOB Loan	47.50	
Unsecured		
Total	55.20	11.41
Less : Current maturities of long term borrowings	51.55	3.71
TOTAL	3.65	7.70

13.1 Vehicle loan (including current maturities) is secured by hypothecation of the vehicle.

13.2 There is no delay in repayment of principal or interest of any loan on due date

13.3 The COVID-19 Loan from BoB is secured by personal guarantee of 2 directors of the company and exclusive first charge by way of Hypothecation of entire existing and proposed plant and machinery, electrical installations, furniture and fixtures, office equipments and other movable fixed assets of the company located at and including factory land and building at RS No. 119/1B1A7 (Part) 16, Pandur Village, Chingalper Talluk, Dist. Kanchipuram, Tamil Nadu (Admeasuring 6278.33 Sqm) in the name of the company. It is payable in 18 instalments, 6 of 1,25,000 each and 12 of 3,54,000. The rate of interest at present is 7.00% (BRLLR @6.76% + 0.25%)

Note 14 Non Current Trade Payables

Particulars	As at 31st March, 2020	As at 31st March, 2020
Secured		
	-	-
Unsecured		
Creditors for Capital Goods & expenses	0.72	0.72
TOTAL	0.72	0.72

Note 15 Deferred tax liabilities (Net)

Particulars	As at 31st March, 2021	As at 31st March, 2020
1 Deferred tax liabilities (Net)	2.23	5.15
TOTAL	2.23	5.15

Note 16 Provisions

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for Gratuity	27.74	23.97
TOTAL	27.74	23.97

Note 17 Current Borrowings

Particulars	As at 31st March, 2021	As at 31st March, 2020
Loan payable on demand from Banks :		
Secured		
1 Bank of Baroda		
a. Cash Credit Account	291.29	387.55
b. Current Maturity of Long Term Borrowings	51.55	3.71
TOTAL	342.84	391.26

Cash Credit facilities from Bank of Baroda together with interest and other charges thereon, is secured by mortgage of Company's land and building together with other immovable assets thereon both present and future and by way of a hypothecation charge over all movable assets including book debts of the company and secured by personal guarantee of two directors of the company. Cash Credit is payable on demand and carries interest rate @ 8.30% p.a. on monthly rest.

Refer Note No 33 for information about credit risk and market risk for loans.

Note 18 Trade Payables

Particulars	As at 31st March, 2021	As at 31st March, 2020
Sundry Creditors for goods, services and expenses	98.17	94.42
TOTAL	98.17	94.42

The Company has not received any intimation from any of its suppliers about their having filed a memorandum in pursuance of Micro, Small and Medium Enterprises Development Act, 2006. Hence, the disclosure requirement u/s 22 of MSMED Act, 2006 is not applicable to the Company.

Note 19 Other Current Financial Liabilities

Particulars	As at 31st March, 2021	As at 31st March, 2020
Payable on account of Capital Goods	2.26	1.80
Provision for Expenses	14.27	13.37
Provision for Labour Wage	3.82	3.79
Provison for Staff Salary	3.28	3.39
TOTAL	23.63	22.35

Note 20 Other Current Liabilities

Particulars	As at 31st March, 2021	As at 31st March, 2020
Statutory Liabilities:		
TDS Payable	2.71	1.53
CGST Payable	0.11	0.08
SGST Payable	1.07	1.69
IGST Payable	-	-
PF Payable	1.33	1.32
Advance from Customers	5.76	6.48
TOTAL	10.98	11.10

Note 21 Current Tax Liabilities (Net)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision For Tax		-
Less: MAT Credit Entitlement		-
Less: Advance Tax Paid		-
TOTAL	-	-

Note 22 Revenue From Operations

(Amount in Lakhs)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
(a) Sale of products* Finished Goods	1154.42	1557.48
TOTAL	1,154.42	1,557.48

* The above amount excludes Rs. 1.33 and Rs. 49.06 Lakhs which is the amount of Goods and Services sold by Chennai Unit to Jaipur unit and Jaipur Unit to Chennai Unit respectively for the year 2021-22. The above amount excludes Rs. 3.40 and Rs. 37.45 Lakhs which is the amount of Goods and Services sold by Chennai Unit to Jaipur unit and Jaipur Unit to Chennai Unit respectively for the year 2019-20.

