August 30, 2021

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East)
Mumbai – 400051

Scrip Code: 539940

Name of Scrip: MAXVIL

Sub.: Notice of the 6th Annual General Meeting and Annual Report for FY 2020-21

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30, 34, 42 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further to our letter dated August 26, 2021 informing about the 6th Annual General Meeting ("AGM") of the Company scheduled to be held on Thursday, September 23, 2021 at 1400 hours (IST) through Video Conference ("VC")/Other Audio Visual Means ("OAVM") in compliance with circulars issued by the Ministry of Corporate Affairs and SEBI, we wish to inform the following:

1. The Annual Report for the Financial Year 2020-21 and the Notice of AGM are being sent through electronic mode to all the members of the Company whose email addresses are registered with the Company/Depository Participant(s). These documents are also available on the Company's website at www.maxvil.com.

2. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 17, 2021 to Thursday, September 23, 2021 (both days inclusive).

3. The Company is providing the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) on all the resolutions set out in the AGM notice to the Members, who will be holding shares as on the cut-off date i.e. Thursday, September 16, 2021. The remote e-voting period will commence from Sunday, September 19, 2021, at 0900 hrs. and will end on Wednesday, September 22, 2021 at 1700 hrs. Detailed instructions for remote e-voting and e-voting/ attendance at the AGM are given in the Notice of AGM.

4. The Annual Report for FY 2020-21 and the Notice of AGM are enclosed herewith.

You are requested to take the aforesaid on record.

Thanking you,
Yours faithfully,
For **Max Ventures and Industries Limited**

Max Ventures and Industries Limited

Saket Gupta
Company Secretary and Compliance Officer

Encl.: As above

ANNUAL REPORT 2020-21

Strengthening the Foundation for Growth

To know more about the Company log on to
www.maxvil.com

Scan the QR code for
additional information
about the Company

Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

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CORPORATE REVIEW

In this Section

Our Enterprise

Incorporated in 2015, Max Ventures & Industries Limited (MaxVIL) operates across two core businesses of Real Estate and Specialty Packaging Films through its subsidiary companies – Max Estates Limited, Max Asset Services Limited, Max I. Limited and Max Speciality Films Limited. MaxVIL is listed on the NSE and BSE. Besides a 49.7% holding by Analjit Singh sponsor family, other key shareholders include New York Life Insurance and First State Investments.

Established in 2016, Max Estates is the real estate arm of the Max Group. It is a wholly owned subsidiary of MaxVIL. Its vision is to bring the Group's values of Excellence, Credibility and 'Sevabhav' to the Indian real estate sector. Max Estates is focused on developing and operating Grade A, build to lease office complexes. Through its WorkWell concept, Max Estates offers workplaces which provide a blend of community building, technology, and environment friendly features. Its commercial projects include Max Towers, on the edge of South Delhi that opened in 2019 and houses recent occupants such as YES Bank, Cyril Amarchand Mangaldas, DBS, among others, Max House, Okhla, a Grade-A office campus located in South Delhi. Its upcoming projects include Max Square, in Sector 129, Noida which has equity participation from New York Life Insurance .

Launched in 1988, Max Speciality Films, a subsidiary of MaxVIL, is an innovation leader in the Specialty Packaging Films business. It has a strategic partnership with Japan's Toppan Inc., a leading global printing company. Max Speciality Films is a top supplier of specialty packaging, labels, coating, and thermal lamination films for the Indian and overseas markets. For FY21, specialty films contributed 53% to total revenue. The new CPP line of capcity 7.2 KTPA has been ordered in FY22. MSF remains committed to its focus of creating value-added films and specialty products through research and innovation.

Max Asset Services Limited (MAS), a wholly owned subsidiary of MaxVIL, focuses on providing Real Estate as a service in the form of facility management, community development and managed offices. It aims to bring life into buildings by implementing the Max Estates' WorkWell philosophy through amenities and 'Pulse', which focuses on curating engaging events for office tenants.

Max I. Limited is MaxVIL's wholly owned subsidiary, which facilitates intellectual and financial capital to promising and proven early-stage organizations with focus on real estate synergistic to the real estate business of the Max Group. Its investment model is a hybrid of accelerators and venture funding, providing both mentoring and growth capital for the organizations it invests in.

Our Enterprise

Max Financial Services Limited (MFSL) is part of India's leading business conglomerate – the Max Group. Focused on Life Insurance, MFSL owns and actively manages an 81.83% majority stake in Max Life Insurance, India's largest non-bank, private life insurance company. MFSL recorded consolidate revenues of Rs 31,288 Cr during FY21 and a Profit After Tax of Rs 560 Cr.

The Company is listed on the NSE and BSE. Besides a 15% holding by Analjit Singh and sponsor family, some of the other group shareholders include MSI, Ward ferry, New York Life, Baron, Vanguard, Jupiter, Blackrock, and the Asset Management Companies of Nippon, HDFC, ICICI Prudential, Motilal Oswal, Aditya Birla Sun Life, Mirae, DSP and Kotak.

Max Life is the sole operating subsidiary of Max Financial Services Limited. Max Life – a part of the $4-Bn Max group, an Indian multi business corporation – is India's largest non-bank private life insurer and the fourth largest private life insurance company.

In FY21, Max Life reported an Embedded Value (EV) of Rs 11,834 Cr, after allowing for the shareholder dividends led by 39% growth in value of new business. The Operating Return on EV (RoEV) over stood at 18.5%. The New Business Margin (NBM) for FY2021 was 25.2% (at actual costs), an increase of 360 bps and the Value of New Business (VNB) was Rs 1,249 Cr (at actual costs), an annual growth of 39%.

On April 6, 2021, Axis Bank Limited, India's third-largest private sector bank, together with its subsidiaries Axis Capital Limited and Axis Securities Limited (collectively referred to as "Axis Entities") became the co-promoters of Max Life. This was after completion of the acquisition of 12.99% stake collectively by the Axis Entities in Max Life.Under the deal, the Axis Entities have a right to acquire an additional stake of up to 7% in Max Life, in one or more tranches, subject to regulatory approvals. Max Life has 358 branch units across India as of March 31, 2021.

New Max India Limited (MIL) was formed in June 2020 after Max India – the erstwhile arm of the $4-billion Max Group – merged its healthcare assets into Max Healthcare and demerged its senior care and other allied businesses in June 2020 into a new wholly owned subsidiary called Advaita Allied Health Services Limited.

Max India is now the holding company of Max Group's Senior Care business Antara, an integrated service provider for all senior care needs. It operates across two lines of businesses – Assisted Care services, including Care Homes, Care at Home and MedCare, and independent residencies for seniors.

Max India investor list includes: IFC, New York Life, Nomura, TVF, Rajasthan Global Securities, Equity Intelligence (Porinju Veliyath).

Antara is a wholly owned subsidiary of Max India. It is an integrated service provider for all senior care needs. It operates two main lines of businesses – Residence for Seniors and Assisted Care Services.

Antara's first residential community in Dehradun consists of around 180 apartments spread across 14 acres of land. In 2020, Antara launched a new senior living facility in Noida, Sector-150. With 340 apartments in its first phase of development, it will be ready for possession by 2025.

Antara's Assisted Care Services include 'Care Homes' and 'Care at Home' and MedCare products. They cater to seniors over the age of 55, who need more immersive interventions in their daily lives due to medical or age-related issues.

Launched in 2008, Max India Foundation (MIF) represents the Max Group's social responsibility efforts. It is focused on the creation of opportunities by empowering children through education and sustainable livelihood skills. MIF's most recent initiative is Social Emotional Ethical (SEE) Learning – a K-to-12 education program to provide high quality, easy-to-use curricula and a comprehensive framework for educators and students for their holistic development. In the past, the Foundation's work focused on healthcare for the underprivileged and benefitted more than 3.4 million people in over 800 locations since its inception.

Measures of Success

MaxVIL Consolidated Revenues

₹11,723 Mn

14%

Consolidated EBITDA

₹1,985 MN

65%

Total leased area owned by Max Estates

3.07 Lk Sq. Ft.

FY21

1.42 Lk Sq. Ft.

FY20

Max Towers in Noida leased more than

90 %

of space to marquee tenants at nearly

25%

premium to micro market.

Consolidated PAT

₹571 Mn

grows over

6x

Lease rental revenue

₹197 Mn

~100%

[1]As per IND-AS Consolidated Financials

MSFL records **highest** ever yearly Revenue & EBITDA during FY21

New CPP line at MSFL to expand the total capacity by **7.2 KTPA**

Revenue from packaging films business

₹11,139 Mn

15%

MSFL EBITDA margin

18%

YoY

730 bps

Our Path

Our Vision

We aspire to become the most trusted and preferred real estate company with a strong North India footprint by outperforming the industry in Design, Functionality, Customer Experience and Return on Equity.

Our Mission

- Enhance the well-being of those who inhabit our spaces through exceptional design, sustainability and experiences.
- Be the most trusted and credible choice for customers, shareholders, and employees.
- Lead the market in quality, reputation, and harnessing technology.
- Maintain cutting edge standards of governance.
- Be agile in adapting to evolving environment.

Our Values

Sevabhav

We encourage a culture of service and helpfulness so that our actions positively impact society. Our commitment to Seva defines and differentiates us.

Credibility

We give you our word. And we stand by it. No matter what. A 'No' uttered with the deepest conviction is better than a 'Yes' merely uttered to please, or worse, to avoid trouble. Our words are matched by our actions and behavior.

Excellence

We gather the experts and the expertise to deliver the best solutions for life's many moments of truth. We never settle for good enough.

Board of Directors

Mr. Analjit Singh
Founder & Chairman, Max Group

Mr. Analjit Singh is the Founder & Chairman of The Max Group, a $4-bn Indian multi-business enterprise, with interests in life insurance (Max Life), real estate (Max Estates), senior living (Antara). The Max Group is renowned for its successful joint ventures with some pre-eminent firms including Mitsui Sumitomo & Toppan, Japan; New York Life Insurance Company; Bupa Plc, Life Healthcare, SA; DSM, Netherlands, Hutchison Whampoa; Motorola, Lockheed Martin, and others.

Amongst privately held family businesses, Mr. Analjit Singh is the founder of Leeu Collection, a group of leisure boutique hotels in Franschhoek, South Africa; The Lake District, UK; and soon to be opened in Florence, Italy. The Leeu Collection also includes a significant presence in wine and viticulture through Mullineux Leeu Family Wines in SA.

He was awarded the Padma Bhushan, India's second highest civilian honour, by the President of India in 2011. An alumnus of The Doon School and Shri Ram College of Commerce, University of Delhi, Mr. Analjit Singh holds an MBA from the Graduate School of Management, Boston University. He has been conferred with an honorary doctorate by Amity University.

He is also a Director on the Board of Sofina NV/SA, Belgium. Till August 2018, he was the non-executive Chairman of Vodafone India.

He is a member of the Founder Executive Board of the Indian School of Business (ISB), India's top ranked B-School and has served as Chairman of the Board of Governors of The Indian Institute of Technology and The Doon School.

He has served on the Prime Minister's Indo US CEO and Indo UK CEO Council and till recently served as the Honorary Consul General of the Republic of San Marino in India.

He has been felicitated by Senator Hillary Clinton, former US Secretary of State, on behalf of the Indian American Centre for Political Awareness for his outstanding achievement in presenting the international community with an understanding of a modern and vibrant India and for creating several successful joint ventures with leading American companies and promoting business ties with the USA.

He has been honoured with the Ernst and Young Entrepreneur of the Year Award (Service Category) and the Golden Peacock Award for Leadership and Service Excellence. In 2014 he was awarded with Spain's second highest civilian honour, the Knight Commander of the Order of Queen Isabella, and the Distinguished Alumni Award from Boston University.

Mr. Sahil Vachani
Managing Director & CEO

Mr. Sahil Vachani is the CEO & Managing Director of Max Ventures and Industries Limited, one of the three listed companies of the $4-bn billion Indian conglomerate – the Max Group. He also serves as a Director on the Boards of Max Financial Services Limited and its subsidiary Max Life Insurance as a representative of the Owner Sponsor Group led by Mr. Analjit Singh.

Mr. Vachani joined the Max Group in 2016 with a focus on creating a powerful Real Estate brand – Max Estates Limited and steering MaxVIL's other businesses towards growth. Since assuming his role at MaxVIL, he has successfully completed key transactions which will have an enduring impact on the Company's growth journey over the next few years. Max Estates today is among the top few Commercial Real Estate developers in the NCR region with marquee developments such as Max Towers and Max House. The Company has received many accolades under Sahil's leadership notable amongst those being – Developer of the Year.

Mr. Vachani has also facilitated intellectual and financial capital to promising and proven early-stage organizations across identified sunrise sectors led investments through, Max I.

Mr. Vachani started his career as an investment banker with Citigroup in London, where he worked on Mergers and Acquisitions across the Middle East and Africa region. In 2004, he joined Dixon Technologies, a consumer appliance manufacturing firm as Business Head and set up new verticals across multiple locations. He was also involved in the launch of new products, setting up of new manufacturing facilities and establishing relationships with leading brands as customers.

He then progressed as the Co-founder and Managing Director of Dixon Appliances Pvt. Ltd., where he was responsible for the business from inception including designing of products, building the team, setting up the manufacturing facility, operations and building relationships with leading brands in India such as Panasonic, Godrej, LG, among others. He holds a Bachelor's degree in Management Sciences from the University of Warwick, U.K. and an Executive Management Program on Disruptive Innovation from the Harvard Business School.

Mr. Arthur Seter
Non-Executive Director

Mr. Arthur H. Seter, CFA retired from New York Life Insurance Company in August of 2020 after 31 years of service, with a long tenure as Senior Vice President, Deputy Chief Investment Officer and Chief Derivatives Officer.

Upon Mr. Seter's retirement, New York Life Insurance Company retained him as a consultant.

Mr. Seter continues to serve on the Board Max Ventures and Industries Ltd.

While at New York Life, Mr. Seter also served as the Secretary of the Investment Committee of the Board and as a Trustee of New York Life's pension and benefit plans.

Mr. Seter joined New York Life in 1989, starting in the Real Estate Group. In the Real Estate Group, among other responsibilities, he initiated investments in single-family mortgage loans, which grew to a $3 billion portfolio. He was also responsible for the first REMIC issuance of the Company. Mr. Seter then held positions of increasing responsibility within New York Life's investment management business, culminating in the management of the Office of the Chief Investment Officer, with responsibility for the oversight of the $280 billion General Account investment portfolio and large book of derivative strategies.

He has 40 years of investment experience, having started his career at E.F. Hutton and then at L.F. Rothschild, as a financial analyst and as an investment banker specializing in real estate finance.

He also served on the Board of a socially responsible nonprofit real estate company and continues as the Chair of the Investment Advisory Committee of a New York City investment partnership.

Mr. Seter graduated from Sussex University in England with a B.S. in Operations Research and earned an M.B.A. from Adelphi University in New York. Mr. Seter holds the Chartered Financial Analyst designation.

Mr. Kummamuri Narasimha Murthy
Independent Director

Mr. Kummamuri Narasimha Murthy, having a brilliant Academic record, getting ranks in both CA & ICWA courses, entered the profession of Cost & Management Accountancy in 1983. Presently, he is on the Boards of National Stock Exchange (NSE), NELCO (A TATA Enterprise), Max Life Insurance Company Ltd., Max Healthcare Institute Ltd., Max Speciality Films Ltd., Max Financial Services Ltd., and Shivalik Small Finance Bank Ltd. Earlier, he was associated as a Director on the Boards of Oil and Natural Gas Corporation Ltd., (ONGC), IDBI Bank Ltd., LIC Housing Finance Ltd., UTI Bank Ltd., (presently AXIS Bank), Member Board of Supervision NABARD, Unit Trust of India (UTI), Infiniti Retail Limited (TATA Croma), IFCI Ltd. STCI Finance Ltd., (Formerly Securities Trading Corporation of India Ltd.,), AP State Finance Corporation, APIDC Ltd., etc. He was also associated as a Member / Chairman of more than 50 High Level Government Committees both at State & Central Level. He is associated with the Development of Cost & Management Information Systems for more than 175 Companies covering more than 50 Industries. He is also a Member on the Cost Accounting Standards Board of the Institute of Cost Accountants of India.

Mr. D.K. Mittal
Independent Director

Mr. D. K. Mittal is a former Indian Administrative Service (IAS) officer from the batch of 1977 and has served the Government of India in various capacities, including Secretary, Department of Financial Services, Secretary, Ministry of Corporate Affairs and Additional Secretary, Department of Commerce.

Mr. Mittal has hands on experience in Infrastructure, International Trade, Urban Development, Renewable Energy, Agriculture Development and Micro-Credit, Corporate Governance, Banking, Insurance, Pension and Finance. He holds a Master's degree in physics with specialization in Electronics from the University of Allahabad, India.

Mr. Niten Malhan
Independent Director

Mr. Niten Malhan is the founder and managing partner of New Mark Advisors LLP. Prior to founding New Mark Advisors LLP in April 2018, he was the managing director and co-head of India at Warburg Pincus India Private Limited ("Warburg Pincus"), a global private equity firm.

Mr. Malhan joined Warburg Pincus in 2001 and became a partner at the firm in 2007. In 2012, he was appointed the co-head of the India business, co-leading a team of 15 investment professionals and a portfolio of over $3 billion in value. Between 2012 and 2017, Mr. Malhan was also a member of the global executive management group of the firm, a group of senior partners who lead different offices and industry groups at Warburg Pincus.

Prior to joining Warburg Pincus, he worked as director of business development at Stratum 8, a Silicon Valley technology start-up company. Before that, he was an engagement manager at McKinsey & Company, and worked in India, Southeast Asia, and Boston offices of the firm.

Mr. Malhan has served as member of the board of directors of several investee companies including Alliance Tire Company, AVTEC, Cleanmax Solar, DB Corp, Diligent Power Private Limited, Embassy Industrial Parks, Havells India Limited, Laurus Labs, Lemon Tree Hotels, Metropolis Healthcare Limited and Sintex Industries Limited.

He currently serves as an Independent Director on the boards of Max Ventures and Industries Limited, Lemon Tree Hotels, and Fleur Hotels Private Limited. Mr. Malhan has also served as the vice-chairman of the Indian Venture Capital and Private Equity Association and is a Founder and Trustee of Plaksha University.

Mr. Malhan studied Computer Science & Engineering at Indian Institute of Technology, New Delhi, and completed his Post Graduate Diploma in Management from Indian Institute of Management, Ahmedabad.

Ms. Gauri Padmanabhan
Independent Director

Ms. Gauri Padmanabhan is a Global Partner and leads the CEO & Board and Consumer Markets Practices for Heidrick & Struggles in India. She also oversees the Education Practice in South Asia.

A long-tenured partner, Gauri joined Heidrick & Struggles in 2000 and over the last 18 years has played a key role in building the business in India. Working closely at the top with the leadership teams in India and the region, she has assisted them in building their leadership teams in South Asia. Her clients include large global and Indian corporations in the consumer, retail, luxury, hospitality & leisure, education and OTC sectors, Gauri has also assisted many of them build their top leadership teams during start-up / India entry.

Before moving to her present position of leading the Consumer Markets Practice, she set up and very successfully built the Lifesciences Practice for the company in India.

During the six years that she led the Practice in India, she partnered closely with all the leading players in the pharmaceuticals & devices sectors in the country.

Ms. Gauri has specialized in leadership searches at the Board and 'C' level. In meeting the leadership needs of her clients, she has been very successful not only in tapping Indian leadership talent both in market & abroad but also in bringing in talent from overseas. Partnering with her clients in driving their digital & diversity agendas is a focus area for Gauri.

Prior to joining Heidrick & Struggles, she had a leadership role in a major direct-selling multinational with overall responsibility for customer services & delivery. As part of the senior management team, she was a key member on the Strategic Planning Group of the company. Her career also includes general management, consulting, and teaching stints.

02

STRATEGIC REVIEW

In this Section

Chairman & MD's Letter

"In 2020, both the verticals of MaxVIL, the real estate business through Max Estates Limited (MEL) and specialty packaging business through Max Speciality Films Limited (MSFL), demonstrated superior execution that led to the organization commanding a stronger position within the industry during trying times."

Analjit Singh
Founder & Chairman

"Our projects have redefined the commercial real estate landscape of Delhi-NCR in terms of product quality, customer experience, and rental realization. As the overall real estate sector continues to undergo a churn, developers like Max Estates are best positioned to navigate the evolving landscape."

Sahil Vachani
MD & CEO

Dear Shareholders,
Greetings !

The expedition of a mountaineer to the summit, paved with milestones, obstacles and challenges is akin to the journey Max Ventures and Industries Limited (MaxVIL) endured during 2020, one of the toughest years in recent history, plagued by the COVID-19 pandemic.

The beginning of the year, marked by uncertainties brought about by the pandemic, a nationwide lockdown, and economic chaos, started on a nervous footing. But soon, the confidence, perseverance and efforts of the team turned the unfavorable situation around to deliver one of our best performances, that reflected not just in our corporate scorecard but also in the faith reposed by our stakeholders.

In 2020, both the verticals of MaxVIL, the real estate business through Max Estates Limited (MEL) and specialty packaging business through Max Speciality Films Limited (MSFL), demonstrated superior execution that led to the organization commanding a stronger position within the industry during trying times.

To begin with, the real estate business continued to achieve our stated aspirations and objectives of making a difference. Max Estates' vision, encompassing the philosophy of 'Workwell', aims at creating office complexes that positively impact both the emotional and physical well-being of its tenants. During FY21, MaxVIL launched its "Managed Office Space" business under the brand name 'WorkWell Suites' at Max House, Okhla, taking a leap in executing that vision.

As part of our first commercial real estate project, Max Towers in Noida, we are elated that we have leased out about 90% of the space to renowned corporates & law firms at a significant rental premium to the micro-market. The premium from our tenants – including the likes of YES Bank Cyril Amarchand Mangaldas, DBS – is deserving of our high-quality offering and services such as augmented air quality, AI-based video analytics to implement COVID-19 protocols in common areas, among others.

Max Estates expects to earn a near-full-rental revenue from Max Towers in FY22.

In Dehradun, 222, Rajpur Road, our boutique luxury villa community also registered robust sales leading to 75% sales of total inventory by the end of FY21.

As part of the group's strategy to expand in the commercial real estate business, Max Estates completed its second commercial office space, Max House in South Delhi's bustling business locale of Okhla. Currently, the space has an occupancy of ~20% as leasing was impacted due to the second wave of COVID-19. The team at Max Estates is in constant engagement with numerous corporates, and the project will be leased out very soon. Further, work on Phase-II of the project is expected to start in the second quarter of FY22.

For our third office space development, Max Square on the Noida-Greater Noida Expressway, we brought on board our long-standing partner, New York Life Insurance Company Limited, as part of a 51:49 strategic alliance. The belief of one of the largest insurers

> **"The beginning of the year – marked by uncertainties brought about by the pandemic, a nationwide lockdown, and economic chaos – started on some nervous footing."**

Chairman & MD's Letter

from the US to join hands with us once again strengthens our core values of 'Sevabhav', 'Credibility' and 'Excellence', and makes us a trustworthy corporate organization even in times of financial and economic adversities.

Our projects have redefined the commercial real estate landscape of Delhi-NCR in terms of product quality, customer experience, and rental realization. As the overall real estate sector continues to undergo a churn, developers like Max Estates are best positioned to navigate the evolving landscape.

With the support of our partners, and after a thorough evaluation of the real estate landscape, Max Estates is foraying into the residential segment to become one of the leading multi-asset class Real Estate developers in the Delhi-NCR region.

The region is fraught with developers who have overpromised but have under delivered, thereby losing the trust and confidence of the consumers. With an impeccable track record of corporate governance, access to international capital, and proven execution capabilities, we are in a good position to expand our footprint, albeit through a cautious and calculated approach.

The COVID-19 pandemic and the exigency for hygiene across different sectors, particularly food packaging, gave a fillip to our subsidiary, Max Specialty Films (MSFL). A 51:49 strategic partnership between MaxVIL and

For the first time, the packaging films business amassed revenue of Rs 1,113.9 crore with EBITDA of Rs 200.5 crore translating to record EBITDA Margins of 18% and Profit After Tax of Rs 101.7 crore.

Toppan, a $13-billion Japan-based global leader in printing, MSFL is a leading supplier of specialty packaging, labels, coating, and thermal lamination films.

During the pandemic, the packaging films business was categorized as an essential industry and exempted from lockdown restrictions, propelling our facilities to operate throughout the year at optimum utilization levels. MSFL's continuous focus on research-driven specialty products, differentiating its product portfolio from the peers, and its endeavor to increase the output of value-added specialty products resulted in record profitability for the company.

For the first time, the packaging films business amassed revenue of Rs 1,113.9 crore with EBITDA of Rs 200.5 crore translating to record EBITDA Margins of 18% and Profit After Tax of Rs 101.7 crore. The key differentiator for MSFL's stellar performance, an unfathomable reality during a pandemic, is its ability to undertake transformation in terms of technological advancements and the need for holistic packaging solutions. The organization achieved this with the help of its strong connect with end-user brands as well as converters.

When it comes to technological innovation, MFSL has always led from the front. It recently ordered a new CPP (Cast Polypropylene) line which will expand the total capacity by 7.2 KTPA.

This comes close on the heels of the company adding two metallizer lines at a total investment of Rs 60 crore. While the first of these two metallizer lines is already commercialized and was funded by MaxVIL and its Japanese partner Toppan, the second line is expected to be commercialized in Q4FY22 and will be funded through internal accruals. These lines are one of the newest and most technologically advanced, with superior production capabilities, taking the total number of such lines at MSFL to six. For FY21, specialty films contributed 53% to total revenue.

Since the Max group has always kept excellence and credibility at its core, its specialty films business is extremely cognizant of developing and operating environmentally friendly and sustainable products. MSFL's specialty films are manufactured using sustainable materials with clear focus on recyclability factor – a need of the hour. MSFL supports the idea of sustainability and recyclability in packaging materials. The government's focus is to reduce overall plastic usage and promote recyclability. BOPP films, being a part of mono-family structure, are easier to recycle.

With the world battling climate change and global warming, it is our responsibility to adopt imperative measures to cut our carbon footprint and move towards a smarter future. Such efforts at Max Group are visible in all our projects, particularly the commercial real estate spaces – whether it is the LEED Platinum and LEED Gold-certified Max Towers and Max House, respectively, or the upcoming Max Square, planned to be an IGBC Green Gold-rated building.

The real estate service vertical, Max Asset Services Limited (MAS), focusing on services such as building operations management and managed offices for enterprises has taken 14,000 square feet of leasable area at Max House.

Though the prolonged nature of the pandemic has forced top firms to reduce their total office space, their requirements have upgraded to Grade-A spaces, well-maintained contemporary office complexes that offer better employee well-being. Last year, we saw clear signs of this shift, which aided Max Estates in leasing more space in the current financial year than FY20. The momentum is likely to continue in FY22 as companies opt for a hybrid work model, both work from home and physical office presence.

Further the hiring by IT/ITES firms and 'return to office' in developed economies as part of the hybrid model with higher penetration of vaccination give us the confidence in recovery in fresh leasing enquiries.

As the world continues to be in a beleaguered state, with numerous estimates and studies stating that the COVID-19 pandemic is here to stay for some time, MaxVIL is steadfast in its approach of remaining nimble yet not shying away from taking calculated risks to ensure we become bigger and better in the times to come.

With all good wishes and gratitude for your support and confidence.

Analjit Singh
Founder & Chairman

Sahil Vachani
Managing Director & CEO

03

MANAGEMENT DISCUSSION & ANALYSIS

In this Section

Management Discussion & Analysis

Sahil Vachani
Managing Director & Chief Executive Officer

Max Estates Limited (MEL) designs and delivers Grade A+ specifications for projects inspired by its WorkWell philosophy that provides its occupants an energy-efficient and green work environment.

Global Economy

After an estimated contraction of 3.3% in 2020, the global economy is projected to grow at 6% in 2021, moderating to 4.4% in 2022 as per the International Monetary Fund.[1] The contraction in 2020 is less-than- projected reflecting the higher-than-expected growth outturns in the second half of the year for most regions after lockdowns were eased and economies adapted to new ways of working. The projections for 2021 and 2022 are revised upwards reflecting additional fiscal support in a few large economies and the anticipated vaccine-powered recovery.

Estimated contraction in global economy in 2020 would have amplified potential damage to supply potential and forces that predate the pandemic, including aging-related slower labor force growth in advanced economies and some emerging market economies. Thanks to unprecedented policy responses, the COVID-19 recession is likely to leave smaller scars compared with the 2008 global financial crisis.

The factors shaping the appropriate stance of policy vary by country, particularly the progress towards normalization. Therefore, countries will need to tailor their policy responses to the stage of the pandemic, strength of recovery, and structural characteristics of the economy. Once vaccination becomes widespread and spare capacity in healthcare systems is restored to pre-COVID-19 levels, restrictions can be lifted.

While the pandemic continues, policies should first focus on escaping the crisis, prioritizing healthcare spending, providing well-targeted fiscal support, and maintaining accommodative

> Till date, FY2021 was the most challenging and eventful year for the company. We were fortunate to sail through the year smoothly unlike few industries which faced unprecedented levels of disruption. During FY2021, we made successful inroads in both our core verticals of real estate and specialty packaging films business.

[1] https://www.imf.org/en/Publications/WEO/Issues/2021/03/23/world-economic-outlook-april-2021

Management Discussion & Analysis

monetary policy while monitoring financial stability risks. Strong international cooperation is vital to achieve these objectives and ensure that emerging market economies and low-income developing countries continue to narrow the gap between their living standards and those in high-income countries.

On the healthcare front, this means ensuring adequate worldwide vaccine production and universal distribution at affordable prices — including through sufficient funding for the vaccine facility — so that all countries can quickly and decisively come out of the pandemic.

Indian Economy

2020-21 was one of the most difficult and challenging year globally, and for India as well. The onset of the COVID-19 pandemic has presented India with complex economic and public health challenges. Furthermore, these two crises interact in unpredictable ways in situations of considerable uncertainty in designing a policy response. To prevent the spread of the virus, nationwide lockdowns were implemented by the government in March 2020, bringing the whole economy to the standstill for over two months. India had one the strictest lockdowns when compared with other nations.[2]

To support the economy in distress, the Indian government unveiled a stimulus package targeted at reviving the economy through a combination of fiscal and monetary support. This included relief to small businesses, taxpayers, shadow banks, power distribution companies, real estate firms, organized sector employees and contractors working with the government. The lockdown brought much of the economic and social activities to a halt. However, this had a salutary effect on cutting down the mortality from COVID-19. The lockdown also gave the country's health infrastructure time to strengthen its response.[3]

We believe there is a demand-supply mismatch in the Grade A+ commercial real estate market, which is more so in the Delhi-NCR region as the demand for high quality office space outstrips supply. We ventured into this space with a view to fill this demand mismatch with our high-quality office development offerings. Our offerings create an experience of the natural world in the modern environment by incorporating structures and architecture inspired from nature.

At Max Estates, not only do we offer companies Grade A+ office spaces for lease but also provide a full suite of services including design, fit out and end-to-end management of the office space customized and flexible to suit a tenant's needs.

The next leg of the recovery strategy was structural reforms. These included the amendment of the Essential Commodities Act to allow farmers to sell their produce at the highest price anywhere in the country, limit on foreign direct investment (FDI) in the defense sector was raised from 49% to 74% and modification of labor laws for flexibility, etc. 'Aatmanirbhar Bharat' as the government's long-term strategic intent to make the country self-reliant is a crucial step forward and this can be achieved by developing a manufacturing hub in India that is globally competitive, and also through switching of tastes from imported to domestic products among consumers.

Early signs of economic revival became visible during the second half of the year, with easing of lockdown restrictions, recovery of economic activities and discovery of vaccines in India and throughout the world.

However, as the vaccination drive started and the economy was strongly recovering from the wounds of the pandemic, a more detrimental second wave struck towards the end of FY21 bringing back the lockdown-like restrictions in almost all parts of the country.

India's Gross Domestic Product (GDP) contracted 7.3% in 2020-21, as per provisional National Income estimates released by the National Statistical Office, marginally better than the 8% contraction in the economy projected earlier. Meanwhile, the Reserve Bank of India, in its April 2021 Monetary Policy Meeting, said the Real gross domestic product (GDP) is likely to contract by 7.5% in 2020-21 but is expected to recover and grow by 11% next year.

The prospects for FY22 have strengthened with the progress in the vaccination program. The MPC committee has unanimously decided to continue with the accommodative stance necessary to sustain growth on a durable basis and mitigate the impact of COVID-19 on the economy, while ensuring that inflation is contained

[2] https://journals.sagepub.com/doi/full/10.1177/0019466220976685

[3] https://rbi.org.in/Scripts/BS_PressReleaseDisplay.aspx?prid=51380

within the target. The government has retained the inflation target at 4 per cent with the lower and upper tolerance levels of 2% and 6%, respectively, for the next five years (April 2021-March 2026).

In contrast to the previous year, hope generated by vaccination drives in several countries at the start of the 2021 was somewhat offset by the rising infections and new mutant strains worldwide. Yet, the speed and collective endeavor with which the world mobilized the scientific energies to develop vaccines, and pandemic-related protocols, give hope and confidence that the economy will sail through this renewed second/ third surge and be on the new path of growth.

Max Ventures & Industries Limited

Till date, FY2021 was the most challenging and eventful year for the company. We were fortunate to sail through the year smoothly unlike few industries which faced unprecedented levels of disruption. During FY2021, we made successful inroads in both our core verticals of real estate and specialty packaging films business. On one end, we continued to make our mark in the commercial real estate while at the other, our specialty packaging films had a strong performance like never before.

Max Estates Limited (MEL) is our primary subsidiary focusing on development of commercial real estate in Delhi-NCR which is complemented by Max Asset Services Limited (MAS) and Max I. Limited. Our legacy business of packaging films is operated through Max Speciality Films Limited (MSFL).

Real Estate Businesses

Max Estates Limited (MEL) designs and delivers Grade A+ specifications for projects inspired by its WorkWell philosophy that provides its occupants an energy-efficient and green work environment with the best of amenities tailored to an enhanced customer experience. The smart workspace is technology-enabled and designed to boost productivity while people are working, with a comprehensive community building program for all workplace occupants, world-class safety measures and sanitation protocols to ensure health, safety and security of occupiers and a vibrant food and recreation hub with a rich and vibrant community. This enables our developments to be a preferred choice for tenants looking to occupy Grade A+ commercial office space in Delhi-NCR.

We believe there is a demand-supply mismatch in the Grade A+ commercial real estate market, which is more so in the Delhi-NCR region as the demand for high quality office space outstrips supply. We ventured into this space with a view to fill this demand mismatch with our high-quality office development offerings. Our offerings create an experience of the natural world in the modern environment by incorporating structures and architecture inspired from nature.

At Max Estates, not only do we offer companies Grade A+ office spaces for lease but also provide a full suite of services including design, fit out and end-to-end management of the office space customized and flexible to suit a tenant's needs. The Max brand has been created over the years on back of its philosophy of "sevabhav", credibility and excellence and Max Estates intends to replicate the same in the real estate sector.

All these differentiating factors are evidently visible in our first flagship Grade A+ commercial offering – Max Towers. Designed to address the future of work, Max Towers offers amenities such as a fitness center, an auditorium, a salon, and an enormous F&B hub, including prominent restaurants and a food court within the building. Coupled with a dedicated community manager to promote community learning, programs, well-being and engagement, we believe in creating an environment to truly allow our tenants to "WorkWell".

Our focus towards highest quality development and service has led us to acheive leasing rentals which are at a premium to the prevailing rates in the micro-market. Premium rentals at Max Towers signifies the quality of our developments, innovation in products, differentiated solutions and customer centricity.

Our efforts have helped us on board reputed tenants such as Cyril Amarchand Mangaldas – a leading Indian legal firm, DBS Bank and YES Bank during this challenging year. With these leases, Max Towers is 90% leased out. This not only demonstrates our development and execution capabilities, but also the leasing capabilities and client experience we have been able to create at Max Estates.

During FY21, we also completed the construction of our second Grade A+ commercial offering – Max House Phase-1 – at Okhla, and subsequently launched it for leasing. The project was delayed a little due to the lockdown restrictions. However, once the restrictions were eased, the project was swiftly completed on the back of a well-coordinated execution despite of various challenges faced amid the pandemic. Max House is the only Grade A+ built-to-lease office in Okhla, a prominent industrial area in South Delhi, combined with a strategic location, excellent accessibility, connectivity to the entire NCR and breathtaking views of the iconic Lotus temple. Hence, we are extremely confident to lease out the entire project very soon. Max House Phase-2, a Grade A+ office project akin to the Phase-1, is expected to commence construction during FY22.

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During FY2021, we launched our "Managed Office Space" business under the brand name 'WorkWell Suites' at Max House, Okhla.

During the year, we also commenced construction on our third office project – Max Square. This project is being built on a prime land parcel in Noida's Sector 129, which we acquired in February 2020. Max Square is being designed to be IGBC Gold rated, both for environment consciousness, and health and well-being aspects. This will be ~700,000 square feet of commercial office space complimented by unique confluence of nature in the form of 10,000 square feet of central urban forest as well as suite of amenities including F&B, Food Court, Multi-purpose hall, Gym, Creche, and Retail. For Max Square, we have onboarded our long-term trusted partner New York Life Insurance Company (NYL), one of the largest insurance companies in the world as a co-investor. MEL will hold 51% economic interest and NYL will hold 49%. MEL, responsible for leasing and the final delivery of the project, will be entitled to a development management fee.

MEL intends to capitalize on these partnerships and actively look for opportunities with them on joint development basis. This allows us to be capital light and at the same time expand our portfolio of offerings. This also opens an additional revenue stream from development & management fee. Going forward, access to capital will be the most important factor for real estate as limited liquidity is and will continue to be the major concern for the industry in near term.

COVID-19 has changed the working of many businesses and commercial real estate is one of them that was predominantly impacted by the work-from-home culture. There is no denying that work from home has been relatively more successful than anticipated. But at the same time, it has been also accepted world over that work from home alone is not a long-term solution. We believe that a mix of office and work-from-home option will be the way forward and eliminating the office completely will in fact be counterproductive for the companies when the overall productivity assessment is taken under consideration. In the developed countries, where considerable population is vaccinated, offices have resumed, with occupancy improving month after month.

Demand for Grade A office space in Delhi-NCR is expected to be least impacted post COVID-19 compared with other major cities in India as supply was already constrained in the region and would be further curtailed due to overstretched balance sheets of the developers. Our projects in Delhi-NCR are in and around Noida which is transforming to become the next commercial hub of the region. Noida, as a location, is now the preferred choice for many companies as it offers high quality commercial office space experience at relatively competitive and attractive rentals and is minutes away from Delhi. Our success with Max Towers is a leading example of this.

With the launch of our WorkWell Suites we believe we are well positioned to leverage this emerging trend of hybrid work and hub and spoke model for offices in the future

COVID-19 has changed the way people think, giving priority to safety, hygiene, and comfort over costs. This is also reflected during our communication with prospective tenants. Safety of the employees is the number one priority for the companies going forward. So, there would be a demand revival for office space which undertakes proper measures to contain the virus spread like screening, sanitation, air filtration and social distancing for a safe working environment.

Max Asset Services, experienced asset management team has implemented these best workplace measures to ensure a healthy work environment. Moreover, developer-managed offices will continue to gain advantage versus strata sold offices, which will find it extremely difficult to implement the best practices. This revival is expected to gain momentum as companies would assess the impact on the business and accordingly strategize their requirement for new office spaces.

Consolidation among the real estate developers has been witnessed since quite a few years now and COVID-19 has accelerated this pace, leading to the survival of the fittest. This is more relevant in the commercial real estate space where developers are required to upfront fund the capex.

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The ongoing pandemic will bring many distressed opportunities in the market as developers would not be able to deliver on their commitment due to their stretched balance sheets and liquidity constraints. This will lead to lower supply of office spaces. Max, being a credible brand with focus on Grade A+ commercial office segment and a strong balance sheet with access to institutional capital, is well placed to benefit from these opportunities. We are actively evaluating brownfield or greenfield projects in Gurugram for potential future developments and are confident to close at least one such deal in the coming year.

Our real estate service vertical – Max Asset Services Limited (MAS) – focuses on services such as building operations management and managed offices for enterprises. MAS leverages various technological tools such as mobile app, video analytics, visitor management, etc., which help in managing costs while delivering superior customer experience.

During FY2021, we launched our "Managed Office Space" business under the brand name 'WorkWell Suites' at Max House, Okhla. MAS has taken 14,000 square feet of leasable area at Max House, which will have a total seating capacity of 200 seats and cater to corporates with a team size of between 20 and 100. The current footprint of MAS's managed office stands at 34,000 squares feet with top tier clients like a US- based ed-tech firm and a top engineering MNC. In addition, MAS provides the WorkWell experience to 24,000 square feet of conventional office space clients providing the best of wellness, technology, and hospitality in office operations. Managed office space is gaining prominence due to the increasing acceptance of flexible office space by lessors.

WorkWell Suites are witnessing encouraging pre-enquires from prospective customers. We are in talks with several leading occupiers desirous of leasing managed office spaces.

Our investment subsidiary Max I. Limited focuses on synergistic investment opportunities with real estate businesses. The key objective of Max I. is to find and nurture companies synergistic to the real estate business of the Max Group through deeper and patient engagement. Max I. has already been working with many start-ups in the field of air quality management, visitor management, video analytics solutions, etc., which will play a crucial role in implementing new-age technologies to enhance the tenants overall working experience.

At the start of FY21, we had investments in two companies – FSN e-Commerce Ventures Pvt. Ltd, an online multi-brand beauty retailer under the brand name 'Nykaa' and Azure Hospitality Pvt. Ltd, a creative food hospitality company. We

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exited Nykaa during the year earning 4.7 times our initial investment. Max I. Rs. 175 million in Nykaa in 2016 and netted Rs. 825 million in total. For Azure Hospitality, we invested Rs. 705 million in 2016.

Restaurant business was one of the most severely impacted during the last year. Most of the restaurants were only allowed to start during the second half of FY21. Therefore, to ensure the business sustains and grow, a new round of fund raising was undertaken, albeit at a lower valuation. We did not participate in the new round, and hence our stake is now valued at Rs. 435 million. Hence, we had a market-to-market loss of Rs. 270 million charged to P&L as an exceptional item during the year. Since this is a non-cash entry required under accounting standards, it does not affect our core business operations in any way.

As the lockdown restrictions were relaxed during the latter half of the year, its business had a strong recovery. We are confident that as soon as the second wave of COVID-19 subsides, the business is expected attain normalcy. We will look to monetize this investment at the opportune time, and future investments and partnership if any, will be focused only on real estate tech companies that complement our core real estate business.

Our vision is to become one of the top three developers in Grade A commercial real estate in the Delhi-NCR region on the back of high-quality developments by Max Estates, excellent serviceability and managed office spaces by MAS, and futuristic experience at office powered by Max I.

Packaging Films Business

Max Speciality Films Limited (MSFL) manufactures a vast range of BOPP films across a wide field of applications: graphic art, labelling, flexible packaging for processed foods, confectionery, non-food fast moving consumer goods (FMCG) and industrial goods. MaxVIL holds 51% while Toppan holds 49% in MSFL as a JV partner. Toppan is a Japan-based global leader in printing. MSFL had its best year till date in terms of performance in FY21 clocking a revenue of Rs. 11,139 million with EBITDA of Rs. 2,005 million translating to record EBITDA Margins of 18% and Profit After Tax of Rs. 1,1017 million.

This strong performance was led by continuous efforts by the business development team in adding newer customers, operational team to bring in cost efficiencies complemented by improved demand, increased realizations, and better product mix. Packaging Films business was categorized as an essential industry and exempted from lockdown restrictions. Hence, our facilities were operated throughout the year at optimum utilization levels. COVID-19 has led to increased demand for packaged foods as people stayed indoors, while catering to the safety and hygiene needs of the customers. This led to enhanced demand for packaging materials. We believe with the increasing awareness for hygiene, the demand for packaged foods will continue to rise even after the pandemic subsides, resulting in sustainable demand growth for packaging materials as well.

MSFL has always focused on researchdriven specialty products which differentiates our product portfolio from the rest. Our endeavor is to increase the output of value-added specialty products for efficient utilization of our facilities resulting in better profitability for the company. With a view to further enhance our specialty product capabilities, we had planned two additional metallizer lines at a total investment of Rs 60 crore. First of these two metallizer lines is already commercialized and was funded by MaxVIL and its Japanese partner Toppan.

The second line, which is expected to be commercialized in Q4FY22, will be funded through internal accruals. These two additional lines are one of the newest and most technologically advanced, with superior production capabilities. After the commercialization of the second line, MSFL will have a total of six metallizer lines. For FY21, specialty films contributed 53% to total revenue. The new CPP line of capacity 7.2 KTPA has been ordered in FY22.

These specialty films are manufactured using sustainable materials with clear focus on recyclability factor – a need of the hour. MSFL supports the idea of sustainability and recyclability in packaging materials. The government's focus is to reduce overall plastic usage and promote recyclability. BOPP films, being a part of mono-family structure, are easier to recycle. With improved demand-supply dynamics, increased realizations, stable raw material prices and focus on more profitable specialty, sustainable and recyclable products, we expect the business to continue the strong performance in the years to come.

Changes in key ratios

The details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor are as follows:

1) Current ratio has increased from 0.94 times in FY 20 to 1.50 times in FY 21 on account of repayments /optimization of short-term borrowings in our specialty films business and redemption of liability towards CRPS in Pharmax Corporation Limited in FY 21.

2) Operating profit margin has improved by 40% from 12.1% in FY 20 to 16.9% in FY 21 and net profit margin has improved from 4.8% in FY 20 to 9.3% in FY 21 on account of continued strong business momentum in packaging films business wherein EBITDA margins expanded by 730 bps YoY to 18% in FY21.

Ramneek Jain
Chief Executive Officer

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India star awards (5) – SL7, SL3, IML, HROB, BOPE

ET Times polymer award 2021

SIES SOP Star Award 2020 – Spl. BOPP films in Eco friendly packaging

Company overview

Max Speciality Films Limited (MSFL), a leading supplier of specialty packaging, labels, coating, and thermal lamination films, is a 51:49 strategic partnership between Max Ventures and Industries Ltd. (MaxVIL) and Toppan, a $13 billion Japan-based global leader in printing. MSFL is globally renowned as a producer of quality specialty packaging films, including graphic lamination films for print finishing, luxury packaging, and labelling films.

The Company exports about 25-30% of its total output. MSFL has established a reputation for partnering with convertors and brands to develop cutting-edge packaging, labelling and graphic lamination solutions.

Our collaborations cover a range of attributes namely barrier, sealing reliability, special surfaces, haptics and optics, sustainability, and others. MSFL's ultramodern facility in Railmajra, near Chandigarh, has four Biaxially oriented polypropylene (BOPP) lines (one commissioned in Q1FY 19), three extrusion-coated lines, three chemical coating lines, and five metallizer lines.

MSFL has commissioned a new state-of-the-art metallizer with alox coating in April this year and another metallizer is expected to arrive in Q4FY22.

The facility follows stringent global standards and has been awarded the following accreditations:

- ISO 9001-2008
- ISO 14001-2004
- OHSAS 18001-2007
- BRC/IOP (Food Safety)
- Hazard Analysis Critical Control Point (HACCP)

In addition, MSFL's quality lab was awarded the coveted NABL accreditation. With its pioneering technology, MSFL offers multiple advanced solutions keeping sustainability at its core by focusing on mono-family films to support recyclability. MSFL is developing sustainable solutions in collaboration with major FMCG brands.

As a part of MSFL's continued focus on recyclability, such as the ongoing efforts to convert multilayer packaging to single polymer structure, it has successfully replaced polyester film with heat-resistant BOPP film; metallized polyester film with high-barrier metallized BOPP film; and aluminum foil with ultra high-barrier BOPP films. MSFL is at an advanced stage of developing biodegradable BOPP films as well.

MSFL constitutes only 8% share of

India's installed capacity. For FY21, specialty films contributed 53% to total revenue. To sustain its strong market position, MSFL strives to meet customer requirements through innovative customized solutions and customer engagement initiatives.

Economic overview and COVID-19 impact

The COVID-19 pandemic pushed the global economy into a brink of recession. FY21 was a tough year with second wave of COVID-19 hitting India hard. Even as India took measures to minimize the impact of the pandemic, Moody's Investors Service slashed the GDP growth forecast for FY22 from 13.7% to 9.3%.

Most small businesses are impacted due to high market volatility, liquidity issues, barring the essential goods companies.

In addition to the economic impact, businesses endured operational challenges in terms of manpower and transportation of materials. During this period, MSFL minimized the footfall at the plant, provided support to employees (tangible and intangible). As of Jul 2021, 100% of MSFL's employees received the first dose of COVID-19 vaccine.

During these unprecedented times, the demand for essential goods is expected to be strong despite the challenges due to global supply chain disruption – polymer shortage and container unavailability.

Latest Trends

With consumer focus revolving around safety and hygiene, the demand for branded packed items and small pack sizes is increasing. Brands, with a focus on circular economy, are working towards moving to a fully recyclable packaging laminate by 2025. This is set to bring a surge in demand.

Performance Highlights

FY21 was a favorable year for MFSL in terms of market pricing and production volume. A positive market coupled with brand connect, increasing specialty sales, improving product portfolio and supply management, machine efficiency and cost, advertisement outreach propelled MSFL to its best year till date in terms of performance in FY21 clocking a revenue of Rs. 11,139 million with EBITDA of Rs. 2,005 million translating to record EBITDA Margins of 18% and Profit After Tax of Rs. 1,1017 million.

Value added specialty film sales remained at around 40% of the total volume and is expected to reach 60% by FY22. There was low demand for thermal in Q1FY21 due to COVID-19, but it picked up by Q3FY21.

Line 5 highlights

In FY18, MSFL commissioned a state-of-the-art BOPP line with the world's first in-line BOPP coater. It is a five-layer line with an in-built capacity to produce thicker films. Apart from capacity augmentation, the intent was to enter the technology labelling and packaging space and improve recyclability of the films. The new production line opened a plethora of opportunities such as better quality with online inspection, better line efficiency, and seamless speed.

The strong foundation of research and development, coupled with management drive, has aided MSFL to develop solutions which include aluminium replacement films and Biaxially-oriented polyethylene terephthalate (BOPET) replacement films for various packaging requirements to align with recyclability trends.

People and customer centricity

MSFL's differentiator is its ability to sense the pulse of the industry when it comes to technological requirements and recognize the need for a holistic packaging solution. MSFL achieves this with the help of its strong connect with end user brands as well as converters. Backed by the company's traditional strengths in customer service, each solution is derived from an interactive process that involves understanding, collaboration, responsiveness, reliability, trust, and world-class quality.

Customer satisfaction is paramount and is deeply embedded in the Company's culture and celebrated in the value system. The mantra of 'Customer Comes First' is followed by everyone without exception. MSFL conducts various customer-centric initiatives throughout the year, some of which are:

- Stage gate innovation process and a well-equipped innovation center

As a part of MSFL's continued focus on recyclability, such as the ongoing efforts to convert multilayer packaging to single polymer structure, it has successfully replaced polyester film with heat-resistant BOPP film; metallized polyester film with high-barrier metallized BOPP film; and aluminum foil with ultra high-barrier BOPP films. MSFL is at an advanced stage of developing biodegradable BOPP films as well.

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- Advanced CRM system to further strengthen customer engagement
- Investments in order and material tracking technology to improve customer service
- Review of processes to improve responsiveness
- Comprehensive complaint-handling process to expedite resolutions
- Customer satisfaction survey

MSFL also believes that people are its biggest asset. It is continuously striving to improve its work environment by practicing an inclusive, transparent, and ethical approach, with strong feedback systems such as safety satisfaction survey and employee satisfaction survey.

MSFL has institutionalized robust internal controls as well as management systems and processes through Enterprise Resource Planning (ERP) and manual safeguards. These are periodically audited by accrediting agencies. The performance is also reviewed with reference to the company's budget, year-on-year variances and competition. The statutory and internal auditors also review the internal controls every year and the reports are shared with the Audit Committee for further evaluation.

Responsibility towards environment

MSFL is deeply committed to its responsibilities towards the environment as a manufacturer of polymer films, an employer, and a corporate citizen. In FY20, MSFL took the initiative to enter post-consumer plastic waste recyclability space, contributing towards a shift to circular economy, and is also planning to commission plastic waste recycling machine in FY22.

MSFL, in collaboration with the Max Group's CSR arm – Max India Foundation (MIF) – contributes generously to local communities in the areas of healthcare, nutrition, education and environment. The company has taken steps to improve the sanitation and poor drainage system in the Railmajra neighborhood. It also follows a strict Green Policy and has signed the code for Ecologically Sustainable Business Growth formulated by the Confederation of Indian Industry (CII).

The safety of its employees and visitors is also of paramount importance, and MSFL continues to systematically identify and eliminate risks and hazards.

Quality: CII National Cluster Summit

Operations: CII Maintenance management

Quality: CII Kaizen Awards

Safety: Golden Peacock EHS Award

Outlook

About four new BOPP lines are expected to be added in FY22. Raw material prices that were very volatile in FY21 are expected to stabilize by end of FY22, but availability and increasing freight costs remain a concern.