Note 23 Other Income

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
(a) Interest		
Interest Received	1.19	1.56
Interest on Income Tax Refund	0.00	0.21
Liabilities no longer required to be paid	1.00	
Gain on sale of Fixed Assets	0.39	
TOTAL	2.58	1.77

Note 24 Cost of Material Consumed

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
A Raw Material Consumed		
Raw Material		
Opening Stock	135.89	42.90
Add: Purchases	603.08	996.79
	738.97	1,039.69
Less: Closing Stock	133.85	135.89
	605.12	903.80
B Packing Material	5.83	12.60
TOTAL	610.95	916.40

Note 25 Changes in inventories of Finished Goods

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Finished Goods at the beginning of the year	41.45	37.75
Finished Goods at the end of the year	31.72	41.45
INCREASE/(DECREASE)	9.73	-3.70

Note 26 Employee benefits expense

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Salaries, Wages and Incentive	185.30	184.88
Contribution to Provident and Other Funds	8.20	8.91
Staff welfare Expenses	7.85	3.77
TOTAL	201.35	197.56

Note 27 Finance Costs

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Interest Expenses	19.98	33.46
Other Borrowing Costs	2.36	2.12
TOTAL	22.34	35.58

Note 28 Other expenses

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Consumption of Stores and Spare Parts	16.94	12.34
Electricity and Fuel Charges	137.63	169.15
Payment to Auditors as Auditors- Statutory and GST Audit	0.40	0.25
Repair and Maintenance		
Plant and Machinery	4.82	9.18
Building	0.90	2.51
Moulds	0.09	0.55
Others	5.46	1.79
Tour and Travelling		
Domestic	2.52	9.73
Foreign	-	-
Postage, Telegraph and Telephone	0.85	1.15
Insurance	4.22	4.82
Listing Expenses & Professional Fees	4.66	5.46
Fee and Subscriptions	0.28	0.99
Vehicle and Maintenance	0.28	0.42
Printing and Stationary	0.29	0.75
Government Dues and Fee	0.29	0.29
Rates and Taxes	0.65	0.06
Job Work Paid	0.00	0.49
Advertisement Expenses	0.55	2.46
Transportation, Handling and Octroi(net)	43.51	62.45
Rent	8.58	8.58
Machine Rent	22.25	24.00
Factory Rent	6.77	8.52
Gratuity	3.77	5.44
Income Tax Expenses	0.00	1.07
Bad Debts Written-off	0.00	5.69
Miscellaneous Expenses	0.50	0.15
TOTAL	266.21	338.29

Note 29 Tax Expenses

(Amount in Lakhs)

Tax expense recognized in the Statement of Profit and Loss

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Current Tax on taxable income for the year (Net of MAT Credit)	0.00	2.52
Total Current Tax expense	-	2.52
Deferred Tax		
Deferred Tax charge/(credit)	-2.92	-1.41
Total Deferred Income Tax expense/(benefit)	(2.92)	(1.41)
Tax in respect of earlier years		-
Total tax expense	(2.92)	1.11

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Profit as per AS	-22.19	3.23
Ind AS Adjustments (before tax)	-	-
Net Income before taxes	-22.19	3.23
Applicable Tax Rate*	26%	26%
Computed Tax Expense	-5.77	0.84
Increase/decrease in taxes on account of :		
Gratuity	0.98	1.41
Income Tax Expense Reported	0.00	0.28
Depreciation as per Income Tax Act	-15.19	-18.70
Depreciation as per Companies Act	17.84	18.69
Computed Income Tax Expense	-2.14	2.52
Less: MAT Credit Entitlement	0	0
Income Tax Expense Reported	0.00	2.52

*Income Tax calculated @ 18.5% u/s 115JB

Deferred Tax Assets (Liabilities)

The analysis of deferred tax assets and deferred tax liabilities is as follows:

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Deferred Tax Asset		
Property, Plant and Equipment	-9.44	-11.38
Gratuity	7.21	6.23
TOTAL	-2.23	-5.15
Net Deferred Tax Liability/(Asset) to be created for the Year	2.23	5.15

Note 30 EARNINGS PER SHARE

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

Particulars	(in number)	
	For the year ended 31.03.2021	For the year ended 31.03.2020
Issued number equity shares	30,81,295	30,81,295
Potential Equity Shares	-	-
Weighted average shares outstanding - Basic and Diluted	30,81,295	30,81,295

Net profit available to equity holders of the Company used in the basic and diluted earnings per share was determined as follows:

Particulars	(Amount in Lakhs)	
	For the year ended 31.03.2021	For the year ended 31.03.2020
Profit and loss after tax	-19.27	2.12
Profit and loss after tax for EPS	-19.27	2.12
Basic Earnings per share (in Rs.)	-0.63	0.07
Diluted Earnings per share (In Rs.)	-0.63	0.07

The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS because there were no potential equity shares.