With increased awareness around hygiene and the threat of invisible health hazards, MSFL looks forward to serving the nation through a continued supply of its plastic packaging film to essential industries. The changes in consumer behavior, and an increased brand focus on recyclability would result in good demand for BOPP plastic packaging. MSFL is fully geared to fulfil the demand with its specialty segments, technology, and human resources.

With increased realization for BOPP films, better demand-supply situations, continued focus on innovation and increase in the specialty product mix, MSFL is well on its course to maximize profits, contribute towards betterment of the society and environment.

Sahil Vachani
Managing Director & CEO, Max Ventures and Industries Limited

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Max Estates has always focused on developing sustainable buildings. Its developed buildings – Max Towers and Max House – are LEED Platinum and LEED Gold certified.

Company Overview

Max Estates Limited (Max Estates) is the real estate arm of the Max Group. Established in 2016, the mission of Max Estates is to offer spaces for commercial and residential use with utmost attention to detail, design and lifestyle. We are committed to deliver a unique quality of excellence and lifestyle to all our customers. The goal is to bring Max Group's values of 'sevabhav', excellence, and credibility to the Indian real estate sector.

Over the last few years, Max Estates has demonstrated end-to-end expertise across the real estate value chain, including sourcing new opportunities, liasoning, project execution, asset management and operations. We established a team from various group entities to benefit from their realty project management experience gathered over the years in developing and operating real estate across asset classes including hospital, office, hospitality, and wellness institutions.

The entity piloted its real estate ambitions with a boutique luxury villa community named 222 Rajpur in Dehradun, Uttarakhand, followed by our flagship commercial development, Max Towers in Noida, which is a testimony to Max Estates' capabilities. We were able to bring the project out of distress, demonstrating a sound understanding of the real estate licensing and regulatory apparatus.

As part of its strategy to grow its commercial real estate business, Max Estates ventured into its second commercial office space – Max House in Okhla – through a redevelopment of the former head office of Max India. It is part of a campus development wherein Phase 1 of the project has been completed and is up for leasing, while the development of Phase 2 is in the planning stage.

In addition, Max Square, our third office space and a 51:49 strategic alliance with New York Life Insurance Company Ltd, on Noida Expressway, is under construction and is scheduled to be delivered by Q4FY23. Max Estates has also bid for the Delhi One Project through the NCLT route. This project is in the same campus as our first project i.e. Max Towers. We have received approval of the Committee of Creditors and are awaiting further regulatory clearances from NCLT and other statutory authorities. The Delhi One Project is a ~2.5 million square feet project and will be for mixed-use development. Max Estates will adopt a capital light approach for the project and partner with Institutional funds.

At Max Estates, we live by the philosophy of WorkWell, adopted based on the Well standard. Essentially, we envision all our developments to be an environment built around enhancing and enriching work and life, allowing people to truly WorkWell – a key differentiator positioning us well for this moment. Tenants are putting a higher premium on amenities, experience, hygiene, safety, and security. This is well demonstrated by the fact that total leasing volume achieved by Max Estates in FY21 was higher than FY20.

Performance Highlights

Total real estate segment revenue during the financial year was Rs 39.83 crore with profit before finance cost and tax of Rs 0.82 crore. We believe the real estate business, particularly commercial real estate, is cyclical and heavily dependent on the country's economic progress. Hence, Max Estates has chosen to remain nimble-footed, maintaining a negligible net debt.

At Noida's Max Towers, by the end of FY21, we were able to achieve 90%+ occupancy while commanding 20-25% rental premium over other developments in the micro-market. Further, the project has attracted an enviable tenant profile, primarily from the central business districts of New Delhi. This, in turn, has redefined the commercial real estate landscape of Noida in terms of product quality, tenant profile and rental realization. At Max House, phase-1 of the development was launched for leasing in Q3FY21. Phase-2 is targeted to start construction in H1FY22.

We have dedicated one full office floor to 'WorkWell Suites', a managed office product launched this year to meet the rising demand of tenants for hybrid workplace ecosystem. The suites are managed by Max Asset Services (MAS). Notwithstanding the slow down due to the second wave of COVID-19, Max House is receiving strong traction and a positive feedback. We have already onboarded a leading e-commerce player and are in advance discussions with several marquee corporates.

The construction of our third commercial office development, Max Square, on Noida-Greater Noida Expressway, is going as per schedule and expected to be delivered by Q4YF23.

Additionally, by end of FY21, the company was able to sell ~75% of the inventory in its Dehradun project (222 Rajpur). Despite a downturn due to COVID-19, we received a very strong traction for the 222 Rajpur Villas – a testimony to not only our excellent product quality but also a holistic 'LivWell' experience we curated for the residents.

Max Estates has always focused on developing sustainable buildings. Its developed buildings – Max Towers and Max House – are LEED Platinum and LEED Gold certified. Whereas, its upcoming development, Max Square, is planned to be an IGBC Green Gold-rated building. All our office assets are targeted to receive IGBC Health and Well Being Gold or Platinum rating, which is an outcome of our conscious focus on all aspects of an office complex that impacts both the emotional and physical well-being of its tenants.

Within a short span of time, Max Estates has won several awards and garnered recognition in the industry. Some of them being:

1. Realty+ Excellence Awards – Villa project of the year (222 Rajpur) - 2019
2. Realty+ Conclave and Excellence Awards – Most Environment Friendly Space (Max Towers) – 2019
3. ET Now Stars of the Industry Awards – Ultra Luxury Project of the Year (Commercial) (Max Towers) – 2019
4. DNA Real Estate & Infrastructure Awards – Luxury Project of The Year (Commercial) (Max Towers) – 2019
5. ET Now Real Estates Awards – Developer project of the year (Max Estates) – 2020
6. Realty Conclave Excellence Awards – Design project of the year (Max House) – 2020
7. RE/Max India Estates Awards – Most Sustainable Architecture Design (Commercial/ Retail) (Max House) – 2020
8. Realty Conclave Excellence Awards – Commercial Project of the Year (Max House) – 2020

As part of its strategy to grow its commercial real estate business, Max Estates ventured into its second commercial office space – Max House in Okhla – through a redevelopment of the former head office of Max India. It is part of a campus development wherein Phase 1 of the project has been completed and is up for leasing, while the development of Phase 2 is in the planning stage.

Management Discussion & Analysis

9. Global Real Estate Congress – Emerging Developer of the Year (WorkWell Suites, Max Asset Services) – 2021

10. ET 3rd Kaleido Awards – Bronze for best campaign "Enabling India's Workforce to WorkWell" (Max Estates) – 2021

Global Economy

The COVID-19-induced pandemic has severely impacted the global economy causing the largest economic recession in the country's history in the first half of 2020. The Indian economy took a hit as the GDP contracted by a record 23.9% in the April to June quarter of 2020. However, the situation eased towards the end of the year with the economy recovering at a faster-than-anticipated pace, registering a lower- than-expected contraction at ~8% for full FY21 . FY22 is expected to register a robust double-digit growth ranging from 10-13%, estimate different brokerage houses.

In such a scenario, real estate developers with financial muscle or with access to foreign direct capital via partnerships with financial investors can navigate such waters better than the unorganized developers.

Real Estate Sector in India

The real estate sector in India has witnessed remarkable growth in recent times, with rise in demand for office as well as residential spaces. The rise in confidence for quality developers in India has resulted in a significant growth in investments, particularly from foreign investors. FY21 witnessed a 19% increase in total investments in real estate, totaling to $6.27 billion. Of this, 93% of total investment was from foreign investors, reflecting a high optimism from foreign PE Funds. The investments by foreign PE funds almost doubled from $3 billion to $5.8 billion in FY21. Among all the asset classes, investments in commercial real estate space continues to be strong.

India also saw the listing of its third REIT (Real Estate Investment Trust) in Q4FY21, with a strong 8x oversubscription, indicating greater maturity in the commercial space despite the pandemic-led limitations. Grade A+ rent-yielding office assets, with good tenants, continued to gain traction. The continued growth in investment and positive response to listing of the three REITs, despite the pandemic, signals confidence in the underlying fundamentals of India's commercial real estate space and long-term growth prospects of the sector underpinned by robust demand from IT/ITES companies.

The COVID-19 response has significantly accelerated digital transformation and technology spend globally. India, with its large talent pool and cost competitiveness, continues to attract significant tech investments. This is reflected in the hiring trends – the highest headcount addition of 350,000+ in IT Industry is expected in FY22.

The residential sector, which was facing a turbulent period in the recent years, witnessed improvement towards the end of 2020. Sales in Q4FY21 were 44% higher than year-ago period. With people spending more time at home, the lockdown made homebuyers realize the importance of owning rather than renting. In addition, low mortgage rates, fiscal benefits in the form of lower stamp duty in several states, price correction driving significant improvement in the affordability quotient and, entry of corporate developers after strengthening of regulatory regimes via RERA and IBC Acts will lead to a churn and consolidation of the sector.

Commercial Real Estate

The pandemic put brakes on India's booming office market in Q2CY20. However, the market started witnessing green shoots of recovery in Q3CY21, when business activities resumed, and occupiers started reassessing their real estate portfolios and commitments. There was a massive dip of 45% in net absorption in 2020 from the previous year, when the absorption market was at its peak. Hence, comparison with the average between 2016-18 paints a more realistic picture. Net absorption of ~26 million square feet in 2020 reached 81% of what was observed between 2016 and 2018 . In fact, the net absorption figure in Q4CY20 at 8.24 million square feet overshot the Q4 average during 2016-18 by ~4%. New completions of ~36 million square feet surpassed the average annual levels of ~34 million square feet witnessed during 2016-18.

While the IT/ITES sector showed resilience and continued to be the key occupier group in office market, leasing activity during the year was aided by increased demand for Grade A+ spaces from sectors such as e-commerce, manufacturing, and healthcare. The overall vacancy in the market increased by the end of CY20 by 100-120 bps pan India. Meanwhile, rentals remained stable across all

[1] International Monetary Fund

[2] Source: Anarock IB_FLUX_2021

[3] Source: Knight Frank – India Real Estate (Residential and Office – July – December 2020)

[4] Source: JLL Office Market Update – Q4 2020

markets. Further, to help tenants tide over the crisis, reduction in Common Area Maintenance (CAM) charges and longer period of rent-free months were offered by several developers.

Speaking of Delhi-NCR, the recovery of demand in Q4CY20 was one of the sharpest – 5x of Q3CY 20, leading to a net absorption of 3.3 million square feet . While on a full-year basis drop in demand in Delhi- NCR was ~70% compared to the previous, equally high was the fall in supply. With a large part of the stock in the region being strata sold, the Grade A+ developer-owned and developer-managed office spaces like ones from Max Estates saw strong traction as COVID-19 accelerated the impetus on quality yet being cost competitive.

Just as the real estate market started witnessing recovery, the second wave of COVID-19 emerged at the end of Q1CY21, the intensity of which surprised the entire nation. While this will lead to another pause in leasing activity in Q2CY21, we are confident of recovery in office leasing. This is underpinned by our core belief that the role of conventional office is and will stay relevant though the design, configuration and its use case may change as corporates find their unique equilibrium among different components of hybrid workplace ecosystem – work from home, work from office and work from near home.

As per a survey of 400 occupiers globally , 90% said real estate is a strategic driver of their business. About 49% of the firms named 'corporate brand and image' as top strategic priority, while offices are also seen as a key tool for enhancing 'employee well-being', 'collaboration', and 'talent attraction & retention' with each of these categories being referred by 37% of the firms surveyed.

The role of conventional office is and will stay relevant though the design, configuration and its use case may change as corporates find their unique equilibrium among different components of hybrid workplace ecosystem – work from home, work from office and work from near home.

Further, when it comes to employees and their choice, as per a survey conducted by Gensler , people overwhelmingly wanted to return to office as only ~12% wanted to work from home full-time. This was mainly due to the dip in productivity and satisfaction at home, along with missing face-to-face interactions with colleagues.

While the ongoing pandemic has cast a shadow of doubt and uncertainty, the roll out of the vaccine programs globally has brought hope for the sector in the near-term. There will be a visible 'flight to quality' and 'premium for quality' in mid-to-long term, particularly for assets focusing on sustainability and overall well-being of the workforce.

COVID-19 Pandemic Coping Strategy

The experienced asset management team at Max Assets implemented the best workplace measures and protocols in India for screening, sanitization, air filtration, social distancing and others to ensure that Max Towers facilitated a safe working environment without impacting productivity and collaboration. For example, at Max Towers, we partnered with Real Estate Technology players like Clairco to augment air quality, Wobot to drive AI-based video analytics to implement COVID-19 protocols in common areas, and Dror to monitor

[5] Source: Office Market Update – Q4 2020

[6] Source: Your Space – Discover your new world of work by Knight Frank, April 2021

[7] Source: Gensler - US Work from home survey 2020

Management Discussion & Analysis

social distancing among the members of facility management team managing the building.

Once the first wave began to subside, leasing enquiries started gaining traction and no tenants surrendered their lease at Max Towers. This proved the level of trust we built with our tenants and the potential occupiers looking to shift to a Grade A+ self-sufficient office building.

Marketing activities on the digital front in terms of social media posts were initiated, where we attained a double-digit engagement rate in building awareness. At the same time, the team actively used virtual tours of both Max Towers and Max House to drive engagement with decision makers constrained to travel during the peak of COVID-19 – unique steps in commercial real estate space that had huge impact.

With the second wave of COVID-19 kicking in, the team at Max Estates expedited new initiatives which could help in coping with the pandemic such as vaccination drives. We proactively implemented self-imposed work from home for the safety of all our employees. In addition, we created a taskforce to spearhead resources allocation to help those struggling due to COVID-19. This initiative was not only for our employees but for their immediate and extended family members as well.

Like last year, the team is geared up to leverage multitudes of digital tools to drive awareness and engagement as soon as the second wave of COVID-19 subsides and normalcy in businesses returns.

In line with our observations during the first wave of COVID-19, we expect quality developers with Grade A+ assets and strong balance sheets to not only to weather this storm but also be in a best position to convert the crisis into an opportunity and emerge as a winner.

Business Strategy

Max Estates aspires to be the most trusted real estate company, driven by the desire to enhance the well-being of everyone we touch. As a strategy, we will continue to focus on Delhi-NCR as our core market, while eyeing diversification in new asset classes beyond office at the appropriate time. In the current phase of growth, Max Estates will continue to focus on expanding its commercial office footprint in Delhi-NCR, building a portfolio of annuity-yielding assets.

Our current portfolio is targeted to expand at 0.5 to 1 million square feet per year for the next five years. In parallel, we are closely watching trends in other asset classes, specifically, residential real estate to explore expansion possibilities at the right time.

To do so successfully, Max Estates is focusing on the following priorities:

Product Quality: As a strategy to command premium on rentals, Max Estates will differentiate itself along the quality of its product. We believe that while micro markets are very different – with diverse price points and tenant profiles – there is still a dearth of quality products to meet the surging demand.

Strata sold projects nearly outnumber developer-owned and managed offices in Delhi NCR. These projects tend to command a much lower rental, but a significantly higher vacancy, nearly double, over developer-owned offices due to the quality of their assets. As per a report by an IPC , in Noida and Gurgaon, developer- owned buildings command 20 - 25% higher rental premiums over strata sold projects.

Therefore, Max Estates intends to fill the quality gap by making intelligent product designs, specifications, and material choices built around the tenants' requirements in the micro markets. This would be backed by time-bound execution, while ensuring that elements such as compliances, safety, finishing and sustainability will never be compromised. Our upcoming project – Max Square, a ~700,000 square feet commercial office space on the Noida-Greater Noida express way, will be housing 10,000 square feet of urban forest right at its heart, a first-of-its-kind in the region.

A unique confluence of amenities – airport-style retail, food court, multi-purpose hall, co-working spaces, gym, creche and ample car parking space, powered with WorkWell mindset, will create an unparallel experience for the tenants.

Tenant Experience: We always strive to enhance the experiences of our tenants and have managed to do so by integrating the following WorkWell elements into our approach:

- Air – Maintain gold standard of air quality within office premises.
- Nourishment – Procure organic and nutritional food to our tenants.
- Fitness – Provide fitness centers with gymnasium and infrastructure of other sports activities (indoor and outdoor).
- Mind – Connection to nature and art to promote mental wellness.
- Water – Rainwater harvesting and ground water charging.
- Light – Design to ensure that the

[8] Source: C&W -Delhi NCR Overview

common areas and floors receive maximum daylight.

- Comfort – Ergonomics, acoustics, and thermal considerations for comfortable space.
- Community & Culture – Leverage events by Pulse, an in-house vertical focusing on tenant experiences, to build organic communities and promote cultures through music, performing arts, cuisine classes, among other curated activities.

Agility: At Max Estates, we adapt to the evolving external environment and customer preferences to navigate through the current crisis and consolidate our position in the industry. To address the needs of occupiers on a look out for flexible workspaces because of the pandemic, we have built a managed office space under the brand – WorkWell suites – within our asset.

Our business development and leasing teams productively used the lockdown to get a digital toolkit ready (e.g., virtual video-based interactive tours) as well as curating innovative office space solutions (e.g., Zero capex plans) recognizing the needs of office occupiers to relocate and diversify office portfolios while conserving cash and promoting employee health and safety.

Design and Technology: Max Estates has proven its capability on design differentiation with Max Towers and will continue to leverage its design capabilities to tailor to each micro market we operate in. As an illustration, we have installed four levels of air filtration at Max House, a first in any of the multi-tenanted building in an office space.

In terms of office spaces, we will be focusing on creating flexibility around tenant space requirements (floor plates that can cater to both initial and subsequent expansion needs), longevity and futureproofing the products for technology innovation and work culture, sustainability, and tenant experience. Further, Max Estates will continue to employ best-in-class technologies to ease execution and design development, and to minimize execution risk and duration.

Capacity building to expand to new micro markets: We will continue to strengthen leasing, liaisoning, and construction capabilities to effectively serve across a range of micro markets within Delhi-NCR through a wide spectrum of rentals, demand mix and regulatory landscape.

Efficient capital management: We will opportunistically try to leverage our strong balance sheet and our partnership with New York Life to pick suitable opportunities. We are in discussions with several funds and equity capital investors for future investments.

Leadership bandwidth: While continuing to maintain a lean corporate set-up, we will continue to invest in building organizational capacity, including leadership bandwidth in sync with the scale and scope of our current and aspired real estate portfolios.

Newer Asset Classes: While pursuing the long-term aspiration to become the most-trusted real estate company driven by a desire to enhance the well-being of everyone we touch, Max Estates will continue to scan the market and prioritize potential opportunities to diversify into new asset classes.

After a thorough and careful observation of the residential real estate sector in the region of Delhi-NCR, backed by experts' views that the sector is potentially ripe for credible corporate developers, we will be foraying into the residential real estate space in this financial year (FY22). We will now evaluate potential opportunities at a micro level and take a judicious call on the investment opportunity within Delhi-NCR

While Max Estates will continue to focus on the office space segment in FY22, adopting an asset-light approach for our upcoming project – Max Square – we are also in active discussions regarding several opportunities in the residential real estate sector across the Delhi-NCR. We believe the residential sector is fraught with developers that have overpromised but underdelivered leading to several distressed assets and huge customer dissatisfaction. Owing to a sound understanding of the technical know-how of the sector, the trust of marquee investors, a sturdy performance in the commercial real estate space over the years and backed by the overall impeccable corporate governance track record of the Max Group, Max Estates is well poised to make a mark in the residential real estate space as well.

Max Estates aspires to be the most trusted real estate company, driven by the desire to enhance the well-being of everyone we touch. As a strategy, we will continue to focus on Delhi-NCR as our core market, while eyeing diversification in new asset classes beyond office at the appropriate time. In the current phase of growth, Max Estates will continue to focus on expanding its commercial office footprint in Delhi-NCR, building a portfolio of annuity-yielding assets.

Business Responsibility **Review**

SEE activity with Student Council

> The children of today can benefit from imbibing the skills of kindness, resilience, and compassion to become global citizens of tomorrow.
>
> ~ Tara Singh Vachani

Max India Foundation's (MIF) journey is characterized by the ethos of "sevabhav" and giving with dignity. Since 2019, in a new approach, MIF has identified education as its new area of focus. Education is of paramount concern in India, not only due to the want of quality schooling but also due to the lack of focus on values such as empathy and compassion. To aid this cause, MIF aims to facilitate, monitor, and ensure quality and value-based education to primarily underprivileged children.

Quality education is not only a life-changing experience, but also a mind-crafting and character-building exercise. The government has expressed its grand vision in the **New Education Policy (NEP) 2020**. This document reminds us of a beautiful, flexible, free world where each student can reach their potential. The NEP lays emphasis on the principle that education must develop not only the cognitive capacities – both the 'foundational capacities' of literacy and numeracy and 'higher-order' cognitive capacities, such as critical thinking and problem solving – but also social, ethical, and emotional capacities and dispositions.

Exploring and navigating new realities require a new approach.

In an unprecedented crisis like the COVID-19 pandemic, the education system witnessed disruptions like never before. Many marginalized groups were left behind when their schools shut down. Extended periods of school closures caused loss of learning. To mitigate the impact of this disruption, the non-government organizations (NGO) partners supported by MIF showed resilience by incorporating plug and play into multiple programs for continued learning and training. There was a lot of reflection and experimentation to devise such ways and means of alternate learning opportunities, that were well supported by their parents and teachers.

Our NGO partners combined **holistic learning and well-being** of all stakeholders (teachers, principals, students, and parents) as their top priority to ensure continued education.

In the academic year 2021-22, MIF supported the education of 122,000 students, 3,597 teachers and 40 fellows (teacher leaders) through its partnership with 24 NGOs. Further, 8.1 million+ students at local government schools were impacted through a remote learning program – 'Humara Ghar, Humara Vidyalaya'.

Value-Based Education

> When educating the mind of our youths, we must not forget to educate their hearts.
>
> ~ His Holiness, The XIV Dalai Lama

Photo credit: Akanksha Foundation

SEE Learning™ India is a collaboration between MIF and Emory University, USA. SEE Learning™ India is the exclusive and nodal body for the dissemination of SEE Learning™ in India. In involves training and facilitation of educators embarking on the social, emotional and ethical learning journey, while forging and cultivating partnerships with schools and organizations across India.

Adapting to a new normal in a world impacted by the pandemic, SEE Learning India conducted online orientations for educators from various organizations such as Teach for India, Delhi Public Schools and Ekya schools to name a few. These training sessions were held digitally over Zoom and included offerings such as Taste of SEE Learning and Getting Started sessions – online orientations providing a glimpse and overview of SEE Learning for the educators. Some participants from these initial sessions progressed to undertake the next phase of the Getting Started SEE Learning online offering, allowing a deeper and immersive engagement with the SEE Learning curriculum. These sessions were much enjoyed by the enthusiastic group of educators and were excited about implementing the learnings in the classroom with their students.

Fostering this sense of community among educators encourages both their willingness to explore these practices within their classroom and a way of personal practice. To develop skills such as compassion, resilience and systems thinking in students, one must first begin with embodying it themselves. This thrust on development of a methodology and building teacher capacity is key to the successful implementation of SEE Learning in classrooms.

800+ Educators introduced to SEE learning

200+ hours invested in training educators

40000 Students recieving or have recieved SEE learning lessons or practices

SEE Learning India entered a **tripartite** research- focused collaboration between **SEE Learning India, SEE Learning Emory** and the **Akanksha Foundation**. Recognizing that most of the evidence in Social Emotional Learning (SEL) is based on data from the western world, SEE Learning India recognizes the urgent need for culture-specific evidence that would help make a case for SEE Learning in India. Along with supporting community buy-in and implementation fidelity, SEE Learning India aspires for this **three-year study** across 17 schools to create policies specific to the SEL landscape and reinforce a social return on investment.

Supporting Foundational Learning

In its endeavor to support foundational learning, MIF collaborated with NGO partners in different states in India with programs in teacher education, enhancing child learning, whole school transformation, school management and governance, etc.

The highlights of some of the initiatives by MIF's implementing partners are:

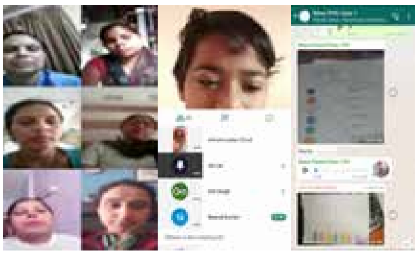
Bridging the Learning Gap

While the schools were shut down, the NGO partners supported by MIF continued to bridge the learning gap

Business Responsibility Review

by working on a range of contingency strategies to make up for the lost learning opportunities, learning and well-being of teachers, issues around governance and finance, among others.

The conventional 'chalk and talk' method of teaching or classroom learning was replaced by "At Home" digital learning solutions. This transferred the control of teaching from teachers to the students who took the control of learning – a progressive step towards lifelong learning. The teachers transitioned to the online medium by creating digital curricular content, activities, audio book. Besides this, they curated videos and delivered sessions through different digital media, such as WhatsApp, Zoom, Skype, Google Hangout, etc. Students shared their assignments via e-mails, WhatsApp, etc, for assessments.



Access to E-Learning

MIF enabled access to e-learning to ensure seamless education of children. Lack of devices and internet connectivity posed a huge challenge to the underprivileged. Hence, the most critical need was to provide children with a learning device that would enable them to access new learning material at home. MIF joined hands with Teach for India, iTeach, CanKids, Alohomora and Raphael to ensure that students had access to a tablet that would enable them to continue their education from the safety of their homes.

A Student learning alphabets on a tablet. (Photo credit: Raphael Ryder Cheshire International Centre)

Virtual Summer Teacher Training Institute

Teach For India, inducted its new cohort of fellows through its first-ever, virtual Summer Teacher Training Institute. The restructured Teach For India Institute was different, yet highly effective in initiating the fellows into the program. The eight-weeks long training gave them additional skills to transform them into blended-learning teachers – a tool to help them navigate a post-COVID-19 world.

Armed with knowledge about educational inequity; teaching pedagogy and content; child development and socio-emotional learning; culture and values; the fellows were prepared to begin teaching virtually immediately, regardless of when schools open!

"Humara Ghar, Humara Vidyalaya"

As part of the System Design and Delivery Unit with Education Department of Madhya Pradesh (SATH-E), The Education Alliance (TEA) launched the 'Hamara Ghar, Hamara Vidyalaya' program for all students in grades 1-12 aiding the learning of 8.1 million students in a structured and effective manner, even at home. The program provided a daily (in elementary) and a weekly (in secondary) timetable to students to study from home with clearly defined learning outcomes, categorized by subjects/grades.

Giving More Meaning to Education

MIF supports Foster and Forge Foundation's teaching fellowship to end educational inequity and make education meaningful for children. Foster and Forge was selected as Prernasarthi for 20 districts under the Uttar Pradesh government's Mission Prerna – a policy initiative to improve the quality of education in the state. The program was launched with a special focus on foundational learning skills which entail children's ability to read, comprehend and perform basic math calculations – identified as the basis of their future learning.

Mission Prerna Fellowship Program conducted by F & F in Uttar Pradesh

Community Outreach

Parents who were earlier resistant and unsupportive of education, were now interested in their child's education. MIFs NGO partners have supported the parents and caregivers in developing their skills by sharing tools, knowledge, facilitating sessions, etc, to provide minimum support at home.

Family champion leading session with parents. (Photo credit: Kshamtalaya Foundation)

Strengthening the School Management Committees

To orient School Management Committee members on the better utilization of the funds available in schools, NGO partner Saajha conducted an online training in collaboration with (SCERT), Delhi, which was attended by members of 860 government schools.

Emotional Well-Being: A Priority for ALL

The delayed school reopening, staying indoors and limited in-person social interaction created a mental and emotional toll on the well-being of children, parents, care givers and the educator community. MIF's NGO partners undertook mental Health support initiatives such as conducting calls to check welfare, creating safe spaces to share, facilitating sessions to engage families in working together, conducting parent teacher meetings, organizing study circles for teachers. These initiatives played a key role in ensuring the well-being of all stakeholders.

Kshamtalaya organised workshop for its teachers to build body awareness

Special Education

MIF partnered with Raphael Ryder Cheshire International Centre to provide online education through mediums such as WhatsApp videos and messages. This was a great learning experience for both the special educators and the children who were never exposed to such teaching or learning before. Online sessions were conducted for children who needed physiotherapy and speech therapy, as well as counselling sessions for parents.

Co-Scholastic Endeavors

Avid Readers

In its efforts to encourage reading, Kshamtalaya Foundation facilitated 65 storytelling sessions in 16 community libraries on different themes (helping others, kindness, empathy, working in groups, confidence building and self-expression) through story-book making and anger management to strengthen children's interest in engaging with stories and books.

Students Building their story books. (Photo credit: Kshamtalaya Foundation)

Integrating Arts into Academics

Storage basket and a Tribal Mask made by students as part of art integration project (iTeach)

To develop 21st century skills among students, and to drive academic learning outcomes, MIF supported its partner iTeach to integrate art with academics in regular lessons. Hence, The Sikkim Project was launched so that students could develop an understanding of the culture of another state and appreciate the diversity of our country.

#Coronameinrukona

MIF is committed to ensure an equal chance for further education and job opportunities. With MIF's support, Alohomora responded to the

Business Responsibility Review

COVID-19 lockdown by launching an online "camp" for students. The idea was to keep them connected to their peers and gain exposure to various careers using digital medium such as WhatsApp, Zoom, Instagram, among others.

A student prepared a first-aid kit for her house

Camping at Home

A virtual summer camp was held by Samarpan Foundation (iPartner) to ensure continued student support during summers. Numerous activities such as riddles, sudoku, pictionary, quizzes on nutrition and food, storytelling, seed germination, story making from words were conducted during the camp.

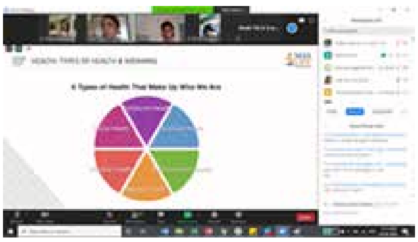
Germination activity conducted during the summer camp

Pledge to take care of the planet

With the support of MIF, students planted young saplings, recycled non-biodegradable material into decorative items, designed 3-D models, creative charts, posters, etc. Through their efforts, children portrayed that human society is embedded in an environment and it is our responsibility to save and preserve it!

Student of Sneha Doon Academy (AASRA Trust) planting saplings; Environmental awareness for RASTA students was stimulated by making cards and posters

Virtual Volunteering



MIF enabled the volunteering program for Max Life Insurance employees to spread awareness on various issues such as Health Awareness, Environment Protection, Menstrual Hygiene, Career Planning amongst students. A virtual session was conducted to sensitize children about the importance of health, hygiene and general well-being considering today's times. The session was a big hit amongst the students as it was fun learning with various activities that also included a quiz competition.

The students were rewarded and given participation certificates to encourage their participation.

Health and Education go hand in hand

Studies continuing on Hospital Bed also

MIF's long-time partner, Cankids KisCan education team felt the need to provide a device to the children across India. This objective was to take online classes, to facilitate online Cankids' online tutoring and mentoring through the Personalized Education Program, and to a child suffering from cancer, provide knowledge about how to protect himself from existing vulnerabilities as well as from COVID19.

COVID Relief Response: #StayHomeIndia Challege

The COVID-19 crisis truly brought all of us together like never before. MIF took active steps to provide direct and indirect relief, through NGOs and social support groups.

Around 150,000 individuals, 8,000+ children and 1,596 families were supported with large-scale distribution of 250,000 lakh food packets (cooked and uncooked) and 40,000+ masks. Significant support was provided through Gurudwaras and other members of the Sikh community.

Besides providing ongoing learning solutions for children, MIF supported the communities with cooked food, dry ration, medical and sanitary supplies, protection kids, N95 masks and other basic supplies. This support was made possible by launching #StayHomeIndia campaign in April 2020.

As part of the campaign, MIF surpassed its goal of 100,000 pledges in 10 days and promised to donate Rs 500 per pledge, up to a sum of Rs 5 crore for COVID-19 relief efforts.

Children express their gratitude as MIF facilitated transportation to bring the girl students back to school when the schools re-opened.

MIF will continue to work towards plugging the loopholes and bridging the gaps in India's education system through value-based education and quality schooling. Despite the challenging times, MIF looks forward to another gratifying year of making a difference.

Going forward, SEE Learning India plans to continue its efforts in capacity-building of educators across the subcontinent, while evaluating indicators that contribute towards transforming the education landscape in the country.

Stories of Transformational Learning Impact

A good education can change anyone; a good teacher can change everything.

"Shashi ma'am is a motivated teacher and always tries to bring new innovations in her classroom. She continued with the same spirit when she was engaging with children online. She made consistent efforts to reach out to maximum children through online mediums and ensure their learning continues in a fun and engaging manner. She created more opportunities for her students to explore their potential and showcase their skills. One of her students, Lavanya, created a storytelling video which got published on YouTube channel "Bacchon ki Rang Birangi Dunia" with more than 300,000 subscribers."

Link:https://www.facebook.com/shashi.kiran.503645/videos/1977471092396634/

Testimonial from the Principal, Kishangarh School

"Initially, it was difficult for us to imagine students from our school attending online classes. How would it even work? Will they have access to smartphones? Do they have internet connections? So many questions arose in our minds. Yet, we decided to try this with class V students. The response was amazing and their zeal to learn pushed us to take this initiative forward with the remaining classes, one at a time. After classes, we moved to online PTMs with parents through WhatsApp video calls, which also went well. Through these innovative methods, we are in touch with our students and able to engage them in different activities to ensure they do not feel isolated or lost during this pandemic. We have faced with several challenges but that has not stopped us from reaching out to our children. We are grateful for the support we have received to make it possible"

Testimonial of a Teach For India Fellow

"In the past few months, I pushed myself to increase my knowledge on inclusive education by participating in a Teach For India-led training program. Here, I acquired knowledge on differentiated and social emotional learning and have tried to implement it in my classroom as well. I realized that value degradation had been a major plague in my classroom. Therefore, social emotional learning became an important part of my classes and lesson plans. I could see a shift in student mindsets and actions post that."

04

CORPORATE GOVERNANCE REPORT

Corporate Governance Report

OUR CORPORATE GOVERNANCE PHILOSOPHY

Max Ventures and Industries Limited (**'MaxVIL'** or **'the Company'**) is committed towards maintaining the highest standards of Corporate Governance and recognizes that in today's environment, it is a critical driver for achieving excellence, attracting high-quality talent and optimising capital allocation across all business verticals. The Company believes that appropriate disclosure procedures, transparent accounting policies, strong and independent Board practices and highest levels of ethical standards are critical to enhance and retain all stakeholders' trust and generate sustainable corporate growth. It is the conviction with which MaxVIL has set in place systems, procedures and standards that are promoting good corporate governance standards within the Company.

To ensure strong discipline in capital management, robust performance management of the businesses and sustained value creation across all stakeholders, MaxVIL has implemented a comprehensive governance framework for itself and its subsidiaries. The framework entails implementation of various transformational initiatives across three key facets of governance:

- **Board Architecture**

  The Board in each of the operating companies stand re-configured to create the right composition with an ideal number of independent directors, ensuring board diversity with respect to functional and industry expertise, having active and engaged lead directors on each Board and separating the role of the CEO and the Chairman. In addition, a clear role for the Board has been articulated on areas like strategy formulation, monitoring financial health, leadership development, risk management and succession planning.

- **Board Processes**

  Various people processes of the Board have been optimized (viz. on-boarding of directors, Board education and business engagement, enabling independence, adherence to code of conduct etc.). Key operational aspects such as ensuring a comprehensive and well-balanced meeting agenda, timely and adequate information flow to the Board, inviting external participants to take Board sessions are in place to ensure that the Board time is spent optimally on all critical areas of the business.

  All material matters to be considered by the Board are reviewed in specific committees of the Board that are composed of the right balance between executive, non-executive and independent Directors who add value to and are specifically qualified for the particular committee. Detailed charters are published for every committee of the Board.

- **Board Effectiveness**

  To enhance 'Board Effectiveness' and assess the Board's performance, an annual evaluation of Board Members is conducted and inter-company Board movements to be effected to ensure that the Board is well-equipped and engaged to take the right decisions for the business. In addition, various mechanisms have been implemented to improve the performance of the Board, which involves establishing clear standards of conduct & behaviour, setting a calendar of key governance interventions like strategy setting sessions, risk management sessions, consequence management etc.

BOARD OF DIRECTORS

As at March 31, 2021, your Board of Directors comprised of seven members comprising one Executive Director and six Non-Executive Directors of which four are independent. Mr. Analjit Singh, Chairman of the Company is a Promoter, Non-Executive Director.

In terms of Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") the Company has received declaration from Independent Directors confirming their independence from the

Management. Also, the Board has evaluated the independence of Directors and opines that the Independent Directors fulfil the conditions specified in Listing Regulations and are independent of the Management.

The Members of the Company in the Annual General Meeting held on December 30, 2020 approved:

1. Re-appointment of Mr. Arthur Harutyun Seter, Non- Executive Director and Mr. Mohit Talwar, Vice Chairman and Non- Executive Director of the Company, upon their retirement by rotation;
2. Appointment of Mr. Nitin Malhan as an Independent Director of the Company for a period of five years effective November 08, 2019 till November 07, 2024;
3. Re-appointment of Mr. Sahil Vachani as Managing Director and CEO for a further period of five years effective January 14, 2021 till January 14, 2026; and
4. Re-appointment of Mr. Dinesh Kumar Mittal and Mr. Kummamuri Narasimha Murthy as Independent Directors for the second tenure of five years effective January 15, 2021 till January 14, 2026.

Mr. Mohit Talwar, Director and Vice Chairman of the Company, resigned from his position effective February 12, 2021 due to his pre- occupation. No independent director of the Company has resigned from the Company during the financial year.

As at March 31, 2021, none of the Directors was a member in more than ten committees, or the Chairman of more than five committees, across all public limited companies in which he/she is a Director. Mr. Sahil Vachani is a relative of Mr. Analjit Singh. Further, none of the other directors are related inter-se.

The composition of Directors and their attendance at the Board meeting held during the financial year ended March 31, 2021 ("FY 2021") and at the last Annual General Meeting, including the details of their other Directorships and Committee Memberships as on March 31, 2021 are given below:

Name of Director	Number of Board meetings during FY 2021		Attendance at last AGM held on December 30, 2020	Number of Directorships in other Companies as at March 31, 2021*	Number of committee positions held in other public companies as at March 31, 2021**	
	Held during tenure	Attended			Chairman	Member
Mr. Analjit Singh [*Promoter, Non-Executive Director & Chairman*]	5	5	Yes	11	--	--
Mr. Mohit Talwar@ *[Non-Executive Director & Vice Chairman]*	4	4	Yes	N.A.	N.A.	N.A.
Mr. Sahil Vachani *[Managing Director and CEO]*	5	5	Yes	16	01	01
Mr. Arthur Seter Harutyun *[Non-Executive Director]*	5	5	No	02	--	--
Mr. Dinesh Kumar Mittal *[Independent Director]*	5	5	Yes	11	03	04
Mr. K. Narasimha Murthy *[Independent Director]*	5	5	Yes	07	05	02
Ms. Gauri Padmanabhan *[Independent Director]*	5	5	Yes	02	--	--
Mr. Niten Malhan *[Independent Director]*	5	5	Yes	03	--	02

* *Excluding Foreign Companies and Companies formed under Section 8 of the Act.*
** *Represents Memberships/Chairmanships of Audit Committee & Stakeholders Relationship Committee of Indian Public Limited Companies other than companies formed under Section 8 of the Act.*
@ *Resigned from the position of Non-Executive Director & Vice Chairman effective February 12, 2021.*

Further, names of the other listed entities where the directors of the Company are director as on March 31, 2021 and the category of directorship is as follows:

Name of Director	Name of other listed entity	Category of directorship
Mr. Analjit Singh	Max Financial Services Limited Max India Limited	Promoter, Non-Executive Chairman Promoter, Non-Executive Chairman
Mr. D. K. Mittal	Balrampur Chini Mills Limited Max Financial Services Limited Bharti Airtel Limited Trident Limited	Independent Director Independent Director Independent Director Independent Director
Mr. K. Narasimha Murthy	Max Healthcare Institute Limited Nelco Limited Max Financial Services Limited	Independent Director Independent Director Independent Director
Mr. Niten Malhan	Max India Limited Lemon Tree Hotels Limited	Independent Director Independent Director
Mr. Sahil Vachani	Max Financial Services Limited	Non-Executive, Non Independent Director
Ms. Gauri Padmanabhan	Nil	N.A.
Mr. Arthur Seter	Nil	N.A.

Details of Board Meetings held during FY 2021:

There were five Board meetings held during FY 2021, details of which are as under:

S. No	Date	Board Strength	No. of Directors Present
1.	June 05, 2020	08	08
2.	July 28, 2020	08	08
3.	October 26, 2020	08	08
4.	February 12, 2021	08	08
5.	March 22, 2021	07	07

How do we make sure our board is effective?

The calendar for the Board and Committee meetings are fixed in advance for the whole year, along with significant agenda items. At least one Board meeting is held within 45 days from the close of each quarter (within 60 days for last quarter of financial year) to review financial results and business performance and the gap between two consecutive Board meetings does not exceed one hundred and twenty days, as required by law. Apart from the aforesaid four meetings, additional Board meetings are also convened to meet business exigencies. Matters of exigency are also approved by the Directors through resolutions passed by circulation as permissible under the provisions of the Act and Secretarial Standards on meetings of the Board of Directors (SS-1) and the same are also duly noted in the next meeting.

Generally, meetings of Committees of Board are held prior to the Board meeting. The Chairperson of the respective Committee briefs the Board about the proceedings of the Committee meeting and its recommendations on matters that the Board needs to consider and approve.

All agenda items are accompanied by comprehensive notes on the related subject and in certain areas such as business plans/ business reviews and financial results, detailed presentations are made to the Board members. The material for the Board and Committee meetings is generally published seven days in advance through e-mail and/or electronically in a secured dedicated portal. The Board is regularly updated on the key risks and the steps and process initiated for reducing and, if feasible eliminating various risks. Business risk evaluation and management is an ongoing process with the Company.

To enable the Board to discharge its responsibilities effectively, members of the Board are apprised on the overall performance of the Company and its subsidiaries at every Board meeting. The Board has complete access to all the relevant information within the Company. Senior Management is invited to attend the Board/ Committee meetings to provide detailed insight into the items being discussed.

Key Board qualifications, expertise and attributes

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

In terms of the requirement of the SEBI (LODR) Listing Regulations, the Board has identified the following core skills/expertise/ competencies of the Directors for effective functioning of the Company in the context of company's business:

1. Corporate governance - Maintaining board and management accountability, protecting shareholder interests, and observing appropriate governance practices.
2. Leadership - Leadership experience in developing talent, planning succession, and driving change and long-term growth. Practical understanding of managing organizations, processes, strategic planning, and risk management.
3. Strategic thinking - Forming strategies to analyze the marketplace and identify opportunities to stimulate growth, considering the impact of key decisions, offer contingency plans and risk mitigation, bearing in mind the stakeholders' best interests.
4. Diversity - Representation of gender, ethnic, geographic, cultural, or other perspectives that expand the Board's understanding of the needs and viewpoints of our customers, partners, employees, governments, and other stakeholders worldwide.
5. Financial acumen - Proficiency in financial management, financial reporting processes, or experience in actively supervising the finance function.
6. Business Growth - Identifying market trends, developing strategies for growth of business. Building brand awareness and equity and enhancing enterprise reputation. Ability to assess investment or acquisition decisions, evaluation of operational integration plans.
7. Merger and acquisitions - Experience in acquisitions and other business combinations, with the ability to assess 'build and buy' decision, accurately valuing the transactions and evaluating the operational integration plans.

Mr. Analjit Singh, Mr. Sahil Vachani, Mr. Arthur Seter, Mr. D. K. Mittal and Mr. K. Narasimha Murthy possess all the aforementioned skills/expertise/ competencies. Further, Ms. Gauri Padmanabhan possesses skills specified in serial no. 1, 2 and 4, and Mr. Niten Malhan possesses skills specified in serial no. 1, 3, 6 and 7 above. The brief profile of directors, forming part of this Annual Report provide an insight into the education, expertise, skills and experience of the Directors.

Code of Conduct

In compliance with Regulation 26(3) of Listing Regulations, the Company had adopted a Code of Conduct for the Directors and Senior Management of the Company ('the Code'). The Code is available on the Company's website https://maxvil.com/shareholder-information/.

All the members of the Board of Directors and senior management personnel had affirmed compliance with above mentioned Regulation including Code for FY 2021 and declaration to this effect signed by the Managing Director and CEO forms part of this report as **Annexure-I**.

Pursuant to the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended, the Company has also adopted a Code of Conduct to Regulate, Monitor and Report trading by insiders, for prevention of insider trading, which is applicable to all the Directors, Designated Persons and Connected Persons of the Company. The copy of the Code of Conduct is available on the Company's website https://maxvil.com/shareholder-information/.

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

As at March 31, 2021, the Audit Committee comprised of Mr. D. K. Mittal (Chairman), Mr. Niten Malhan, Mr. K. Narasimha Murthy and Mr. Sahil Vachani. Mr. Mohit Talwar was a member of the Committee upto February 12, 2021 and Mr. Sahil Vachani was appointed as a member of the Committee effective February 13, 2021. The members of the Committee, except Mr. Sahil Vachani, are Independent Directors. All members of the Committee possess requisite accounting and financial knowledge. The Chairman of the Committee has accounting and financial management expertise. The Company Secretary of the Company acts as the Secretary to this Committee.

The terms of reference of the Audit Committee has been defined by the Board of Directors in accordance with Regulation 18 and Part C of Schedule II of the Listing Regulations and applicable provisions of the Act. This Committee, *inter-alia*, recommends appointment and remuneration of statutory auditors, secretarial auditors, internal auditors, reviews Company's financial reporting processes & systems and internal financial controls, financial and risk management policies, related party transactions, significant transactions and arrangements entered into by unlisted subsidiaries, review of inter-corporate loans and investments, review the statement of uses / application of funds raised through preferential issue, Company's financial statements, including annual and quarterly financial results and financial accounting practices & policies and reviews the functioning of the whistle blower mechanism.

The representatives of Internal Auditors and Statutory Auditors are invited to the meetings of the Committee, as and when required. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company to answer the shareholder queries.

Meetings & attendance during FY 2021

The Committee met five times during FY 2021 on June 05, 2020, July 28, 2020, October 26, 2020, February 12, 2021 and March 22, 2021. The details of attendance of Directors at the meetings are as under:

Name of Director	Number of meetings held during tenure	Number of meetings attended
Mr. D. K. Mittal	05	05
Mr. K. Narasimha Murthy	05	05
Mr. Niten Malhan	05	05
Mr. Sahil Vachani*	01	01
Mr. Mohit Talwar**	04	04

** Appointed as a member w.e.f. February 13, 2021.*
*** Resigned from the position of Non-Executive Director & Vice Chairman w.e.f. February 12, 2021.*

NOMINATION AND REMUNERATION COMMITTEE

As at March 31, 2021, the Committee comprised of Mr. K. Narasimha Murthy (Chairman), Mr. D. K. Mittal, Ms. Gauri Padmanabhan and Mr. Analjit Singh. All the members of the Committee, except Mr. Analjit Singh, are Independent Directors. Mr. Mohit Talwar was a member of the Committee till February 12, 2021 and Mr. Analjit Singh was appointed as a member of the Committee effective February 13, 2021. The Company Secretary of the Company acts as the Secretary to this Committee.

The scope including terms of reference of the Nomination & Remuneration Committee has been defined by the Board of Directors in accordance with Regulation 19 and Part D of Schedule II to the Listing Regulations and applicable provisions of the Act. This Committee, *inter-alia,* evaluates the compensation and benefits for Executive Directors and Senior Executives at one level below the Board, recruitment of key managerial personnel and finalisation of their compensation, induction of Executive and Non-Executive Directors and fixing the method, criteria and quantum of compensation to be paid to the Non- Executive Directors and formulate the criteria for evaluation of independent directors and the Board. The details of annual evaluation of the performance of the Board, its Committees and of individual directors have been disclosed in the Board's Report. It also administers the (a) ESOP Scheme(s) of the Company including allotment of equity shares arising from exercise of stock options; and (b) Phantom Stock Scheme of the Company.

The remuneration policy of the Company is aimed at attracting and retaining the best talent to leverage performance in a significant manner. The strategy takes into account, the remuneration trends, talent market and competitive requirements. The Remuneration Policy of the Company is available on the website of the Company www.maxvil.com.

Meetings & attendance during FY 2021:

The Committee met four times during FY 2021 on April 28, 2020, June 05, 2020, October 26, 2020 and March 22, 2021. The details of attendance of Directors at the meetings are as under:

Name of Director	Number of meetings held	Number of meetings attended
Mr. K. Narasimha Murthy	04	04
Mr. D. K. Mittal	04	04
Ms. Gauri Padmanabhan	04	04
Mr. Analjit Singh*	01	01
Mr. Mohit Talwar **	03	03

** Appointed as a member w.e.f. February 13, 2021.*
***Resigned from the position of Non-Executive Director & Vice Chairman w.e.f. February 12, 2021.*

Performance evaluation criteria for Independent Directors

Pursuant to the provisions of the Act and Regulation 17(10) of the Listing Regulations, the performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation the directors, who were subject to evaluation had not participated. The evaluation of Independent Directors was based on criteria such as current knowledge of the Company's business sector & trends; understanding of the Company's business, its subsidiaries, operational structure and key risks; meaningful & constructive contribution in meetings, guidance to the management etc.

Criteria of making payments to Non - Executive Directors

The Company pays sitting fees of ₹1,00,000/- per meeting to its Non Executive Directors for attending the meetings of Board and Committees of the Board and separate meeting(s) of Independent Directors. The Company has not paid any remuneration to its Non-Executive/ Independent Directors during FY 2021, except the sitting fees.

Remuneration paid to Directors during FY 2021

Details of the sitting fees paid to Non-Executive/ Independent Directors of the Company during FY 2021 are as under:

S. No.	Name of the Director	Sitting Fee paid (in ₹)
1	Mr. Analjit Singh	6,00,000
2	Mr. Mohit Talwar*	13,00,000
3	Mr. K. Narasimha Murthy	15,00,000
4	Mr. D. K. Mittal	16,00,000
5	Mr. Niten Malhan	12,00,000
6	Mr. Arthur Seter	N.A.
7	Ms. Gauri Padmanabhan	10,00,000

** Resigned from the position of Director & Vice Chairman on February 12, 2021.*

The remuneration payable/ paid to Executive Director of the Company including performance incentives is determined from time to time by the Nomination & Remuneration Committee in terms of applicable provisions of the Act read with Company's remuneration policy.

Details of the remuneration charged to profit and loss account in respect of Mr. Sahil Vachani as Managing Director and CEO for FY 2021 is as under:

Description	(Amount in ₹)
Salary	1,43,75,258
Benefits (Perquisites)	39,10,374
Performance Incentive/special payments	1,35,12,800
Retirals	7,39,728
Service contract	5 years w.e.f. January 15, 2021
Notice period	3 months
Stock options granted (in numbers)	N.A.

The severance fee, if any, shall be payable as per the provisions of the Act. The Variable Compensation / Performance Incentive shall be paid depending on the performance rating and Company's performance within the limits approved by shareholders of the Company.

The Company did not have any pecuniary relationship or transactions with the Non-Executive Directors of the Company other than payment of the sitting fees for attending meetings. Further, during FY 2021, none of the directors of the Company were granted / held any outstanding stock options under the Max Ventures and Industries Employee Stock Plan – 2016 or other convertible securities of the Company.

Details of equity shares held by Directors of the Company as on March 31, 2021 are:

S. No.	Name of the Director	No. of equity shares of ₹10/- each
1	Mr. Analjit Singh	41,41,481
2	Mr. K. Narasimha Murthy	11,000
3	Mr. D. K. Mittal	4,765
4	Mr. Niten Malhan	Nil
5	Mr. Arthur Seter Harutyun	Nil
6	Mr. Sahil Vachani	Nil
7	Ms. Gauri Padmanabhan	Nil

STAKEHOLDERS RELATIONSHIP COMMITTEE

As at March 31, 2021, the Committee comprised of Mr. Dinesh Kumar Mittal (Chairman), Ms. Gauri Padmanabhan and Mr. Sahil Vachani. Mr. Mohit Talwar ceased to be the Chairman and member of the Committee w.e.f. February 12, 2021. Further, Mr. Niten Malhan ceased to be the member of the Committee w.e.f. February 13, 2021. Mr. Dinesh Kumar Mittal and Ms. Gauri Padmanabhan were appointed as Chairman and member of the committee, respectively effective February 13, 2021. Key responsibilities of this Committee are formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time, redressal of shareholders and investor complaints/grievances. The scope of the Stakeholders Relationship Committee has been defined by the Board of Directors in accordance with the provisions of Regulation 20 read with Part D of Schedule II to the Listing Regulations. The Committee also approves the transfer and transmission of securities; issuance of duplicate certificates etc. The Company Secretary of the Company acts as the Secretary to this Committee.