Note 31 Related Party Transactions

In accordance with the requirements of Ind AS 24, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods, are reported as under:

(i) Related party name and relationship

Particulars	Designation
Jai Sinter Polycon Pvt. Ltd.	Director Holds office of Profit
Crystal Packaging	Director is Partner
Mrs. Vinod Baid	Relative of Director
Mr. Bharat Kumar Baid	Key Management Personnel
Miss Rashmi Agarwal	Key Management Personnel
Mr. Vikram Baid	Key Management Personnel

(Amount in Lakhs)

(ii) Disclosure in respect of Material Transactions with Related parties during the year

Purchases	As at 31st March, 2021	As at 31st March, 2020
Sale of Goods		
Crystal Packaging	8.32	125.24
Receiving of Services		
Jai Sinter Polycon Pvt. Ltd.	34.12	34.62
Rent		
Mrs. Vinod Baid	8.58	8.58
Jai Sinter Polycon Pvt. Ltd.	26.50	30.00
Managerial Remuneration(As per Companies Act 2013)		
Mr. Bharat Kumar Baid	29.89	30.01
Miss Rashmi Agarwal	3.90	3.94
Mr. Vikram Baid	28.43	28.55

(iii) Disclosures with respect of Outstanding Balances of Related Parties

Nature of Transactions	Related Parties	
	As at 31st March, 2021	As at 31st March, 2020
Outstandings Payable		
For Expenses:		
Jai Sinter Polycon Pvt. Ltd.	43.79	53.45
For Remuneration:		
Mr. Bharat Kumar Baid	21.18	9.75
Miss Rashmi Agarwal	0.30	0.30
Mr. Vikram Baid	15.49	8.78
Amounts Receivable:		
Crystal Packaging (Included in Note 6)	7.83	0

Note 32 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks i.e. Market Risk, Liquidity Risk and Credit Risk.

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

A. Market risk

- **Foreign Currency Risk:**

There are no currency rate risk on the Company since all the transactions are done in the functional currency (INR) and the Company has not taken any loans or borrowings from the market in foreign currency.

- **Interest Rate Risk:**

The exposure of the Company's borrowing to interest rate charges at the end of the reporting period is on the amount of outstanding balance of cash credit facilities from Indian Overseas Bank/ Bank of Baroda. The interest rates are linked to 1 year MCLR and are changed at the time of annual renewal. The rates will either increase or decrease depending on changes in RBI's and Bank's policies.

- **Price Risk:**

The Company faces price risk due to change in price of Raw Materials from time to time. To shield itself from them, all sales contracts and orders are variable to changes in prices from time to time. They are based on the price of raw materials at the beginning of each month or weighted average price of last 3 months.

- **B. Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding to meet obligations when due. Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash requirements.

- **C. Credit risk**

- Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The carrying amounts of financial assets represent the maximum credit risk exposure.

- Assets are written off when there is no reasonable expectation of recovery. The Company write offs debtors when they fail to make contractual payment greater than a reasonable limit post due.

- The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

Trade and Other Receivables

Credit risk refers to the risk of default on its obligation by the counter party resulting in financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to Rs. 348.35 Lakhs and Rs. 360.72 Lakhs as at March 31, 2021, and March 31, 2020 respectively. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry. The Company monitors its exposure to credit risk on an ongoing basis at various levels. Outstanding customer receivables are regularly monitored.

Due to the geographical spread and the diversity of the Company's customers, the Company is not subject to any significant concentration of credit risks at balance sheet date.

Cash and Cash Equivalents and Bank Deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits accounts in different banks across the country.

Cash Credit Facilities

Cash credits facilities from Bank of Baroda, Park Street Branch, Jaipur together with interest and other charges thereon, is secured by mortgage of company's land and building together with plant and machinery thereon both present and future and by way of a hypothecation charge over all movable assets including book debts, stock etc. of the company and secured by personal guarantee of three directors of the company. Cash credit is payable on demand and carries interest rate @ 8.30% p.a. on monthly rest.

Note 33 Fair Value Measurement

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments.