Meetings & attendance during FY 2021

The Committee met once during FY 2021 on October 26, 2020. All the Committee members were present in the meeting.

The Committee has delegated the authority to effect transfer, transmission and transposition of shares up to 1,000 per folio and deletion and/ or change of name of security holders, to the Company Secretary / Compliance Officer, and such transfers, transmissions and transpositions etc. are subsequently ratified in next meeting of the Committee. The Company has normally attended to the Shareholders / Investors complaints within a period of 7 working days except in cases which were under legal proceedings/disputes. During FY 2021, 3 complaints were received by the Company, which were general in nature viz. issues relating to non-receipt of annual reports, 2 of which were resolved to the satisfaction of the respective shareholders. Further, there was 1 pending investor's complaint as at March 31, 2021, which has also been resolved subsequently.

INVESTMENT & FINANCE COMMITTEE

As at March 31, 2021, the Committee comprised of Mr. D. K. Mittal, Mr. K. Narasimha Murthy, Mr. Niten Malhan and Mr. Sahil Vachani. Mr. Mohit Talwar ceased to be member of the Committee w.e.f. February 12, 2021 and Mr. Niten Malhan was appointed as a member of the Committee effective February 13, 2021. The Chairman of the committee is elected by the members at the meeting. The responsibilities of this Committee are to review financial performance of businesses carried on by the Company and its subsidiaries, review and recommend revenue and capital budgets of the Company and its subsidiaries, review and recommend various fund raising options and financial resources allocation to Company's subsidiaries and to review proposals on business restructuring, mergers, consolidations acquisitions, investments, establishment of joint ventures and divestments of any businesses, etc.

Meetings & attendance during FY 2021

The Committee did not have any meeting during FY 2021.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

As at March 31, 2021, the Corporate Social Responsibility ('CSR') Committee comprised of Mr. D. K. Mittal, Ms. Gauri Padmanabhan and Mr. Sahil Vachani as its members. Mr. Mohit Talwar ceased to be the member of the Committee w.e.f. February 12, 2021 and Ms. Gauri Padmanabhan was appointed as a member of the Committee effective February 13, 2021.The responsibilities of this Committee includes formulation and recommendation to the Board a CSR Policy which shall indicate the activities to be undertaken by the company in line with the activities prescribed in Schedule VII of the Act for CSR activities, recommend the annual action plan and the amount of expenditure to be incurred on the CSR activities, monitor the CSR Policy of the Company from time to time and any other matter as may be delegated to the Committee from time to time.

Meetings & attendance during FY 2021

The Committee met once during FY 2021 on June 05, 2020. All the members of the Committee, except Mr. Sahil Vachani, were present in the meeting.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Independent directors had a separate meeting on June 05, 2020 during FY 2021 where the following agenda items were considered in terms of Schedule IV of the Act and provisions of the Listing Regulations:

(a) Evaluation of the performance of Non-Independent Directors and the Board as a whole;

(b) Evaluation of the performance of Chairman of the Company; and

(c) Assessment of the quality, quantity and timeliness of flow of information between the Company Management and the Board.

Further, the Company has made familiarization programme to familiarize Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. The familiarization programme is available at the following link of website of the Company https://maxvil.com/shareholder-information/.

GENERAL MEETINGS

The details of Annual General Meetings ("AGM") held in the last 3 (three) years and Special Resolutions passed by the shareholders at the said meetings are as under:

Particulars	Date, time and venue of General Meeting	Special Resolution passed by the shareholders at the General Meeting
5th AGM	December 30, 2020 at 1400 hours through Video Conference	1. Approval for re-appointment of Mr. Dinesh Kumar Mittal as Non-Executive Independent Director of the Company to hold office for second term of 5 (five) consecutive years i.e. upto January 14, 2026. 2. Approval for re-appointment of Mr. Kummamuri Narasimha Murthy as Non-Executive Independent Director of the Company to hold office for second term of 5 (five) consecutive years i.e. upto January 14, 2026. 3. Approval for re-appointment of Mr. Sahil Vachani as Managing Director and Chief Executive Officer of the Company for a period of five years effective January 15, 2021 up to January 14, 2026.

Particulars	Date, time and venue of General Meeting	Special Resolution passed by the shareholders at the General Meeting
4th AGM	September 24, 2019 at 1200 hours at the Registered Office of the Company at Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, District Nawanshahr, Punjab – 144533	1. Approval for revision/payment of remuneration payable to Mr. Sahil Vachani, Managing Director & CEO from April 1, 2020 till January 14, 2021. 2. Approval for extension of benefits under the "Max Ventures and Industries Employee Stock Plan – 2016" to the eligible employees and directors of its Subsidiaries.
3rd AGM	September 25, 2018 at 1200 hours at the Registered Office of the Company	None.

POSTAL BALLOT AND POSTAL BALLOT PROCESS

During FY 2021, a postal ballot notice was issued on March 30, 2021 to the members of the Company for seeking their approval by means of Special Resolution for payment of compensation to Mr. Analjit Singh Non-Executive Chairman of the Company for the Financial Year commencing from April 1, 2021.

In light of the COVID-19 crisis and in accordance with Section 110 of the Companies Act, 2013 and Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020 read with General Circular No.17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs, physical copies of the Notice were not circulated to the Members and voting was conducted only electronically through e-voting facility availed by NSDL.

Mr. Devesh Kumar Vasisht (C.P. No. 13700), Practicing Company Secretary & Partner, Sanjay Grover & Associates, Company Secretaries, having office at B-88, 1st Floor, Defence Colony, New Delhi - 110024, was appointed as the scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The result of the voting on Resolution by remote e-voting was declared by Mr. Saket Gupta, Company Secretary on May 01, 2021, basis which the resolution was declared to be passed as a Special Resolution. The details of the voting pattern is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In ₹)
a) Total votes received	191	8,36,29,978	83,62,99,780
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	191	8,36,29,978	83,62,99,780
d) Votes with assent for the resolution	152	8,35,78,415	83,57,84,150
e) Votes with dissent for the resolution	39	51,563	5,15,630

Further, no business is proposed to be transacted through postal ballot as on the date of this Report.

MEANS OF COMMUNICATION

Timely disclosure of reliable information and corporate financial performance is at the core of good Corporate Governance. Towards this direction, the quarterly / annual results of the Company were announced within the prescribed period and published in The Financial Express/Business Standard (English) and Desh Sewak (Punjabi). The results can also be accessed on the Company's website www.maxvil.com. The official news releases and the presentations made to the investors / analysts (if any) are displayed on the Company's website and also sent to the BSE Ltd. and National Stock Exchange of India Limited for dissemination.

DISCLOSURES

(a) **Related party transactions**

There are no materially significant related party transactions of the Company with its Promoters, the Directors or the Management, their subsidiaries or relatives, etc., that may have potential conflict with the interests of the Company at large.

The Company has formulated a policy for transacting with related parties, which is available at the following link on the website of the Company at https://maxvil.com/shareholder-information/ under Policy Disclosures. Transactions entered with the related parties are disclosed in Notes to the Financial Statements in the Annual Report.

(b) **Compliance by the Company**

The Company has duly complied with all the mandatory requirements of Listing Regulations including other Regulations and Guidelines issued by SEBI from time to time on all matters relating to capital markets. No penalties or strictures have been imposed on the Company by the stock exchanges, SEBI or any other statutory authorities on any matter relating to capital markets during FY 2021, FY 2020 and FY 2019.

(c) **Whistle Blower Policy**

The Company has a vigil mechanism pursuant to which a Whistle Blower Policy has been put in place. The Company has established the necessary mechanism for employees to report concerns about unethical behavior. It is hereby affirmed that no person has been denied access to the Chairman of the Audit Committee on matters relating to Whistle Blower Policy of the Company.

(d) **Material Subsidiary Companies**

The Company had two material unlisted subsidiary companies viz., Max Speciality Films Limited ('MSFL') and Max Towers Private Limited ('MTPL') during FY 2021. Mr. K. Narasimha Murthy is the common Independent Director for the Company and MSFL as at March 31, 2021 and Ms. Gauri Padmanabhan is the common Independent Director for the Company and MTPL as at March 31, 2021. Further, the Company has formulated a policy for determining 'material subsidiaries' which is disclosed at the following link on the website of the Company at https://maxvil.com/shareholder-information/ under Policy Disclosures.

(e) **Commodity price risks and commodity hedging activities**

The Company does not deal in commodity activities. Accordingly, the disclosures required to be made in terms of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 pertaining to commodity price risks and commodity hedging activities are not applicable to the Company.

(f) **Recommendation of Committees to the Board**

During FY 2021, there were no such recommendations of the Committees, which the Board had not accepted.

(g) **Fees paid to statutory auditors and all entities in the network firm/ entity –** ₹29.56 Lakhs

(h) **Disclosure in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:** No complaint was received during FY 2021.

GENERAL SHAREHOLDER INFORMATION

A section on the 'Shareholder Information' is annexed, and forms part of this Annual Report.

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

The certification by the Managing Director and Chief Financial Officer of the Company, in compliance of Regulation 17(8) read with Part B of Schedule II of the Listing Regulations, is enclosed as **Annexure II**.

M/s. Sanjay Grover & Associates, Practicing Company Secretaries have certified that the Company has complied with the conditions of Corporate Governanceas stipulated in Schedule V of the Listing Regulations and the said certificate is annexed to the Report as **Annexure-III**.

A certificate from M/s. Sanjay Grover & Associates, Practicing Company Secretaries, certifying that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed as **Annexure-IV** to the Report.

DISCLOSURE ON NON-MANDATORY REQUIREMENTS

The Company has duly complied with all the mandatory requirements under Listing Regulations and the status of compliance with the non-mandatory recommendations under Part E of Schedule II of the Listing Regulations is given below:

Shareholders' Rights:

The quarterly, half-yearly and annual financial results of the Company are published in newspapers and also posted on the Company's website.

Audit Qualification:

It has always been the Company's endeavor to present unqualified financial statements. There is no audit qualification in respect of Financial Statements of the Company for FY 2021.

Reporting of Internal Auditor:

The Internal Auditor reports directly to the Audit Committee, which defines the scope of Internal Audit.

DETAILS OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSE (B) TO (I) OF SUB – REGULATION (2) OF REGULATION 46 OF LISTING REGULATIONS

The Company is in compliance with the corporate governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) of Listing Regulations.

Further, there is no non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) of Part C to Schedule V of Listing Regulations.

EQUITY SHARES IN UNCLAIMED SUSPENSE ACCOUNT

Pursuant to the provisions of Regulation 39 of the Listing Regulations, the Company has transferred the unclaimed equity shares on July 18, 2017 in the Demat Account titled as 'MAX VENTURES AND INDUSTRIES LIMITED– UNCLAIMED SUSPENSE ACCOUNT'. The equity shares transferred to said Unclaimed Suspense Account belong to the members who have not claimed their Share Certificates pertaining to the equity shares of the Face Value of Rs.10/- each.

The details of Equity Shares held in the Unclaimed Suspense Account as at March 31, 2021 are as follows:

S. No.	Particulars	No. of Shareholders	Number of Equity Shares
1.	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account lying at the beginning of the year.	2,272	1,05,618
2.	Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year.	3	260
3.	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year.	3	260
4.	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year.	2,269	1,05,358

Further the voting rights on the above-mentioned shares shall remain frozen till the rightful owner of such shares claims the shares.

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021
Place: New Delhi

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

Annexure- I

Declaration signed by the Managing Director and Chief Executive Officer on Code of Conduct as required by Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to declare and confirm that the Company has received affirmations of compliance with the provisions of Company's Code of Conduct for the financial year ended March 31, 2021 from all Directors and Senior Management Personnel of the Company.

For **Max Ventures and Industries Limited**

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Date: June 11, 2021
Place: New Delhi

Annexure - II

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

To
The Board of Directors,
Max Ventures and Industries Limited,

We, Sahil Vachani, Managing Director & CEO and Nitin Kumar Kansal, Chief Financial Officer of Max Ventures and Industries Limited ("the Company") certify that:

A. We have reviewed the financial statements and the cash flow statement of the Company for the financial year ended March 31, 2021 and that to the best of our knowledge and belief:

   (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that are misleading; and

   (b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware of, and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee, wherever applicable:

   (i) significant changes in internal control over financial reporting during the year;

   (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For **Max Ventures and Industries Limited**

Date: June 11, 2021	**Nitin Kumar Kansal**	**Sahil Vachani**
Place: New Delhi	Chief Financial Officer	Managing Director and CEO

Annexure – III

Corporate Governance Certificate

To
The Members
Max Ventures and Industries Limited

We have examined the compliance of conditions of Corporate Governance by **Max Ventures and Industries Limited** ("the Company"), for the financial year ended March 31, 2021, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the Listing Regulations.

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

For **Sanjay Grover & Associates**
Company Secretaries
Firm Registration No.: P2001DE052900

Devesh Kumar Vasisht
Partner
CP No. 13700
FCS No. F8488
UDIN: F008488C000447421

New Delhi
Date: July 11, 2021

Annexure – IV

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
MAX VENTURES AND INDUSTRIES LIMITED
419, Bhai Mohan Singh Nagar, Village Railmajra,
Tehsil Balachaur Nawan Shehar
Punjab-144533.

1. That Max Ventures and Industries Limited (CIN: L85100PB2015PLC039204) is having its registered office at 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur Nawan Shehar Punjab-144533 (hereinafter referred as "the Company"). The equity shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited.

2. We have examined the relevant disclosures received from the Directors, registers, records, forms, and returns maintained by the Company and produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. In our opinion and to the best of our information and according to the verifications and examination of the disclosures under section 184/189, 170, 164, 149 of the Companies Act, 2013 (the Act) and DIN status at the portal, www.mca.gov.in, as considered necessary and explanations furnished to us by the Company and its officers, we certify that none of the below named Directors on the Board of the Company as on March 31, 2021 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority:

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment in Company
1	Mr. Narasimha Murthy Kummamuri	00023046	15/01/2016
2	Mr. Analjit Singh	00029641	15/01/2016
3	Mr. Dinesh Kumar Mittal	00040000	15/01/2016
4	Mr. Niten Malhan	00614624	08/11/2019
5	Mr. Sahil Vachani	00761695	15/01/2016
6	Ms. Gauri Padmanabhan	01550668	26/11/2018
7	Mr. Arthur Harutyun Seter	07440880	17/02/2017

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

5. This certificate is based on the information and records available up to this date and we have no responsibility to update this certificate for the events and circumstances occurring after the date of the certificate.

For **Sanjay Grover & Associates**
Company Secretaries
Firm Registration No.: P2001DE052900

Devesh Kumar Vasisht
Partner
CP No.:13700
FCS No. F8488
UDIN: F008488C000447410

Place: New Delhi
Date: June 11, 2021

05

GENERAL SHAREHOLDER INFORMATION

General Shareholder Information

Registered Office: 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, District Nawanshahr, Punjab – 144 533	**Investor Helpline:** Tel. No.: 0120-4743222 Fax: 0120-4743250 e-mail: investorhelpline@maxvil.com
Registrar and Share Transfer Agent: Mas Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II New Delhi–110 020, Tel–011 26387281/82/83 Fax–011 26387384 e-mail : info@masserv.com	**Annual General Meeting:** **Date and Time:** Thursday, September 23, 2021 at 1400 hrs. through video conference **Deemed Venue:** Registered Office of the Company at 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, District Nawanshahr, Punjab - 144 533

Book Closure: The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 17, 2021 to Thursday, September 23, 2021 (both days inclusive).

Financial Year: The Financial Year of the Company starts from 1st April of a year and ends on 31st March of the following year.

Financial Calendar - 2021-22:

1	First quarter results	By August 14, 2021
2	Second quarter & half yearly results	By November 14, 2021
3	Third quarter results	By February 14, 2022
4	Annual results	By May 30, 2022

LISTING ON STOCK EXCHANGES:

The Equity Shares of the Company are listed on the BSE Limited ('BSE'), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021 and the National Stock Exchange of India Limited ('NSE') Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400051. The Company confirms that it has duly paid annual listing fees due to BSE and NSE for FY 2021-22.

CONNECTIVITY WITH DEPOSITORIES:

The Company's shares are in dematerialized mode through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

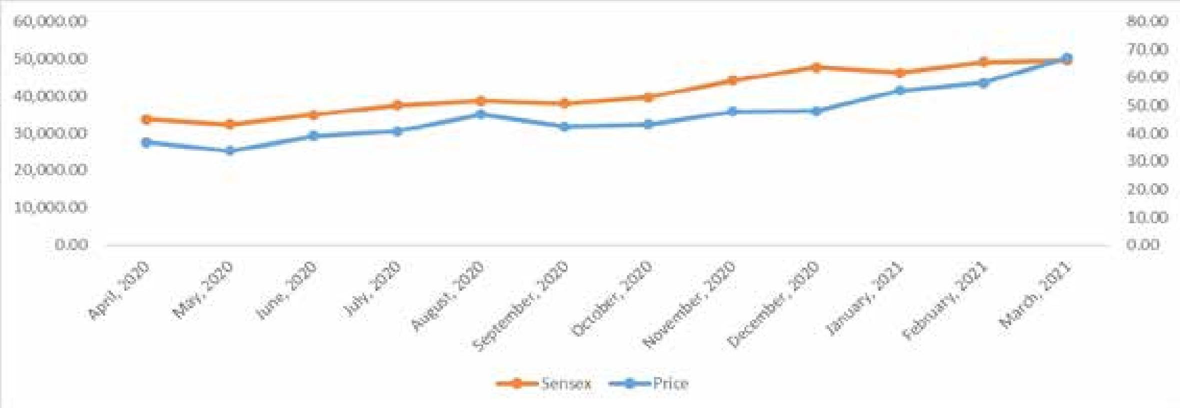
STOCK CODE:

BSE	539940
NSE	MAXVIL
Demat ISIN No. for NSDL and CDSL	INE154U01015

MONTHLY HIGH AND LOW QUOTATION ON BSE LIMITED (BSE) AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE)

Month	BSE		NSE	
	High (INR)	Low (INR)	High (INR)	Low (INR)
April, 2020	36.90	27.05	33.70	25.80
May, 2020	33.75	26.15	31.00	25.75
June, 2020	39.00	27.85	37.40	27.50
July, 2020	40.80	29,60	41.00	29.25
August, 2020	46.85	35.50	46.90	35.00
September, 2020	42.45	35.50	42.60	35.10
October, 2020	43.20	36.70	43.30	36.50
November, 2020	47.70	36.60	45.50	36.75
December, 2020	47.90	38.00	48.00	38.50
January, 2021	55.35	42.10	55.55	42.85
February, 2021	58.00	45.15	56.90	48.15
March, 2021	67.00	53.10	67.30	52.95

Sensex Vs. Share price



The securities of the Company were not suspended from trading during the financial year.

EQUITY SHAREHOLDING PATTERN AS ON MARCH 31, 2021:

Category	No. of shares held	% of shareholding
Promoters & Promoter Group	7,28,46,286	49.68
Mutual Funds and UTI	80,928	0.06
Banks, Financial Institutions	2,700	0.00
Trust	101	0.00
Alternate Investment Fund	27,04,853	1.84
Foreign Portfolio Investors	77,64,476	5.30
Foreign Institutional Investors	30,01,111	2.05
Foreign Direct Investment	3,12,82,950	21.34
Bodies Corporate	30,34,497	2.07
Non-resident Indians	13,69,587	0.93
Clearing Members	5,73,671	0.39
Resident Individuals	2,38,57,544	16.27
Unclaimed Shares Account	1,05,358	0.07
Total	**14,66,24,062**	**100.00**

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2021

No. of Shareholders	Percentage to Total	Shareholdings	No. of shares	Percentage to Total
27,238	85.544	1 to 5000	26,98,091	1.840
1,877	5.895	5001 to 10000	15,39,531	1.050
1,091	3.426	10001 to 20000	16,88,960	1.152
478	1.501	20001 to 30000	12,35,938	0.843
210	0.660	30001 to 40000	7,56,797	0.516
212	0.666	40001 to 50000	10,09,374	0.688
340	1.068	50001 to 100000	25,52,566	1.741
395	1.240	100001 and above	13,51,42,805	92.170
31,841	**100.00**		**14,66,24,062**	**100.00**

DEMATERIALISATION STATUS AS ON MARCH 31, 2021

(i) Shareholding in dematerialised mode - 99.84% of the paid up share capital

(ii) Shareholding in physical mode - 0.16% of the paid up share capital

RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by the Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, a practicing Company Secretary carries out the Reconciliation of Share Capital Audit, on a quarterly basis, to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with the total listed and paid-up capital. The audit report, inter alia, confirms that the total listed and paid up capital of the Company is in agreement with the aggregate of the total number of shares in dematerialized form and total number of shares in physical form.

FOR SHAREHOLDERS HOLDING SHARES IN DEMATERIALISED MODE

Shareholders holding shares in dematerialised mode are requested to intimate all changes with respect to bank details, mandate, nomination, power of attorney, change of address, change of name etc. to their Depository Participant (DP). These changes will be reflected in the Company's records on the downloading of information from Depositories, which will help the Company to provide better service to its shareholders.

SHARE TRANSFER/TRANSMISSION SYSTEM

Pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 read with SEBI's Press Release under reference PR No.: 51/2018 dated December 03, 2018, transfer of shares held in physical form is not permitted w.e.f. March 31, 2019 and it is mandatory to demat the securities for getting the shares transferred.

We therefore request all the shareholders, holding shares in physical form to dematerialise their shareholding with the Depository Participants of their choice.

During the Financial Year ended March 31, 2021 ("FY 2021"), the Company has not approved any transfer of shares in physical form except those which are permissible under Statute/Regulations. However, for others the transfers are effected within limits prescribed by law. The average turnaround time for processing registration of other transfers is 15 days from the date of receipt of requests. The processing activities with respect to requests received for dematerialisation are completed within 7 -10 days.

DIVIDEND

The year under review was the sixth financial year of the Company's operations. Considering the future business plans of the Company, the Board of Directors did not recommend any dividend for FY 2021 on the Equity Share Capital of the Company.

OUTSTANDING GDRS/ADRS/ WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

As at March 31, 2021, the Company did not have any outstanding GDRS/ADRS/ Warrants or any convertible instruments.

COMMODITY PRICE RISKS AND COMMODITY HEDGING ACTIVITIES

The Company does not deal in commodity activities. The Commodity price risks and commodity hedging activities are not applicable to the Company.

PLANT LOCATIONS:

Not Applicable.

COMMUNICATION OF FINANCIAL RESULTS

The unaudited quarterly financial results and the audited annual financial results are normally published in the Financial Express or Business Standard (English) and Desh Sewak (Punjabi). The financial results, press releases and presentations (if any) are communicated to the NSE and BSE and are also displayed on the Company's website- www.maxvil.com.

ADDRESS FOR CORRESPONDENCE WITH THE COMPANY

Investors and shareholders can correspond with the office of the Registrar and Share Transfer Agent of the Company or the Corporate Office of the Company at the following addresses:

Mas Services Limited (Registrar & Share Transfer Agent)

T-34, 2nd Floor
Okhla Industrial Area, Phase – II
New Delhi – 110 020
Contact Person
Mr. Sharwan Mangla
Tel No.:-011-26387281/82/83
Fax No.:- 011 – 26387384
e-mail: info@masserv.com

Max Ventures and Industries Limited (Corporate Office)

Secretarial Department
Max Towers, L -12
C001/A/1, Sector 16B,
Noida, Uttar Pradesh-201301.

Company Secretary and Compliance Officer

Mr. Saket Gupta
Tel. No.: 0120 4743222
E-mail: saket.gupta@maxvil.com

LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR, FOR ALL DEBT INSTRUMENTS OF SUCH ENTITY OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL OF THE LISTED ENTITY INVOLVING MOBILISATION OF FUNDS, WHETHER IN INDIA OR ABROAD:

Not Applicable

Please visit us at www.maxvil.com for financial and other information about your Company.

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021
Place: New Delhi

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

06

BOARD'S REPORT

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 6th (Sixth) Board's Report along with the Audited Financial Statements of your Company for the Financial Year ended March 31, 2021 ("FY 2021"). This Report is prepared on the basis of Standalone Financial Statements of the Company for FY 2021 and the consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Standalone Financial Results

The standalone financial performance of your Company is summarized below:

(₹ in Lakhs)

Particulars	FY 2020-21	FY 2019-20
Income		
Revenue from Operations	2,954.20	2,965.84
Other Income	170.57	819.56
Total Revenues	**3,124.77**	**3,785.40**
Expenditure		
Employee benefits expense	842.69	855.46
Finance costs	332.87	300.65
Depreciation and amortization expense	371.46	304.36
Other expenses	714.78	821.43
Total Expenses	**2,261.80**	**2,281.90**
Profit/(Loss) before Tax	**862.97**	**1,503.50**
Tax expense	165.42	364.78
Profit/(Loss) after Tax	**697.55**	**1,138.72**

Consolidated Financial Results

The consolidated financial performance of your Company and its subsidiaries is summarized below:

(₹ in Lakhs)

Particulars	FY 2020-21	FY 2019-20
Income		
Revenue from Operations	1,17,229.14	1,38,221.54
Other Income	1,762.67	1,728.07
Total Revenues	**1,18,991.81**	**1,39,949.61**
Expenditure		
Cost of raw materials consumed	73,056.85	75,788.75
Change in inventories of finished goods, traded goods and work in progress	869.62	24,817.49
Excise duty on sale of goods	-	-
Employee benefits expense	5,912.35	5,415.79
Finance costs	5,767.68	7,095.24
Depreciation and amortization expense	4,958.94	4,611.70
Other expenses	17,540.13	15,529.25

Particulars	FY 2020-21	FY 2019-20
Total Expenses	**1,08,105.57**	**1,33,258.22**
Profit/(Loss) before Tax	**8,186.35**	**6,691.39**
Attributable tax expense	2,476.86	2,282.04
Profit/(Loss) after Tax	**5,709.49**	**4,409.35**
Attributable to:		
Equity holders of parent	767.83	3,743.05
Non-controlling interest	4,941.66	666.30

In accordance with the Companies Act, 2013 ("the Act") and Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the audited Consolidated Financial Statements are provided as part of this Annual Report and shall also be laid before the ensuing Annual General Meeting ("AGM") of the Company.

The Standalone and Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

Company's Performance / Operations

In FY 2021, the Company reported consolidated revenues from operations of ₹ 1,17,229.14 Lakhs and a Profit after tax of ₹ 5,709.49 Lakhs.

Dividend

Considering the future business plans of the Company, the Board of Directors of the Company do not recommend any dividend on the equity shares of the Company for FY 2021.

Transfer to Reserves

The Company did not transfer any amount out of profits to General Reserve during FY 2021.

Listing Information

The equity shares of the Company are traded on BSE Ltd. (Scrip Code '539940') and National Stock Exchange of India Ltd. (Symbol 'MAXVIL') effective June 22, 2016. The ISIN number for dematerialisation of the equity shares of the Company is INE154U01015.

Changes in Share Capital

As at March 31, 2021, the authorized share capital of the Company stood at ₹ 1,50,00,00,000 (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores) equity shares of ₹ 10/- (Rupees Ten only) each and the paid-up equity share capital of the Company stood at ₹ 1,46,62,40,620/- (Rupees One Hundred and Forty Six Crores Sixty Two Lakhs Forty Thousand Six Hundred and Twenty only) comprising of 14,66,24,062 (Fourteen Crores Sixty Six Lakhs Twenty Four Thousand and Sixty Two) equity shares of ₹ 10/- (Rupees Ten only) each. There was no change in the authorized, issued and paid up share capital of the Company during FY-2021.

Subsidiaries, Joint Ventures and Associates

As at March 31, 2021, your Company had following subsidiaries:

(i) Max Speciality Films Limited;
(ii) Max Estates Limited;
(iii) Max I. Limited;
(iv) Max Asset Services Limited;
(v) Max Towers Private Limited;
(vi) Max Square Limited; and
(vii) Pharmax Corporation Limited.

There were no associates or joint ventures of the Company during FY 2021.

Form AOC-1 containing the salient features of Financial Statements of the Company's subsidiaries is enclosed with this Report as **'Annexure - 1'**.

Further, a detailed update on the performance of your Company's subsidiaries is furnished in the Management Discussion and Analysis section which forms a part of this Report.

In compliance with the provisions of Section 136 of the Act, the Financial Statements and other documents of the subsidiaries are not being attached with the Financial Statements of the Company and are available on the website of the Company viz. www.maxvil.com.

The Consolidated Financial Statements presented by the Company include financial results of its subsidiaries.

Annual Return

The Annual Return of the Company for FY 2019-20 is available on the website of the Company at www.maxvil.com. Further, the Annual Return for FY 2021 shall be made available on the website upon the same being filed with the concerned Registrar of Companies.

Employees Stock Option Plan

Your Company has adopted an employee stock option plan viz. 'Max Ventures and Industries Limited - Employee Stock Plan 2016' ('ESOP Plan') at its first Annual General Meeting held on September 27, 2016. The ESOP Plan provides for grant of stock options aggregating not more than 5% of equity share capital of the Company to eligible employees and Directors of the Company and its subsidiaries. There was no change in the ESOP Plan during FY 2021. Further, the ESOP Plan is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (as amended from time to time). The ESOP Plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors of the Company.

During FY 2021, your Company granted 9,76,032 stock options to the eligible employees of the Company and its subsidiaries. A statement setting out the details of options granted upto March 31, 2021 and other disclosures as required under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 for FY 2021, is enclosed as **'Annexure - 2'** to this report.

Material changes between the end of financial year and the date of this Report

There were no material changes between the financial year ended March 31, 2021 and the date of this Report.

Report on Corporate Governance

The Company has complied with all the mandatory requirements of Corporate Governance specified by the Securities and Exchange Board of India through Part C of Schedule V of the Listing Regulations. As required by the said Clause, a separate Report on Corporate Governance forms part of the Annual Report of the Company.

A certificate from M/s Sanjay Grover & Associates, Practicing Company Secretaries regarding compliance with the regulations of Corporate Governance pursuant to Part E of Schedule V of the Listing Regulations and a certificate from the Managing Director and Chief Financial Officer of the Company on compliance of Part B of Schedule II of the Listing Regulations forms part of the Corporate Governance Report.

Management Discussion & Analysis

In terms of Regulation 34 of the Listing Regulations, a review of the performance of the Company, including those of your Company's subsidiaries, is provided in the Management Discussion & Analysis section, which forms part of this Annual Report.

Directors

As at March 31, 2021, the Board of Directors of your Company comprised of 7 (seven) directors with one Executive Director and six Non-Executive Directors out of which four were independent.

During FY 2021, the Members of your Company, in the AGM held on December 30, 2020 approved:

1) Appointment of Mr. Nitin Malhan as an Independent Director of the Company for a period of five (5) years effective November 08, 2019 till November 07, 2024;

2) Re-appointment of Mr. Sahil Vachani as Managing Director and CEO for a further period of 5 years effective January 14, 2021 till January 14, 2026; and

3) Re-appointment of Mr. Dinesh Kumar Mittal

and Mr. Kummamuri Narasimha Murthy as Independent Directors for the second term of 5 (five) years effective January 15, 2021 till January 14, 2026.

Further, Mr. Mohit Talwar resigned from the position of Director & Vice Chairman of the Company effective closure of business hours on February 12, 2021. The Board places on record its appreciation for the valuable contributions made by him during his association with the Company.

In terms of Section 152 of the Act and the Articles of Association of the Company, Mr. Analjit Singh shall retire by rotation at the ensuing AGM. Being eligible, he has offered himself for re-appointment at the ensuing AGM. Your Directors recommend his re-appointment. Brief profile of Mr. Analjit Singh, forms part of the Notice convening AGM.

Board Meetings

The Board of Directors met 05 (five) times during FY 2021. The details of meeting and the attendance of directors are provided in the Corporate Governance Report which forms part of this Annual report.

Statement of Declaration by Independent Directors

In terms of Section 149(6) of the Act and Regulation 25 of the Listing Regulations, the Company has received declaration of independence from all Independent Directors namely Mr. Kummamuri Narasimha Murthy, Mr. Dinesh Kumar Mittal, Mr. Niten Malhan and Ms. Gauri Padmanabhan.

In the opinion of the Board, the Independent Directors fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and also meet the criteria in relation to integrity, expertise and experience (including the proficiency) as outlined by your Company. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct and the inlaid policies and applicable laws.

Key Managerial Personnel

In terms of provisions of Section 203 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Sahil Vachani - Managing Director and CEO, Mr. Nitin Kumar Kansal - Chief Financial Officer and Mr. Saket Gupta - Company Secretary are the Key Managerial Personnel of the Company.

Committees of Board of Directors

As at March 31, 2021, the Company had five committees of Board of Directors of the Company viz. Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee, Corporate Social Responsibility Committee and Investment & Finance Committee which have been established as a part of the best Corporate Governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

A detailed note on Board and Committees composition, its terms of references and the meetings held during FY-2021 has been provided in the Corporate Governance Report which forms part of this Annual Report.

Independent Directors' Meeting

The Independent Directors met on June 05, 2020, *inter-alia*, to:

1. Review the performance of non-independent Directors and the Board as a whole;
2. Review the performance of the Chairman of the Company, taking into account the views of executive Directors and non-executive Directors; and
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.

Performance Evaluation of the Board

The performance evaluation of the Board as stipulated under the Listing Regulations and Section 134 of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014, a formal annual evaluation has been carried out for evaluating the performance of the Board, the Committees of the Board and the Individual Directors including the Independent Directors and the Chairman.

The performance evaluation was carried out by obtaining feedback from all Directors through a confidential online survey mechanism through Diligent Boards which is a secured electronic medium through which the Company interfaces with its Directo₹ The Directors were also provided an option to participate in physical mode. The outcome of this performance evaluation was placed before Nomination & Remuneration Committee, Independent Directors' Committee and the Board in their respective meeting for the consideration of members.

The review concluded by affirming that the Board as a whole as well as its Chairman, all of its members, individually and the Committees of the Board continued to display commitment to good governance by ensuring a constant improvement of processes and procedures and contributed their best in overall growth of the organization.

Nomination & Remuneration Policy

In terms of the provisions of Section 134(3)(e) and 178 of the Act, the Board of Directors on the recommendation of the Nomination & Remuneration Committee have put in place a policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided. The said Policy is available on our website at https://www.maxvil.com/shareholder-information/.

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has requisite policy for prevention, prohibition and redressal of Sexual Harassment of Women at Workplace. This comprehensive policy ensures gender equality and the right to work with dignity. The Internal Complaints Committee (ICC) is in place for redressal of complaints received relating to sexual harassment.

During FY 2021 and till the date of this report, no complaint pertaining to sexual harassment was received by ICC.

Particulars of Loans, Guarantees or Investments in Securities

The details of loans, guarantees and investments are provided in Note No. 35 to the Standalone Financial Statements forming part of this Annual Report.

Contracts or Arrangements with Related Parties

All transactions entered by the Company during FY 2021 with related parties under the Act were in the ordinary course of business and on an arm's length basis. Further, your Company did not enter into any Related Party Transaction which may be considered material in terms of the Listing Regulations and thus disclosure in Form AOC-2 is considered to be not applicable to the Company.

The details of all related party transactions are provided in Note No. 34 to the Standalone Financial Statements attached to this Report.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at https://www.maxvil.com/shareholder-information/.

Risk Management

Your Company considers that risk is an integral part of its business and therefore, it takes proper steps to manage all risks in a proactive and efficient manner. The Company management periodically assesses risks in the internal and external environment and incorporates suitable risk treatment processes in its strategy, business and operating plans.

There are no risks which, in the opinion of the Board, threaten the very existence of your Company. However, some of the challenges faced by the Company and/or its key operating subsidiaries have been set out in the Management Discussion and Analysis Report forming part of this Annual Report.

Vigil Mechanism

The Company has a vigil mechanism pursuant to which a Whistle Blower Policy ('Policy') has been adopted and the same is hosted on the Company's website at https://www.maxvil.com/shareholder-information.

It provides opportunity to the directors, stakeholders and employees to report in good faith about the unethical and improper practices, fraud or violation of Company's Code of Conduct. The Policy also provides for adequate safeguard against victimization of the whistleblowers using such mechanism. The Policy also provides for direct access to the Chairperson of the Audit Committee in exceptional cases.

The Company affirms that no person was denied access to the Audit Committee on matters relating to the Policy during FY 2021.

Human Resources

The information required under Section 197(12) of the Act read with Rule 5(1) and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, is given in '**Annexure - 3'**.

Particulars of Conservation of Energy, Technology Absorption & Foreign Exchange Earning and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings & outgo as stipulated under Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 is as follows:

a) Conservation of Energy

(i) the steps taken or impact on conservation of energy

Regular efforts are made to conserve the energy through various means such as use of low energy consuming lightings, etc.

(ii) the steps taken by the Company for using alternate sources of energy

Since your Company is not an energy intensive unit, utilization of alternate source of energy may not be feasible.

(iii) Capital investment on energy conservation equipment:
Nil

b) Technology Absorption

Your Company is not engaged in manufacturing activities therefore, there is no specific information to be furnished in this regard.

There was no expenditure on Research and Development during FY 2021.

c) Foreign Exchange Earnings and Outgo

The foreign exchange earnings and outgo during FY 2021 are given below:

Total Foreign Exchange earned : Nil
Total Foreign Exchange used : INR 28,01,646

Statutory Auditors and Auditors' Report

Pursuant to provisions of Section 139 and other applicable provisions of the Act, M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E) were re-appointed as Statutory Auditors of the Company for a second term of five years at AGM held on December 30, 2020 to hold office till the conclusion of the 10th AGM of the Company to be held in the year 2025.

The Auditors Report annexed with this Annual Report, does not contain any qualification, reservation or adverse remarks.

Secretarial Auditors and Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Directors appointed M/s. Sanjay Grover & Associates, Company Secretaries to undertake the Secretarial Audit of your Company. The Report of the Secretarial Auditors has been annexed as '**Annexure–4**' to this Report, which is self-explanatory.

There are no qualifications, reservations, adverse remarks or disclaimers given by the Secretarial Auditors in their Report for FY-2021 and hence, does not call for any further comments.

Internal Auditors

M/s. MGC Global Risk Advisory LLP were appointed as the Internal Auditors of the Company for conducting the Internal Audit of key functions and assessment of Internal Financial Controls for FY 2021.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to Financial Statements. During FY 2021, such controls were tested and no reportable material weaknesses in the design or operation effectiveness were observed.

Further, the testing of such controls was also carried out independently by the Statutory Auditors for FY 2021.

In the opinion of the Board, the existing internal control framework is adequate and commensurate with the size and nature of the business of the Company.

Reporting of Frauds by Auditors

During FY 2021, neither the statutory auditors nor the internal auditors or secretarial auditors have reported to the Audit Committee under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which are required to be mentioned in the Board's Report.

Corporate Social Responsibility Policy (CSR Policy)

In terms of the provisions of Section 135 of the Act, read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company, on the recommendation of Corporate Social Responsibility Committee ("CSR Committee"), approved a CSR policy which is available on the website of the Company at https://www.maxvil.com/shareholder-information/.

The Annual Report on CSR Activities of the Company for FY 2021 is enclosed as '**Annexure – 5**' to this Report, which is self-explanatory.

Business Responsibility Report

In terms of Clause 34(2)(f) of the Listing Regulations, a Business Responsibility Report, on various initiatives taken by the Company, is enclosed to this report as **Annexure - 6**.

Cost Records

The provisions of Section 148(1) of the Act relating to maintenance of cost records were not applicable to the Company for FY 2021.

Public Deposits

During FY 2021, the Company has not accepted or renewed any deposits from the public.

Secretarial Standards

During FY 2021, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Directors' Responsibility Statement

In terms of Section 134(3)(c) of the Act and to the best of their knowledge and belief, and according to the information and explanation provided to them, your Directors hereby confirm that:

(a) in preparation of the Financial Statements, the applicable accounting standards have been followed along with proper explanations relating to material departures, if any;

(b) such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2021 and of the profit of the Company for year ended on that date;

(c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for prevention and detection of fraud and other irregularities;

(d) the financial statements have been prepared on going concern basis;

(e) proper internal financial controls were in place and such financial controls were adequate and were operating effectively; and

(f) the systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Unclaimed Shares

Pursuant to the provisions of Regulation 39 of the Listing Regulations, the Company has transferred the unclaimed equity shares on July 18, 2017 in the Demat Account titled as 'MAX VENTURES AND INDUSTRIES LIMITED– UNCLAIMED SUSPENSE ACCOUNT'. The equity shares transferred to said Unclaimed Suspense Account belong to the members who have not claimed their Share Certificates pertaining to the equity shares of the Face Value of ₹ 10/- (Rupees Ten only) each.

The details of equity shares of the Company held in the Unclaimed Suspense Account have been provided in the Corporate Governance Report which forms part of this Annual Report.

Significant and/or material Orders passed by Regulators or the Courts

There were no significant and/or material orders passed against your Company by the regulators / courts / tribunals during FY 2021 which may impact the going concern status and your Company's operations in future.

Cautionary Statement

Statements in this Report, particularly those which relate to Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the circumstances.

Acknowledgements

Your Directors would like to place on record their sincere appreciation for the continued co-operation and contribution made by its management and employees towards the growth of the Company. Your Directors acknowledge with thanks the co-operation and assistance received from various agencies of the Central and State Governments, Financial Institutions and Banks, Shareholders and all other business associates.

On behalf of the Board of Directors
Max Ventures and Industries Limited

	Sahil Vachani	**Dinesh Kumar Mittal**
Date: June 11, 2021	Managing Director and CEO	Independent Director
Place: New Delhi	DIN: 00761695	DIN: 00040000

Form AOC-1

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statements of subsidiaries or associate companies or joint ventures

Part A - Subsidiaries

(Amount ₹ in Lakhs, except otherwise stated)

S. No.	Particulars	Max Speciality Films Limited	Max Estates Limited	Max I. Limited	Max Asset Services Limited	Max Towers Private Limited	Pharmax Corporation Limited	Max Square Limited
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021
2.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
3.	Equity Share capital	4,192.59	7,791.00	5.00	205.00	6,506.00	555.92	7,001.96
4.	Other Equity	34,024.75	52,143.44	2,226.47	2,573.34	27,092.56	1,600.60	(21.83)
5.	Total Assets	87,241.26	68,874.56	2,677.97	6,847.34	45,139.88	3,679.89	18,617.49
6.	Total Liabilities	49,023.92	8,940.12	446.79	4,069.01	11,541.33	1,523.37	11,637.36
7.	Investments	-	49,707.58	2,662.91	4,445.12	-	-	-
8.	Total income	112,432.42	2,943.19	3,372.41	1,325.24	2,234.12	43.58	-
9.	Profit before taxation	13,403.38	(1,211.94)	(2,504.63)	(496.58)	(748.79)	(270.25)	(4.00)
10.	Provision for taxation	3,232.11	0.07	(617.55)	(137.69)	(218.84)	1.78	-
11.	Profit after taxation	10,171.27	(1,212.01)	(1,886.76)	(358.89)	(529.95)	(272.03)	(4.00)
12.	Other Comprehensive income	(148.97)	(9.79)	-	(4.44)	(1.96)	-	-
13.	Total Comprehensive income	10,022.30	(1,221.80)	(1,886.76)	(363.33)	(531.42)	(272.02)	(4.00)
14.	Proposed Dividend	-	-	-	-	-	-	-
15.	Extent of shareholding	51%	100%	100%	100%	100%	85.17%	51%

PART – B – **Not Applicable** since there are no associates or joint ventures of the company.

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

Date: June 11, 2021
Place: New Delhi

Saket Gupta
Company Secretary

Nitin Kumar Kansal
Chief Financial Officer

Annexure - 2

Disclosure under Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 and Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 for the financial year ended March 31, 2021 ("FY 2021")

A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time

Please refer Note no. 30.1 of Standalone Financial Statements for FY 2021.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by ICAI or any other relevant accounting standards as prescribed from time to time

Please refer Note no. 26 of Standalone Financial Statements for FY 2021.

C. Summary of status of stock options granted:

i. **The description of Max Ventures and Industries Limited - Employee Stock Plan 2016 is summarised as under:**

S. No.	Particulars	Details
1	Date of shareholders' approval	September 27, 2016
2	Total number of options approved under ESOP	26,69,840
3	Vesting requirements	Vesting may be time based or performance based as determined by the Nomination & Remuneration Committee, from time to time.
4	Exercise price or pricing formula	As determined by the Nomination & Remuneration Committee, from time to time.
5	Maximum term of options granted	As determined by the Nomination & Remuneration Committee, subject to the compliance of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
6	Source of shares (primary, secondary or combination)	Primary
7	Variation in terms of options	Nil

ii. **Method used to account for ESOP**

The fair value at grant date has been determined using the Black- Scholes model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

iii. **Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed**

Not applicable.

iv. **Option movement during the year**

Number of options outstanding at the beginning of the year	**1,93,570 (Refer Note below)**
Number of options granted during the year	9,76,032
Number of options forfeited / lapsed during the year	82,890
Number of options vested during the year	82,891
Number of options exercised during the year	-
Number of shares arising as a result of exercise of options	-
Money realized by exercise of options (INR), if scheme is implemented directly by the Company	-
Loan repaid by the Trust during the year from exercise price received	Not applicable
Number of options outstanding at the end of the year	10,86,712

vi. **Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock**

Refer point (vii) below

vii. **Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to-**

a) Senior Managerial Personnel

Name	**Designation**	**No. of options granted during the year**	**Exercise price**
Mr. Rishi Raj	Chief Operating Officer	1,90,476	Rs. 12.90/- per equity share
Mr. Rohit Rajput	Chief Executive Officer – Max Asset Services Limited	1,32,131	
Mr. Nitin Kumar Kansal	Chief Financial Officer	1,32,883	
Mr. Saket Gupta	Company Secretary	49,206	
Mr. Anshul Gaurav	Head – Growth, Max Estates Limited	67,172	
Ms. Shruti Batish	Deputy General Manager – Legal	68,520	
Mr. Archit Goyal	Deputy General Manager - Finance & Accounts	42,302	
Mr. Akshay Kumar Bhardwaj	Deputy General Manager – External Relations	41,050	
Mr. Puneet Sood	General Manager – Max Estates Limited	41,481	
Mr. Sharad Kumar	Project Finance Controller – Max Estates Limited	43,418	
Mr. Manish Bhardwaj	Deputy General Manager – Projects, Max Estates Limited	31,211	
Mr. Vishal Sharma	Senior Manager - Planning and Costing, Max Estates Limited	22,483	
Mr. Ajay Sharma	Senior Manager – Max Estates Limited	16,688	
Mr. Manvendra Singh Gurjar	Senior Manager – External Relations	19,044	
Mr. Akshay Lall	Manager – Digital and Cross Functional Initiatives	22,008	
Mr. Avinash Mishra	Deputy Manager - Max Estates Limited	19,348	
Mr. Akhil Puri	Manager - Max Estates Limited	19,389	
Mr. Abhinav Tiwari	Manager - Auditorium & Events, Max Assets Services Limited	17,222	

a) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and

Name	Designation	No. of options granted during the year	% of options granted
Mr. Rishi Raj	Chief Operating Officer	1,90,476	19.52
Mr. Rohit Rajput	Chief Executive Officer – Max Asset Services Limited	1,32,131	13.54
Mr. Nitin Kumar Kansal	Chief Financial Officer	1,32,883	13.61
Ms. Shruti Batish	Deputy General Manager - Legal	68,520	7.02
Mr. Anshul Gaurav	Head – Growth, Max Estates Limited	67,172	6.88
Mr. Saket Gupta	Company Secretary	49,206	5.04

b) identified employees who were granted option during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.

Nil

i. A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

	Grant Type I	Grant Type II	Grant Type III
The weighted-average values of share price (Rs.)	67.15	67.15	22.81
Exercise price (Rs.)	66.40	66.40	12.90
Expected volatility	42.32%	42.32%	46.58%
Expected option life	3.50 years	4.00 years	4.5 years
Expected dividends	0%	0%	0%
Risk-free interest rate	7.04%	7.13%	5.39%
Any other inputs to the model	Nil	Nil	Nil
The method used and the assumptions made to incorporate the effects of expected early exercise	Black-Scholes option pricing Model		
How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	The measure of volatility used in option pricing models is the annualized standard deviation of the continuously compounded rates of return on the share over a period of time.		
Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	Through volatility and risk free rate		

Note:

Employee Phantom Scheme of the Company

Pursuant to the 'Employee Phantom Scheme 2017' ("EPS"), approved by your Board on February 17, 2017, the eligible employees of our Company were granted notional stock appreciation right units at a predetermined grant price. Such eligible employees were to receive cash payment for appreciation in the share price over the grant price for the awarded notional unit, based on the performance criteria achieved by your Company. Certain Key Management Personnel were granted 1,72,761 units as per the EPS out of which 1,44,333 units are unvested and 28,428 units are vested.

Further, pursuant to the approval of Nomination & Remuneration Committee, in its meeting held on March 23, 2018, certain Key Management Personnel were granted 1,93,570 units under ESOP 2016 effective April 1, 2018 under which, all unvested units i.e. 1,44,333 units under EPS stand converted into ESOP grants. Thus, status of vested units i.e. 28,428 units under EPS remains unchanged.

The details of stock options granted to employee(s) of the Company on April 01, 2018 are as follows:

Name of the Employee	No. of Options in the Company	Exercise price per option for per equity share of ₹ 10/- each	Original Vesting Schedule	Outstanding Grants as on March 31, 2021
Mr. Rohit Rajput	1,10,205	₹ 66.40/-	55,102 options on April 01, 2019	Nil
			55,103 options on April 01, 2020	Nil
Mr. Nitin Kumar Kansal	83,365	₹ 66.40/-	27,788 options on April 01, 2019	Nil
			27,788 options on April 01, 2020	Nil
			27,789 options on April 01, 2021	Nil

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021
Place: New Delhi

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

ANNEXURE – 3

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 15(1) OF THE COMPANIES (APPOINTMENT OF MANAGERIAL PERSONNEL) RULES, 2014.

(a) Ratio of remuneration of each Director to the median remuneration of all employees of the Company for the financial year:

Director	Ratio to median remuneration
Mr. Sahil Vachani, Managing Director & CEO	8.5

(b) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year:

Name of Person	% Increase in remuneration
Mr. Sahil Vachani, Managing Director & CEO	13.53%
Mr. Nitin Kumar Kansal, Chief Financial Officer	-23.6%
Mr. Saket Gupta, Company Secretary	5.14%

Note: % increase in remuneration refers to increase in fixed salary as per the appraisal process.

(c) The percentage increase in the median remuneration of employees in the financial year: 15.9%

(d) The number of permanent employees on the rolls of the Company: 10

(e) Average percentile increase already made in the salaries in the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: 1.18%

Further, as the Company was not having any employees other than the managerial personnel, the average percentile increase in salaries for such employees is not applicable. There were no exceptional circumstances for increase in the managerial remuneration.

(f) The Company confirms that remuneration paid during FY-2021, is as per the Remuneration Policy of the Company.

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Details of top 10 employees in terms of remuneration drawn, including:

A. Employees who were employed throughout the year and were in receipt of remuneration of not less than ₹1,02,00,000/- :

Sl. No	Name	Designation	Age (Yrs.)	Remuneration (₹)	Qualification	Exp. (Years)	Date of employment	Last Employment
1.	Mr. Sahil Vachani	Managing Director and CEO	38	*3,25,38,160	B.Sc. (Management Sciences)	18	15-Jan-16	Siva Reality Ventures Pvt. Ltd.
2.	Mr. Rishi Raj	Chief Business Development Officer	44	1,52,70,882	Post Graduate Programme in Management	21	01-Apr-19	Max India Limited

* Company Leased Accommodation up to ₹ 60,00,000/- (Rs Sixty Lacs) per annum over and above the current compensation. This is a benefit in kind and not in cash and is effective April 1, 2020. Company

Leased Accommodation Perquisite is added in the remuneration.

B. Employees employed for a part of the financial year and were in receipt of remuneration of not less than ₹8,50,000/- per month : Nil

C. Other employees:

Sl. No	Name	Designation	Age (Yrs.)	Remuneration (₹)	Qualification	Exp. (Years)	Date of employment	Last Employment
1.	Mr. Rohit Rajput	Chief Executive Officer, Max Asset Services Limited	43	94,64,920	Post Graduate Programme in Management, B.E. (Mechanical)	19	13-Oct-16	Hay Group
2.	Mr. Nitin Kumar Kansal	Chief Financial Officer	45	82,99,898	Chartered Accountant	20	15-Jan-16	Max India Limited
3.	Ms. Shruti Batish	Deputy General Manager	36	41,60,686	Master's in business law, LLB	12	01-Apr-16	Siva Reality Ventures Private Limited
4.	Mr. Saket Gupta	Company Secretary	36	34,55,214	CS, LLB & B. Com.	14	01-Apr-19	Max Ventures Investment Holdings Private Limited
5.	Mr. Akshay Kumar Bhardwaj	Deputy General Manager - External Affairs	37	28,18,341	Master's in international finance, B.E.	14	18-Jul-16	EFS Facilities Services India Pvt. Ltd.
6.	Mr. Archit Goyal	Deputy General Manager	32	28,07,824	Master's in Business Finance, CA, B.Com. (Hons.)	10	22-Sep-17	Healthfore Technologies Limited
7.	Mr. Manvendra Singh Gurjar	Senior Manager - Government Relations	37	13,60,803	LLB, B.Sc. (Zoology)	12	03-Jul-17	Essence of Nature
8.	Mr. Akshay Lall	Manager – Digital & Cross Functional Initiatives	24	13,56,645	Bachelor of Arts, New York University	2.10	02-Jul-18	Not Applicable

Notes:

1. Remuneration comprises of salary, allowances, value of rent-free accommodation, bonus, medical expenses, leave travel assistance, personal accident and health insurance, company's contribution to provident fund, pension, gratuity and superannuation fund, leave encashment and value of perquisites.
2. None of the employees mentioned above is related to any Director of the Company, except Mr. Sahil Vachani, who is a relative of Mr. Analjit Singh.
3. All appointments are contractual on rolls of the Company and in accordance with the terms and conditions as per Company Rules / Policies.
4. During FY-2021, no employee was in receipt of remuneration in excess of the Managing Director and CEO of the Company and held himself/herself or along with his/her spouse and dependent children 2% or more of the equity share of the Company.