(Amount in Lakhs)

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets designated at amortised cost				
Trade Receivables	348.35	348.35	360.72	360.72
Cash & Cash Equivalents	5.87	5.87	4.73	4.73
Other Financial Assets	40.56	40.56	48.87	48.87

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets designated at fair value through other comprehensive income			-	-

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets designated at fair value through profit and loss			-	-

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Liabilities designated at amortised cost				
Borrowings (Non-Current and Current)	346.49	346.49	398.96	398.96
Trade Payables	98.89	98.89	95.14	95.14
Other Financial Liabilities	23.63	23.63	22.35	22.35

Particulars	Carrying Amount	Fair Value	As at 31st March, 2020	
			Carrying Amount	Fair Value
Financial Liabilities designated at amortised cost at fair value through profit and loss			-	-

(i) Fair Value of Financial Assets and Liabilities

- The carrying amounts of trade receivables, trade payables, capital creditors, cash and cash equivalents, other bank balances, other financial assets, short term borrowings and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- Majorly the security deposits are redeemable on demand and hence the fair values of security deposits are approximately equivalent to the carrying amount.
- There is no material difference between carrying amount and fair value of non-current borrowings as on March 31, 2021 and March 31, 2020.

(ii) Fair Value Hierarchy

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded debentures and mutual funds that have quoted price. The fair value of all equity instruments (including debentures) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

Note 34 CAPITAL RISK MANAGEMENT
Objective

The primary objective of the Company's capital management is to maximize the shareholder value. i.e. to provide maximum returns to the shareholders. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns to the shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2021 and March 31, 2020.

Policy

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the rules and regulations framed by the Government under whose control the Company operates.

Process

The Company manage its capital by maintaining sound/optimal capital structure financial ratios, such as net debt-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. Debt-to-equity ratio as of March 31, 2021, and March 31, 2020 is as follows:

(Amount in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Total debt	346.49	398.96
Total equity	433.12	452.39
Ratio	0.80	0.88

Note 35 ASSETS PLEDGED AS SECURITY

The carrying amounts of assets Pledged as security for current and non-current borrowings are:

(Amount in Lakhs)			
Particulars	As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2019
Current Assets			
Financial Assets			
Floating Charge			
Cash & Cash Equivalents	-	-	-
Receivables	348.35	360.72	579.83
Fixed Deposit lien by bank against term loan		-	-
Short Term Loans & advances		-	-
Non Financial Assets			
Floating Charge			
Inventories	179.32	187.83	81.98
Other Current Assets		-	-
Total Current assets Pledged as security	527.67	548.55	661.81
Non Current Assets			
First Charge			
Land	13.83	13.83	13.83
Building	36.21	39.97	44.11
Furniture, fittings and equipment	0.42	0.52	0.70
Plant and Machinery including Store & Spares	181.42	183.15	200.63
Fixed Deposit lien by bank against term loan		-	-
Others	109.65	133.55	86.34
Total non-current assets Pledged as security	341.53	371.02	345.61
Total assets Pledged as security	869.20	919.57	1,007.42

Cash credits facilities from Bank of Baroda, Park Street Branch, Jaipur together with interest and other charges thereon, is secured by mortgage of company's land and building together with plant and machinery thereon both present and future and by way of a hypothecation charge over all movable assets including book debts, stock etc. of the company and secured by personal guarantee of three directors of the company. Cash credit is payable on demand and carries interest rate @ 8.30% p.a. on monthly rest.

Note 36 Disclosure required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The Ministry of Micro, Small and Medium Enterprise has issued an office memorandum dated 26.08.2008, which recommends that Micro and Small Enterprises should mention in their correspondence with its customers, the entrepreneur's memorandum number as allocated after filing of memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as on 31.03.2021 and 31.03.2020 has been made in the financial statements based on the information provided by the management. Based on the information currently available with the company, there are no dues payable to Micro and Small Suppliers as defined in the Micro, Small and Medium Enterprise Development Act, 2006

Note 37 Previous year's figure have been regrouped/ reclassified / rounded off wherever necessary to correspond with the current year's classification/ disclosure.

For Tambi Ashok & Associates
Chartered Accountants
Firm Regn. No.: 005301C

For and on behalf of the Board of Directors

CA Ashok Kumar Tambi
Partner

Bharat Kumar Baid
Managing Director

Vikram Baid
Executive
Director and
CFO

Shikha Natani
Company Secretary
& Compliance
Officer

Membership No.: 074100

DIN: 00212506

DIN: 00217347

Membership
No.:45901

Place : Jaipur
Date : 30.06.2021



VINAYAK POLYCRON International Ltd.

312, Navjeevan Complex, 29 Station Road, Jaipur-302 006