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021
Place: New Delhi

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

Annexure - 4

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 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
Max Venture and Industries Limited
(L85100PB2015PLC039204)
419, Bhai Mohan Singh Nagar,
Village Railmajra, Tehsil Balachaur,
Nawan Shehar, Punjab-144533

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Max Venture and Industries Limited** (hereinafter called 'the Company'), which is a listed 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 hereon.

We report that-

a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

b) 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.

c) We have not verified the correctness and appropriateness of the financial statements of the Company.

d) Wherever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.

e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

f) 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.

g) The auditor adhered to best professional standards and practices as could be possible while carrying out audit during the lock-down conditions due to Covid-19. The Company made due efforts to make available the relevant records and documents which were verified through online means to conduct and complete the audit in the aforesaid lock-down conditions.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 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 31st March, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, where applicable;

(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;

(d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014;

(e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

(g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; (SEBI Listing Regulations)

* No event took place under these regulations during the audit period.

We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India which has been generally complied with.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Standards and Guidelines, to the extent applicable, as mentioned above.

(vi) The Company is Holding Company of Max Speciality Films Limited, Max Estates Limited, Max I. Limited and Max Asset Services Limited and further Max Towers Private Limited, Max Square Limited and Pharmax Corporation Limited are the step down subsidiaries of the Company, which are respectively engaged in the business of manufacturing & sale of Biaxially Oriented Polypropylene ("BoPP") metallised films, BoPP unmetallised films, thermal lamination films, leather finishing foils; real estate activities; facilitating Intellectual and Financial Capital to promising and proven early-stage organizations across identified sunrise sectors and education sector. As informed by the Management, there is no sector specific law applicable to the Company.

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

Adequate notices are given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent in advance of the meeting and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be 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.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

Date: June 11, 2021
Place: New Delhi

Devesh Kumar Vasisht
Partner
CP No.: 13700
M No.: F8488
UDIN: F008488C000447465

Annexure – 5

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. **Brief outline on CSR Policy of the Company**

   The Board of Directors has adopted a CSR Policy as recommended by the CSR Committee, which comprises of the Vision and Mission Statement, philosophy and objectives. The CSR Policy is available on the website of the Company at https://maxvil.com/shareholder-information/.

   Under the said policy, the Company had proposed to undertake or contribute for the activities relating to community development, promotion of healthcare and education etc.

2. **Composition of the CSR Committee**

Sl. No.	Name of Director	Designation/Nature of Directorship	No. of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Sahil Vachani	Managing Director & CEO	1	Nil
2	Mr. Dinesh Kumar Mittal	Independent Director	1	1
3	Mr. Mohit Talwar*	Vice Chairman	1	1
4	Ms. Gauri Pad-manabhan**	Independent Director	1	Not Applicable

**Resigned effective February 12, 2021*
***appointed as member effective February 13, 2021*

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company**

   https://www.maxvil.com/shareholder-information/.

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report)**

   Not applicable

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any - Nil**

6. **Average net profit of the Company as per section 135(5)**

   ₹ 1,250.24 Lakhs

7. **CSR Obligation of the Company**

(a)	Two percent of average net profit of the company as per section 135(5)	:	₹25.00 Lakhs
(b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	:	Nil
(c)	Amount required to be set off for the financial year, if any	:	Nil
(d)	Total CSR obligation for the financial year (7a+7b-7c)	:	₹25.00 Lakhs

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

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
NIL												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Simple Education Foundation	Education	No	Delhi	Delhi	16,50,000	Indirect	Max India Foundation (CSR Reg. No. CSR00004734)	
2.	Citizen India Foundation	Health	No	Kerela	Trivandrum	14,28,000	Indirect		
3.	Teach to Lead (#Stay Home India Challenge)	Education	No	Delhi	Delhi	8,45,875	Indirect		

The aforesaid amount includes amounts contributed by the Company during FY-2021.

(d) Amount spent in Administrative Overheads - Nil

(e) Amount spent on Impact Assessment, if applicable - Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) - ₹39.24 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹ Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	25.00
(ii)	Total amount spent for the Financial Year	25.02
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.02
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1	2017-18	Nil	Nil	N.A.	Nil	N.A.	Nil
2	2018-19	Nil	Nil	N.A.	Nil	N.A.	Nil
3	2019-20	Nil	Nil	N.A.	Nil	N.A.	Nil
	Total	Nil	Nil	N.A.	Nil	N.A.	Nil

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
NIL								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

Asset-wise details	Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of capital asset	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)
NONE				

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)

Not Applicable

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021
Place: New Delhi

Sahil Vachani
Managing Director and CEO
DIN: 00761695

Dinesh Kumar Mittal
Independent Director
DIN: 00040000

Annexure 6

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number (CIN) of the Company:** L85100PB2015PLC039204
2. **Name of the Company:** Max Ventures and Industries Limited
3. **Registered address:** 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, District Nawanshahr, Punjab – 144533
4. **Website:** www.maxvil.com
5. **E-mail id:** secretarial@maxvil.com
6. **Financial Year reported:** FY 2020-21
7. **Sector(s) that the Company is engaged in (industrial activity code-wise):**

S. No.	Name and Description of main products/ services	NIC code of the product/ services
1	Shared Services	70200- Management consultancy activities
2	Investing in Subsidiaries	64200- Activities of holding companies

8. **List three key products/services that the Company manufactures/provides (as in balance sheet):**

   a) Management Consultancy Services

   b) Investing in Subsidiaries

9. **Total number of locations where business activity is undertaken by the Company:**

   The Company operates from its Corporate Office at Noida.

10. **Markets served by the Company:**

    Being a Holding Company, the Company is having investments in various subsidiaries and primarily engaged in growing and nurturing these business investments and providing management consultancy/ shared services to group companies in India only.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. **Paid-up capital**: ₹14,662.40 Lakhs
2. **Total turnover (Total income)**: ₹3,124.77 Lakhs
3. **Total profit/(Loss) after tax** (PAT): ₹697.55 Lakhs
4. **Total spending on CSR as percentage of profit after tax:** ₹25 Lakhs, being 2% of Average net profits of the Company under section 198 of the Companies Act, 2013 for last three financial years.
5. **List of the activities in which expenditure in 4 above has been incurred:** Please refer Annexure-5 of Board's Report.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company/ Companies?**

   Yes

2. **Do the Subsidiary Company/Companies participate in the BR initiatives of the Parent Company? If yes, then indicate the number of such Subsidiary Company(s)**

   The Company encourages all its operating subsidiaries to follow similar practices for Corporate Governance as the Parent Company does.

3. **Do any other entity/entities (e.g., suppliers, distributors, etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/ entities [Less than 30%, 30-60%, More than 60%]:**

   No

SECTION D: BR INFORMATION

1. **Details of Director(s) responsible for BR:**

   DIN: 00761695
   Name: Mr. Sahil Vachani
   Designation: Managing Director & CEO

2. **Details of the BR head:**

   Name: Mr. Sahil Vachani
   Designation: Managing Director & CEO
   Telephone number: (0120) 4743222
   Email ID: secretarial@maxvil.com

3. **Principle-wise BR policy/policies:** Included in this report.

4. **Governance related to BR**: Included in this report.

   Preface

   The Company, being a Holding Company, is having investments in various subsidiaries and primarily engages in growing and nurturing these business investments and providing shared services/ management consultancy services to group companies.

   Max India Foundation, a CSR arm of the Max Group has been responsible to implement the CSR programmes of the Company and focuses on healthcare, sanitation, safe drinking water, environment protection, financial literacy & insurance awareness and village adoption. It is committed to attaining the highest standards of service in protecting and enhancing the financial future of its customers by adhering to a set of values that is shared across the Group – Sevabhav (spirit of service), Excellence and Credibility.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?**

   The Company has developed its Code of Conduct, Whistle Blower Policy and Anti Bribery Policy. These policies are available at corporate website of the Company i.e. www.maxvil.com. The Company also encourages its subsidiaries to follow these policies.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?**

   There were no stakeholder complaints received in the reporting period with regard to ethics, bribery and corruption. During the Financial Year ended March 31, 2021, 3 (three) complaints / queries were received by the Company from the shareholders, which were general in nature, the same has been since responded.

Principle 2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   As explained above, the Company is not carrying out any manufacturing operations. The Company is having investments in various subsidiaries and primarily engaged in growing and nurturing these business investments and providing Management Consultancy Services to its group companies.

   The Company endeavours to contribute to sustainability and conservation of resources in all possible manners. All Board level meetings have been made paperless. The agenda and other background papers for meetings of Board and committees thereof have been accessed electronically by directors through a secured IT Platform. Regular efforts are made to conserve the energy through various means such as use of low energy consuming lightings etc.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):**

   i. Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain? Not applicable

   ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year? Not applicable

3. **Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably?**

   The Company, being a holding Company, is relatively less resource intensive in terms of material inputs. Our major material requirements are office, communications and IT related equipment. Despite the limited scope of our procurement needs, we continue to take initiatives to ensure responsible sourcing in all respects. We have a Code of Conduct for our senior employees and business associates, which outlines our expectations from them and ethical business practices. Therefore, it is not possible to ascertain the percentage of inputs that are sourced sustainably.

4. **Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

   Yes - Materials pertaining to office stationary, IT consumables are purchased from local vendors. The Company, from time-to-time takes initiatives for upgrading skills of housekeeping and security staff.

5. **Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (as <5%, 5–10%, >10%).**

   Used batteries are regularly given to authorised vendors for recycling in exchange of new batteries. Further, metal scrap is sold to our empanelled scrap dealers at best competitive quotes. It is difficult to arrive at %age of recycle products and wastes.

Principle 3 - Businesses should promote the wellbeing of all employees

1. **Please indicate the total number of employees:**

   10 Permanent Employees as on March 31, 2021.

2. **Please indicate the total number of employees hired on temporary / contractual / casual basis:**

   No Employees on Fixed Term Contract and 01 Retainer / Consultant as on March 31, 2021

3. **Please indicate the number of permanent women employees:**

   01 Permanent Female Employees as on March 31, 2021

4. **Please indicate the number of permanent employees with disabilities:** NIL

5. **Do you have an employee association that is recognised by management?** No

6. **What percentage of your permanent employees is members of this recognized employee association?** Not Applicable

7. **Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year:** Nil

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   - **Permanent Employees:** Approximately 100% employees participated in Online

Training Sessions, Conference and Seminars.

- **Permanent Women Employees:** There is only one female employee who participated in Online Training Sessions, Conference and Seminars.
- **Employees with Disabilities:** Not Applicable

Principle 4 - Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

1. **Has the Company mapped its internal and external stakeholders?**

   Yes. Employees and the Board of Directors are the internal stakeholder group while Subsidiaries, shareholders, investors, regulators, vendors and the community in the vicinity of our projects are primarily the external stakeholder groups of the Company.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?**

   Yes

3. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders?**

   Yes, the Company regularly undertakes initiatives to engage with its internal and external stakeholders. The Company has processes in place to ensure upholding of the rights of its employees and protect them against any form of discrimination. Regular learning and development activities are being carried out for employees for their skill enhancement. The Company also has robust mechanisms in place which ensures full, fair, accurate, timely and understandable disclosures to all our Shareholders and investors.

Principle 5 - Businesses should respect and promote human rights

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?**

   The Company ensures that all its policies are complied with as per conventionally understood provisions of human rights. The Company policies such as whistle blower policy and prevention against sexual harassment of women at workplace are extended to all across the Group. We encourage our vendors and business associates to follow similar policies. There is no discrimination whatsoever in the Company on the basis of cast, creed, race, gender, religion or physical handicap.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   The Company has not received any complaints from any stakeholder pertaining to human rights.

Principle 6 - Business should respect, protect, and make efforts to restore the environment

1. **Does the policy relate to Principle 6 cover only the Company or extends to the Group/ Joint Ventures/Suppliers/Contractors/NGOs/ others?**

   The Company is committed to conduct its business in a manner that protects the natural environment. Being a Holding Company with no manufacturing operations, the Company doesn't have any adverse impact on environment.

2. **Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.**

   As stated above, the Company is not carrying out any manufacturing operations and therefore, it doesn't have any significant direct environmental impacts. However, regular efforts are made to conserve the energy through various means.

3. **Does the Company identify and assess potential environmental risks? Y/N**

   Not Applicable for the reason stated in point no. 1 above.

4. **Does the Company have any project related to Clean Development Mechanism? If Yes, whether any environmental compliance report is filed?**

   Not Applicable for the reason stated in point no. 1 above.

5. **Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.**

   As stated in point no. 2 above.

6. **Are the Emissions / Waste generated by the Company within the permissible limits given by CPCB / SPCB for the financial year being reported?**

   Not Applicable

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   Nil

Principle 7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. **Is your Company a member of any trade and chamber or association? If yes, name only those major ones that your business deals with**

   Confederation of Indian Industry (CII).

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes / No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   We do not engage in lobbying activities but actively participate in forums that impact the interest of stakeholders in general in the broad areas of governance, sustainable business development, taxes, etc.

Principle 8 - Businesses should support inclusive growth and equitable development

1) **Does the Company have specified programs / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   CSR work of the Company primarily focuses on creating social inclusion and equitable development in the communities in the vicinity of Max Group Companies.

2) **Are the programs / projects undertaken through in-house team / own foundation / external NGO/ government structures/any other organization?**

   The programs are implemented through Max India Foundation, a CSR arm of the Max Group.

3) **Have you done any impact assessment of your initiative?** No

4) **What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

   The details forms part of the report on Corporate Social Responsibility (CSR) Activities enclosed as Annexure- 6 to the Board's Report.

5) **Have you taken steps to ensure that this Community Development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   The Community development initiatives of the Company have been explained in detail in the Business Responsibility review section of Annual Report.

Principle 9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner

Being a Holding Company, the Company is having investments in various subsidiaries Company and primarily engaged in growing and nurturing these business investments and providing management consultancy services to group companies and therefore, the Company does not have customers or consumers under the scope of this BRR.

1. **What percentage of Customer complaints/ consumer cases are pending as on the end of financial year?** Nil

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes / No / N.A. / Remarks (additional information):** N.A.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anticompetitive behaviour during the last five years and pending as on end of financial year?** Nil

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?** Not required as the Company does not have any consumer base.

On behalf of the Board of Directors
Max Ventures and Industries Limited

Date: June 11, 2021	**Sahil Vachani**	**Dinesh Kumar Mittal**
Place: New Delhi	Managing Director and CEO	Independent Director
	DIN: 00761695	DIN: 00040000

07

SECRETARIAL AUDIT REPORT OF UNLISTED MATERIAL SUBSIDIARIES

In this Section

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 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,
Max Speciality Films Limited
(CIN: U24100PB2012PLC036981)
419, Bhai Mohan Singh Nagar, Village Railmajra,
Tehsil Balachaur, NawanShehar
Punjab-144533

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Max Speciality Films Limited** (hereinafter called the Company), which is an Unlisted 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.

We report that-

a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

b) 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.

c) We have not verified the correctness and appropriateness of the financial statements of the Company.

d) Wherever required, we have obtained the Management representation about the compliances of laws, rules, regulations and standards and happening of events etc.

e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

f) 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.

g) The auditor adhered to best professional standards and practices as could be possible while carrying out audit during the lock-down conditions due to Covid-19. The Company made due efforts to make available the relevant records and documents which were verified through online means to conduct and complete the audit in the aforesaid lock-down conditions.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 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 31st March, 2021 according to the provisions of:-

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) 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 (wherever applicable);

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

We have also examined compliance with the applicable clauses of the Secretarial Standards on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India, with which the Company is generally complied with.

During the Audit period, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines, to the extent applicable, as mentioned above.

(iv) The Company is carrying on the business of manufacturing and sale of Biaxially Oriented Polypropylene ("BoPP") metallised films, BoPP unmetallised films, thermal lamination films and leather finishing foils. As informed by the Management, following are some of the laws specifically applicable to the Company:-

- Legal Metrology Act, 2009 and Rules made thereunder; and
- Petroleum Act, 1934 and Rules made thereunder,

We have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the Audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the Company seems adequate to ensure compliance of laws specifically applicable to the Company.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the audit period.

Adequate notices were given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent seven days in advance other than held at shorter notice of the meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

Board decisions were carried out with unanimous consent and therefore, no dissenting views were required to be 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, standards and guidelines which can be further strengthened.

We further report that pursuant to Board Resolution dated 27th July, 2020, the Company has issued and allotted 30,19,599 Equity Shares of Rs. 10/- each (Rupees Ten each) at an issue price of Rs. 99.35/- (Rupees Ninety Nine and Paise Thirty Five only) per equity share (including a premium of Rs. 89.35/- per share) aggregating to Rs. 29,99,97,160.65/- (Rupees Twenty Nine Crores Ninety Nine Lakhs Ninety Seven Thousand One Hundred Sixty and Sixty Five paisa only) on rights basis.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

Priyanka
Partner

M No. F10898
CP No. 16187
UDIN: F010898C000299945

New Delhi
Date:14.05.2021

Form No. MR-3

SECRETARIAL AUDIT REPORT

(For the Financial Year ended 31stMarch, 2021)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
MAX TOWERS PRIVATE LIMITED
Max Towers, L-12, C- 001/A/1,
Sector- 16B, Noida, Gautam Buddha Nagar,
U.P. - 201301

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MAX TOWERS PRIVATE LIMITED (formerly known as Wise Zone Builders Private Limited) (hereinafter called "the Company" or "MTPL"). 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

I. The Companies Act, 2013 (the Act) and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder (Not Applicable to the Company as the shares of the Company are not listed on any stock exchange);

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 (Not Applicable to the Company during the Audit period);

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-(Not Applicable to the Company as the shares of the Company are not listed on any stock exchange)

(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, 2009;

(d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent applicable;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

VI. We, based upon the Management Representation, 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 the following pertinent laws, rules, regulations and guidelines as specifically applicable to the Company and Other Applicable Laws on the basis of received from the management:

a) The Real Estate (Regulation and Development) Act, 2016 and rules of the state(s) where project were being undertaken;

b) Transfer of Property Act, 1882;

c) The Building and Other Construction Workers (Regulation of Employment & Conditions of Service) Act, 1996.

d) Indian Stamp Act, 1899.

We have also examined compliance with the applicable clauses of:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) with regard to Board Meeting and General Meeting.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit as same are subject to review by the Statutory Auditors and other designated professionals.

2. We further report that:

a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive 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.

b. Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

c. Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be 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.

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

FOR RAGHAV BANSAL & ASSOCIATES

RAGHAV BANSAL
PRACTICING COMPANY SECRETARY

M.No : 38864
CP.No : 14869
UDIN: A038864C000439605

Place: Delhi
Date: 09-06-2021

Annexure to Secretarial Audit Report of Max Towers Private Limited for financial year ended 31st March, 2021

To,
The Members
Max Towers Private Limited
Max Towers, L-12, C- 001/A/1,
Sector- 16B, Noida,
Gautam Buddha Nagar, U.P.-201301

Management Responsibility for Compliances

1. The maintenance and compliance of the provisions of Corporate and other applicable laws, rules, regulations, secretarial standards are 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 process 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 process 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. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. 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.

FOR RAGHAV BANSAL & ASSOCIATES

RAGHAV BANSAL
PRACTICING COMPANY SECRETARY
M.No : 38864
CP.No : 14869
UDIN: A038864C000439605

Place: Delhi
Date: 09-06-2021

08

STANDALONE FINANCIAL STATEMENTS

In this Section

Independent Auditor's Report

To the Members of Max Ventures and Industries Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Max Ventures and Industries Limited ("the Company"), which comprise the Balance sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS 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 audit opinion on the standalone Ind AS financial statements.

Emphasis of Matter

We draw attention to Note 38 of the standalone Ind AS financial statements, which describes the management's evaluation of impact of uncertainties related to COVID-19 pandemic and its consequential effects on the carrying value of its assets as on March 31, 2021 and the operations of the Company. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
(a) Impairment assessment of investments in subsidiaries and amounts recoverable from subsidiaries (as described in note 5 and 9 of the standalone Ind AS financial statements)	
The Company has significant investments in and other recoverable from subsidiaries. As at March 31, 2021, the carrying value of Company's investment in subsidiaries amount to Rs. 81,262.98 lakhs and other recoverable amounting to Rs. 3,777.76 Lakhs. The management assesses the existence of impairment indicators for its investment in and other recoverable from subsidiaries, and if impairment indicator exists, these investments are subject to an impairment test. Impairment indicators were identified by the management with respect to investments in certain subsidiaries. As a result, an impairment assessment was required to be performed by the Company by comparing the carrying value of these investments to their recoverable amount to determine whether an impairment loss was required to be recognised. For the purpose of the above impairment testing and other balances, recoverable amount has been determined by reference to the underlying expected cash flows from the underlying projects being undertaken by these subsidiaries. The determination of the recoverable amount of these investments in and other recoverable from subsidiaries involved significant judgments due to inherent uncertainty in the assumptions supporting the recoverable amount of these investments. Considering, that impairment assessment involves key assumptions and significant judgement, the same has been considered as key audit matter.	Our audit procedures related to this key audit matter included, amongst others: • We assessed the compliance of Company's accounting policies for impairment of assets with Ind AS 36 'Impairment of Assets' and Ind AS 109 'Financial Instruments'. • We understood, evaluated and tested the operating effectiveness of internal controls implemented by the Company relating to identification of impairment indicators (such as negative net worth) and determination of recoverable amount of investments in and other recoverable from subsidiaries. • We considered the objectivity, competence and independence of management's specialists involved in the determination of recoverable amount. • We assessed the impact of COVID-19 pandemic based on current economic and market conditions on management impairment assessment for its investments in subsidiaries and other recoverable. • We assessed prospective financial information included in the long-term plans of such investments and long-term growth rates and discount rates. • We also evaluated potential changes in key drivers such as recent sale transactions of subsidiaries with buyers, to evaluate whether the inputs and assumptions used were suitable. • We compared the recoverable amount of the investment and other recoverable to the carrying value in books. • We assessed the disclosures made in the financial statements regarding such investment and other recoverable.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

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

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

Responsibilities of Management for the Standalone Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

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

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

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

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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section

164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls with reference to standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 27 to the standalone Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044
UDIN: 21108044AAAAHA3639

Place of Signature: Gurugram
Date: 11 June 2021

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING OF "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR AUDIT REPORT OF EVEN DATE

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) According to the information and explanations given by the management and audit procedures performed by us, there are no immovable properties, included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.

(ii) The Company's business does not involve inventories and accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.

(iii) According to the information and explanations given to us and audit procedures performed by 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 Companies Act, 2013. 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) In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors including entities in which the Director is interested to which Section 185 of the Companies Act 2013 apply and hence not commented upon. Further as per information and explanation given to us by the management, provisions of Section 186 of the Companies Act 2013 in respect of loans and advances given, investments made and, guarantees and securities given have been complied with by the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income tax, goods and service tax, duty of custom, cess and other statutory dues applicable to it. The provisions relating to employees' state insurance, duty of excise and duty of customs are not applicable to the company.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to employees' state insurance, duty of excise and duty of customs are not applicable to the company.

(c) According to the records of the Company, there are no dues of income-tax, value added tax, service tax, goods and service tax which have not been deposited on account of any dispute. The provisions relating to employees' state insurance, duty of excise and duty of customs are not applicable to the company.

(viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.

(ix) According to the information and explanations given by the management and audit procedures performed by us, the Company has not raised any money 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 upon the audit procedures performed for the purposes of reporting the true and fair view of the Standalone Ind AS financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management and audit procedures performed by us, the managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(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) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Standalone Ind AS 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) According to the information and explanations given by the management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

(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 S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044
UDIN: 21108044AAAAHA3639

Place of Signature: Gurugram
Date: 11 June 2021

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF MAX VENTURES AND INDUSTRIES LIMITED

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

We have audited the internal financial controls with reference to standalone Ind AS financial statements of Max Ventures and Industries Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS 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 ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone Ind AS financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these standalone Ind AS financial statements, 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 with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls with reference to these Standalone Ind AS Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Ind AS Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone Ind AS financial statements and such internal financial controls with reference to standalone Ind AS financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044
UDIN: 21108044AAAAHA3639

Place of Signature: Gurugram
Date: 11 June 2021

Standalone Balance Sheet
as at March 31, 2021

(Rs. in Lakhs)

	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	468.84	524.70
Other Intangible assets	3	0.61	1.98
Right of use assets	4	2,793.52	2,610.53
Financial assets			
(i) Investments	5	81,262.98	62,235.35
(ii) Loans	6	91.93	31.56
(iii) Other bank balances	7	0.35	645.65
Deferred tax assets (net)	15	114.06	89.86
Non-current tax assets	8	132.78	210.50
		84,865.07	**66,350.13**
Current assets			
Financial assets			
(i) Trade receivables	9(i)	300.83	570.46
(ii) Cash and cash equivalents	9(ii)	28.59	459.18
(iii) Bank balances other than (ii) above	9(iii)	1,639.19	3,224.02
(iv) Loans	9(iv)	3,777.76	18,847.91
(v) Other financial assets	9(v)	13.13	117.72
Other current assets	10	36.44	36.49
		5,795.94	**23,255.78**
TOTAL ASSETS		**90,661.01**	**89,605.91**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11(i)	14,662.41	14,662.41
Other equity	11(ii)	71,964.09	71,160.68
Total equity		**86,626.50**	**85,823.09**
Non-current liabilities			
Financial liabilities			
(i) Lease liabilities	12(i)	2,835.10	2,619.50
(ii) Other financial liabilities	12(ii)	14.99	14.99
Long term provisions	13	42.63	38.23
Other non-current liabilities	14	120.07	97.10
		3,012.79	**2,769.82**
Current liabilities			
Financial liabilities			
(i) Lease liabilities	16(i)	126.26	58.72
(ii) Trade payables	16(ii)		
(a) Total outstanding dues of micro enterprises and small enterprises		0.83	1.74

(Rs. in Lakhs)

	Notes	As at March 31, 2021	As at March 31, 2020
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		669.13	698.27
(iii) Other financial liabilities	16(iii)	59.29	103.67
Other current liabilities	17	49.27	43.94
Short term provisions	17A	116.94	106.66
		1,021.72	**1,013.00**
TOTAL LIABILITIES		**4,034.51**	**3,782.82**
TOTAL EQUITY AND LIABILITIES		**90,661.01**	**89,605.91**
Summary of significant accounting policies	2		
Other notes to accounts	3-39		

The accompanying notes are an integral part of the Standalone Ind AS financial statements.
As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants
ICAI Firm Registration Number: 301003E/ E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Standalone Statement of Profit and Loss

for the year ended March 31, 2021

(Rs. in Lakhs)

	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
INCOME			
Revenue from operations	18	2,954.20	2,965.84
Other income	19	170.57	819.56
Total income		**3,124.77**	**3,785.40**
EXPENSES			
Employee benefits expense	20	842.69	855.46
Finance costs	21	332.87	300.65
Depreciation and amortisation expense	22	371.46	304.36
Other expenses	23	714.78	821.43
Total expenses		**2,261.80**	**2,281.90**
Profit before tax		**862.97**	**1,503.50**
Tax expense	24		
- Current tax		241.96	377.03
- Adjustment of tax relating to earlier years		(50.25)	-
- Deferred tax credit		(26.29)	(12.25)
Total tax expense		**165.42**	**364.78**
Profit after tax		**697.55**	**1,138.72**
Other comprehensive income (net of taxes)			
Items that will not to be reclassified to profit or loss:			
Re-measurement gains on defined benefit plans		10.17	3.69
Income tax effect		(2.56)	(1.07)
Other comprehensive income for the year (net of tax)	25	**7.61**	**2.62**
Total comprehensive income for the year, net of tax		**705.16**	**1,141.34**
Earnings per equity share (Nominal Value of share Rs.10/-)	26		
Basic (Rs.)		0.48	0.78
Diluted (Rs.)		0.47	0.78
Summary of significant accounting policies	2		
Other notes to accounts	3-39		

The accompanying notes are an integral part of the Standalone Ind AS financial statements.
As per our report of even date

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Standalone Statement of changes in equity

for the year ended March 31, 2021

a) Equity share capital

Particulars	Nos.	(Rs. in Lakhs)
Shares of Rs. 10/- each, issued, subscribed and fully paid		
As at April 1, 2019	**146,600,782**	**14,660.08**
Add: Equity share issued	-	-
Add: Shares issued for stock options exercised during the year	23,280	2.33
As at March 31, 2020	**146,624,062**	**14,662.41**
Add: Equity share issued	-	-
Add: Shares issued for stock options exercised during the year	-	-
As at March 31, 2021	**146,624,062**	**14,662.41**

b) Other equity

(Rs. in Lakhs)

Particulars	Reserves and surplus				Total other equity
	Capital reserve {Refer note 11(ii)}	Securities premium account {Refer note 11(ii)}	Employee stock options outstanding {Refer note 11(ii)}	Retained earnings {Refer note 11(ii)}	
As at April 1, 2019	**13,042.52**	**50,029.73**	**36.92**	**6,892.75**	**70,001.92**
Profit for the year	-	-	-	1,138.72	1,138.72
Other comprehensive income for the year	-	-	-	2.62	2.62
Premium on issue of employee stock options	-	3.32	-	-	3.32
Expense recognised during the year	-	-	14.10	-	14.10
As at March 31, 2020	**13,042.52**	**50,033.05**	**51.02**	**8,034.09**	**71,160.68**
Profit for the year	-	-	-	697.55	697.55
Other comprehensive income for the year	-	-	-	7.61	7.61
Expiry of share options under ESOP scheme	-	-	(22.83)	22.83	-
Expense recognised during the year	-	-	98.25	-	98.25
As at March 31, 2021	**13,042.52**	**50,033.05**	**126.44**	**8,762.08**	**71,964.09**
Summary of significant accounting policies	2				
Other notes to accounts	3-39				

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Standalone Statement of Cash Flow

for the year ended March 31, 2021

(Rs. in Lakhs)

	Note	For the year ended March 31, 2021	For the year ended March 31, 2020
Cash flow from operating activities			
Profit before tax		862.97	1,503.50
Adjustments to reconcile profit before tax to net cash flows:			
Depreciation and amortisation expense	22	371.46	304.36
Re-measurement gains on defined benefit plans	25	7.61	3.69
Employee stock option expense	20	70.99	14.10
Profit on sale of current investment	19	(1.63)	(260.82)
Unwinding of interest on zero coupon non-convertible debentures	18	(355.57)	(466.71)
Unwinding of interest on security deposit		(6.09)	(0.59)
Amortisation of guarantee fees {refer note 34(a)}		(11.24)	(20.18)
Finance costs (including fair value change in financial instruments)	21	332.61	298.19
Operating profit before working capital changes		**1,271.11**	**1,375.54**
Working capital adjustments:			
Decrease in trade receivables		269.63	173.20
Decrease in other financial assets		104.64	1,476.21
(Increase)/decrease in trade payables		(30.05)	25.95
Increase in provisions		14.68	65.62
(Decrease)/increase in other liabilities		(44.65)	85.28
Cash generated from operations		**1,585.36**	**3,201.80**
Income tax paid (net)		(111.90)	(316.90)
Net cash flows from operating activities		**1,473.46**	**2,884.90**
Cash flow from investing activities			
Proceeds from sale of property, plant and equipment		0.31	-
Purchase of property, plant and equipment and including intangible assets		(5.95)	(258.36)
Investment in Right-of-use assets		(182.89)	-
Redemption of non-converitble debenture by subsidiary		5,339.00	1,710.73
Investment in subsidiaries		(3,743.99)	(2,768.74)
Loan repaid by subsidiaries		2,923.86	18,992.40
Loan given to subsidiaries		(8,053.71)	(27,550.52)
Purchase of current investments in financial instruments		(718.63)	(21,810.00)
Proceeds from sale of current investment		720.26	22,070.82
Net movement in deposits		2,230.13	7,281.90

(Rs. in Lakhs)

	Note	For the year ended March 31, 2021	For the year ended March 31, 2020
Net cash flows used in investing activities		**(1,491.61)**	**(2,331.77)**
Cash flow from financing activities			
Proceeds from issuance of ESOP's including security premium		-	5.65
Repayment of lease liability (including interest)		(412.44)	(392.99)
Repayment of long-term borrowings		-	(15.07)
Net cash flows used in financing activities		**(412.44)**	**(402.41)**
Net (decrease)/ increase in cash and cash equivalents		(430.59)	150.72
Cash and cash equivalents at the beginning of the year		459.18	308.46
Cash and cash equivalents at year end		**28.59**	**459.18**

Components of cash and cash equivalents:-

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
Balances with banks:			
On current accounts		28.13	458.70
Cash on hand		0.46	0.48
		28.59	**459.18**
Summary of significant accounting policies	2		
Other notes to accounts	3-39		

1. The above cash flow statement has been prepared under the indirect method set out in the applicable Indian Accounting Standard (Ind AS) 7 on “Statement of cash flows”. Refer note 36 for change in financing activities disclosure pursuant to amendment to Ind AS 7.

2. During the year, the Company paid in cash Rs. 25.00 lakhs (31 March 2020: Rs. 13.22 lakhs) towards corporate social responsibility (CSR) expenditure. Refer note 23.

The accompanying notes are an integral part of the Standalone Ind AS financial statements.
As per our report of even date

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/ E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Notes forming part of the standalone financial statements

1. Corporate Information

Max Ventures and Industries Limited (the Company) is a Company registered under Companies Act, 2013 and incorporated on January 20, 2015. The Company is primarily engaged in the business of making business investments and providing shared services to the group companies.

The Company's shares got listed on National Stock Exchange and Bombay Stock Exchange as on June 22, 2016. Registered office of the Company is located at 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, Nawanshehar, Punjab – 144533

The standalone Ind AS financial statements were authorised for issue in accordance with a resolution by the Board of directors of the Company on June 11, 2021.

2. Significant accounting policies

2.1 A Basis of preparation

These separate standalone Ind AS financial statements of the Company have been prepared in accordance with Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of division II of Schedule III to the Companies Act 2013 (Ind AS Compliant Schedule III), as applicable to these separate standalone Ind AS financial statements.

The standalone Ind AS financial statements have been prepared on a historical cost basis, except certain financial assets and liabilities which are measured at fair value (refer accounting policy regarding financial instruments).

The standalone Ind AS financial statements are presented in INR and all values are rounded to nearest Lakhs (INR 00,000) except when otherwise stated=

2B Summary of significant accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

a) Expected to be realized or intended to be sold or consumed in normal operating cycle;

b) Held primarily for the purpose of trading;

c) Expected to be realized within twelve months after the reporting period; or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

a) It is expected to be settled in normal operating cycle;

b) It is held primarily for the purpose of trading;

c) It is due to settled within twelve months after the reporting period; or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

Notes forming part of the standalone financial statements

b. Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), all assets were carried in the Balance Sheet at cost, less accumulated depreciation and accumulated impairment losses, if any. On the date of transition to IND AS, the Company has applied exemption of Ind AS 101 to continue carrying value of all property, plant and equipment as at the date of transition as its deemed cost.

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of CENVAT credit and VAT credit availed wherever applicable. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on property, plant and equipment is provided on prorata basis on straight-line method using the useful lives of the assets estimated by management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life is as follows:

Assets	Useful lives estimated by the management (years)
Furniture and fixtures:	10 Years
Office equipment:	3 - 5 Years
Computers :	3- 6 Years
Vehicles:	3 - 8 Years

Leasehold improvements are amortised over the period of lease.

c. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible

Notes forming part of the standalone financial statements

asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed-off.

Intangible assets with finite useful life are amortized on a straight-line basis over their estimated useful life of 3-6 years.

d. Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's, recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net fair value less cost of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net fair value less cost of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For the remaining economic life of the asset or cash-generating unit (CGU), a long term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In this case, the growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining economic life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses no

Notes forming part of the standalone financial statements

longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

e. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial assets

The Company classified its financial assets in the following measurement categories: -

- Those to be measured subsequently at fair value (either through other comprehensive income or through profit & loss)
- Those measured at amortized cost

Initial recognition and measurement

All financial assets (other than equity in subsidiaries) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Equity investment in subsidiaries are recognised at cost. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset. The difference between the transaction amount and amortised cost in case of interest free loan to subsidiaries based on expected repayment period is considered as deemed investment.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

a) Debt instruments at amortized cost

b) Debt instruments and equity instruments at fair value through profit or loss (FVTPL)

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(i) Business model test: The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows (rather than to sell the instrument prior to its contractual maturity to released its fair value change), and

(ii) Cash flow characteristics test: Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. EIR is the rate that exactly discount the estimated future

Notes forming part of the standalone financial statements

cash receipts over the expected life of the financial instrument or a shorter period, where appropriate to the gross carrying amount of financial assets. When calculating the effective interest rate the company estimate the expected cash flow by considering all contractual terms of the financial instruments. The EIR amortization is included in finance income in the statement of profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instruments at Fair value through profit and loss

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for amortized cost or FVTOCI, is classified as at FVTPL. gain or loss on a Debt instrument that is subsequently measured at FVTPL and is not a part of a hedging relationship is recognized in statement of profit or loss and presented net in the statement of profit and loss within other gains or losses in the period in which it arises. Interest income from these Debt instruments is included in other income.

Equity investments of other entities

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which IND AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income all subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss.

Investment in Compound Financial Instruments issued by subsidiaries

Company considers issuance of Zero Coupon Non-Convertible Debentures by subsidiary as compound instrument comprising a loan with market terms and a capital injection and hence treat the difference between the cash paid and fair value on initial recognition as an addition to the investment in the subsidiary and presented separately as 'Equity component of Zero Coupon Non-Convertible Debentures under 'Non-Current Investments'. Equity Component is not subsequently remeasured.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (i.e., removed from the Company's statement of financial position) 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

Notes forming part of the standalone financial statements

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 the rights to receive cash flows from the financial assets or

b) the Company has retained the contractual right to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred its right to receive cash flows from an asset or has entered into a pass-through agreement, the Company evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognized.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognized.

Impairment of financial assets

In accordance with IND AS 109, the Company applies expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure.

- Financial assets measured at amortised cost; e.g. Loans, Security deposits, trade receivable, bank balance, other financial assets etc;
- Financial assets measured at fair value through other comprehensive income (FVTOCI);
- Financial guarantee contracts are which are not measured at fair value through profit or loss (FVTPL)

The Company follows "simplified approach" for recognition of impairment loss allowance on trade receivables. Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for estimates. At every reporting date, the historical observed default rates are updated and changes in the estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12- months ECL.

As a practical expedient, the Company uses a provision matrix to determine impairment

Notes forming part of the standalone financial statements

loss allowance on portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward- looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward- looking estimates are analysed.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the its operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. The Company financial liabilities include loans and borrowings including bank overdraft, trade payable, trade deposits, retention money and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in IND AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost (Loans and borrowings)

Borrowings are initially recognised at fair value, net of transaction cost incurred. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method.

Notes forming part of the standalone financial statements

Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

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 recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

f. Investment in Subsidiaries

The investment in subsidiaries are carried at cost as per IND AS 27. Investment carried at cost is tested for impairment as per IND AS 36. An investor, regardless of the nature of its involvement with an entity (the investee), shall determine whether it is a parent by assessing whether it controls the investee.

On disposal of investment, the difference between it carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

g. Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer. The following specific recognition criteria must also be met before revenue is recognized:

Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from shared services because the receipt of consideration is conditional on successful completion of the contract. Upon completion of the contract and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section e) Financial instruments – initial recognition and subsequent measurement.

Notes forming part of the standalone financial statements

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section e) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related services to the customer).

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Shared Service Income

Revenue from shared services are recognised by reference to stage of completion of contract. The Company collects service tax/GST on behalf of the government and, therefore it is not an economic benefit flowing to the Company and is thus excluded from revenue.

Gain on sale of investments

On disposal of an investment, the difference between the carrying amount and net disposal proceeds is recognised to the profit and loss statement.

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

Dividend Income

Dividend income is recognized when the Company's right to receive dividend is established by the reporting date.

h. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 and the income computation and disclosure standards (ICDS) enacted in India by using tax rates and tax laws that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between

Notes forming part of the standalone financial statements

the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

- In respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

  Deferred tax assets (including MAT credit) are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

- In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets (including MAT credit available) is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside the statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax includes Minimum Alternate Tax (MAT) recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during specified period, i.e. the period for which MAT credit is allowed to be carried forward. The Company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Notes forming part of the standalone financial statements

Sales/ value added tax/ GST paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes/ GST (Goods and Service Tax) paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable;
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

i. Borrowing costs

Borrowing cost includes interest expense as per effective interest rate [EIR]. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset until such time that the asset is substantially ready for their intended use. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (d) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase

Notes forming part of the standalone financial statements

option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

k. Provision and Contingent liabilities

Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value (except where time value of money is material) and are determined based on the best estimate required to settle the obligation at the reporting date when discounting is used, the increase in provision due to passage of time is recognised as finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. the Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Notes forming part of the standalone financial statements

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

l. Retirement and other employee benefits

Provident fund

The Company contributed to employee's provident fund benefits through a trust "Max Financial Services Limited Provident Fund Trust" managed by Max Financial Services Limited (erstwhile Max India Limited) whereby amounts determined at a fixed percentage of basic salaries of the employees are deposited to the trust every month. The benefit vests upon commencement of the employment. The interest rate payable by the trust to the beneficiaries every year is notified by the government and the Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate. The Company has obtained actuarial valuation to determine the shortfall, if any, as at the Balance Sheet date.

Gratuity

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit (liabilities/assets).

The Company recognized the following changes in the net defined benefit obligation under employee benefit expenses in statement of profit and loss

a) Service cost comprising current service cost, past service cost, gain & loss on curtailments and non-routine settlements.

b) Net interest expenses or income

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

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

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employee service up to the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

Notes forming part of the standalone financial statements

Long term incentive plan

The Company has a long-term incentive plan for certain employees. The Company recognises benefit payable to employee as an expenditure, when an employee renders the related service on actual basis.

m. Share-based payments

Employees of the Company receive remuneration in the form of share-based payment transaction, whereby employees render services as a consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognized, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognized for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognized is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Cash-settled transactions

The cost of cash-settled transactions is measured initially at fair value at the grant date using a binomial model. This fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The liability is remeasured to fair value at each reporting date up to, and including the settlement date, with changes in fair value recognized in employee benefits expense.

Notes forming part of the standalone financial statements

n. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equities shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year and the weighted average number of shares outstanding during the year adjusted for the effects of all potential equity shares.

p. Foreign currencies

Items included in the standalone Ind AS financial statements are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The Company's standalone Ind AS financial statements are presented in Indian rupee ('Rs.') which is also the Company's functional and presentation currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Measurement of foreign currency items at the balance sheet date

Foreign currency monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

q. Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Notes forming part of the standalone financial statements

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient date are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the restated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

c) Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the restated financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring and non-recurring fair value measurement measured at fair value.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 32)

- Quantitative disclosures of fair value measurement hierarchy (note 32)

- Financial instruments (including those carried at amortised cost) (note 32)

2C Significant accounting judgements, estimates and assumptions

The preparation of the Company's standalone Ind AS financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods. Other disclosures relating to the Company's exposure to risks and uncertainties includes:

- Capital management Note 37

- Financial risk management objectives and policies Note 33

Notes forming part of the standalone financial statements

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the standalone Ind AS financial statements.

(a) Determining the lease term of contracts with renewal and termination options - Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset)

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Defined benefit plans

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long-term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates. Further details about the assumptions used, including a sensitivity analysis, are given in Note 30.0

(b) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The Company use Net asset value for valuation of investment in mutual fund. Refer note 32 related to fair valuation disclosures

Notes forming part of the standalone financial statements

(c) Impairment of Financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. the Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(d) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An assets recoverable amount is the higher of an asset's CGU'S fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

(e) Share based payments

The Company initially measures the cost of cash settled transactions with employees using a binomial model to determine the fair value of the liability incurred. Estimating fair value for share based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For cash settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognized in the profit or loss. This requires a reassessment of the estimates used at the end of each reporting period. The assumptions and models used for estimating fair value for share based payment transactions are disclosed in note 30.1.

2D Changes in accounting policies and disclosures:

Several other amendments apply for the first time for the year ended March 31, 2021, but do not have an impact on the standalone Ind AS financial statements of the Company. The Company has not early adopted any standards, amendments that have been issued but are not yet effective/notified.

<u>New and amended standards:</u>

(i) Amendments to Ind AS 116: Covid-19-Related Rent Concessions.

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under Ind AS 116, if the change were not a lease modification.

The amendments are applicable for annual reporting periods beginning on or after the 1 April 2020. In case, a lessee has not yet

Notes forming part of the standalone financial statements

approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after the 1 April 2019. This amendment had no impact on the standalone Ind AS financial statements of the Company.

(ii) Amendments to Ind AS 103 Business Combinations

The amendment to Ind AS 103 Business Combinations clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that, together, significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs.

These amendments are applicable to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after the 1 April 2020 and to asset acquisitions that occur on or after the beginning of that period. This amendment had no impact on the standalone Ind AS financial statements of the Company but may impact future periods should the Company enter into any business combinations.

(iii) Amendments to Ind AS 1 and Ind AS 8: Definition of Material

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the standalone Ind AS financial statements for the year ended March 31, 2021, nor is there expected to be any future impact to the Company.

These amendments are applicable prospectively for annual periods beginning on or after the 1 April 2020.

(iv) Amendments to Ind AS 107 and Ind AS 109: Interest Rate Benchmark Reform

The amendments to Ind AS 109 *Financial Instruments: Recognition and Measurement* provide a number of reliefs, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainty about the timing and/or amount of benchmark-based cash flows of the hedged item or the hedging instrument. These amendments have no impact on the standalone Ind AS financial statements of the Company as it does not have any interest rate hedge relationships.

The amendments to Ind AS 107 prescribe the disclosures which entities are required to make for hedging relationships to which the reliefs as per the amendments in Ind AS 109 are applied. These amendments are applicable for annual periods beginning on or after the 1 April 2020. These amendments had no impact on the standalone Ind AS financial statements of the Company.

Amendments to Schedule III:

MCA issued notification dated March 24, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by a company in its financial statements. These amendments are effective for financial years starting on or after April 01, 2021.

Notes forming part of the standalone financial statements

3. Property, plant and equipment (PPE) and Other intangible assets

(Rs. in Lakhs)

	Office equipment	Furniture and fixture	Motor vehicles	Computers and data processing units	Leashold Improvement	Total	Capital Work-in-Progress	Software licences
At deemed cost								
As at April 1, 2019	**3.08**	**3.54**	**75.35**	**23.89**	**-**	**105.86**	**366.22**	**8.51**
Additions	6.49	68.03	6.53	35.03	390.93	507.01	24.71	-
Disposals/ adjustments	-	-	-	-	-	-	(390.93)	-
As at March 31, 2020	**9.57**	**71.57**	**81.88**	**58.92**	**390.93**	**612.87**	**-**	**8.51**
Additions	-	0.12	-	5.45	0.12	5.69	-	-
Disposals/ adjustments	-	-	-	(0.90)	-	(0.90)	-	-
As at March 31, 2021	**9.57**	**71.69**	**81.88**	**63.47**	**391.05**	**617.66**	**-**	**8.51**
Depreciation								
As at April 1, 2019	**1.40**	**0.64**	**13.98**	**11.74**	**-**	**27.76**	**-**	**4.27**
Depreciation charge for the year	1.98	6.53	10.83	10.24	30.83	60.41	-	2.26
Disposals/ adjustments	-	-	-	-	-	-	-	-
As at March 31, 2020	**3.38**	**7.17**	**24.81**	**21.98**	**30.83**	**88.17**	**-**	**6.53**
Depreciation charge for the year	1.85	6.81	10.86	9.24	32.75	61.51	-	1.36
Disposals/ adjustments	-	-	-	(0.86)	-	(0.86)	-	-
As at March 31, 2021	**5.23**	**13.98**	**35.67**	**30.36**	**63.58**	**148.82**	**-**	**7.89**
Net book value								
As at March 31, 2021	**4.34**	**57.71**	**46.21**	**33.11**	**327.47**	**468.84**	**-**	**0.61**
As at March 31, 2020	**6.19**	**64.40**	**57.07**	**36.94**	**360.10**	**524.70**	**-**	**1.98**

4. Right of use assets

The Company has lease contracts for buidlings from related parties. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning or sub leasing the leased assets.

The carrying amounts of right-of-use assets recognised and the movements during the year:

(Rs. in Lakhs)

Particulars	Building	Total
As at April 01, 2019	-	-
Additions	2,852.22	2,852.22
Depreciation expense	(241.69)	(241.69)
As at March 31, 2020	**2,610.53**	**2,610.53**
Additions	491.58	491.58
Depreciation expense	(308.59)	(308.59)
As at March 31, 2021	**2,793.52**	**2,793.52**

Notes forming part of the standalone financial statements

The carrying amounts of lease liabilities and the movement during the year:

(Rs. in Lakhs)

Particulars	Building	Total
As at April 01, 2019	-	-
Additions	2,769.29	2,769.29
Accretion of interest	296.94	296.94
Payments	(388.01)	(388.01)
As at March 31, 2020	**2,678.22**	**2,678.22**
Additions	362.97	362.97
Accretion of interest	332.61	332.61
Payments	(412.44)	(412.44)
As at March 31, 2021	**2,961.36**	**2,961.36**

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Current lease liabilities	2,835.10	2,619.50
Non-current lease liabilities	126.26	58.72
Total	**2,961.36**	**2,678.22**

The details regarding the maturity analysis of lease liabilities as at March 31, 2021 and March 31, 2020 on an undiscounted basis:

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Within one year	470.96	352.43
After one year but not more than five years	1,984.56	1,544.04
More than five years	505.84	3,025.08
Total	**2,961.36**	**4,921.55**

Considering the lease term of the leases, the effective interest rate for lease liabilities is 11%.

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

The following are the amounts recognised in profit or loss:

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Depreciation expense of right-of-use assets	308.59	241.69
Interest expense on lease liabilities	332.61	296.94
Total amount recognised in profit or loss	**641.20**	**538.63**

Notes forming part of the standalone financial statements

5. Non-current financial assets- Investments

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
A.	**Investment carried at cost**		
i)	**Investment in equity shares of subsidiary companies**		
	Max Speciality Films Limited	11,547.82	10,017.83
	21,382,186 (March 31, 2020 - 19,842,191) Equity shares of Rs. 10 each fully paid up		
	Max Estates Limited	7,791.00	7,791.00
	77,910,000 (March 31, 2020 -77,910,000) Equity shares of Rs. 10 each fully paid up		
	Max Asset Services Limited (formerly known as Max Learning Limited)	205.00	205.00
	2,050,000 (March 31, 2020 - 2,050,000) Equity shares of Rs. 10 each fully paid up		
	Max I Limited	5.00	5.00
	50,000 (March 31, 2020 - 50,000) Equity shares of Rs. 10 each fully paid up		
ii)	**Investment in debentures of subsidiary companies (in nature of equity)**		
	Max Estates Limited	57,164.00	36,964.00
	57,164 (March 31, 2020 - 36,964) Zero Coupon Compulsory Convertible Debentures of Rs. 100,000 each fully paid up#		
	Max Asset Services Limited	2,214.00	-
	2,214 (March 31, 2020 - Nil) Zero Coupon Compulsory Convertible Debentures of Rs. 100,000 each fully paid up##		
iii)	**Investment in subsidiaries arising on account of fair valuation of debentures given below market rate**		
	Max I Limited	2,052.55	2,667.68
	Equity portion of 51 (March 31, 2020 - 5,390) Zero Coupon Non Convertible Debentures of Rs. 100,000 each fully paid up (net of deferred tax)		
iv)	Additional investment in Max Towers Private Limited *	156.75	156.75
v)	Additional investment in Max Estates Limited *	61.03	14.36
vi)	Additional investment in Max Square Limited *	18.71	-
vii)	Additional investment in Max Asset Services Limited	1.69	-

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
B. Investment carried at amortised cost		
i) Investment in debentures of subsidiary company		
Max I Limited	45.43	4,413.73
51 (March 31, 2020 - 5,390) Zero Coupon Non Convertible Debentures of Rs. 100,000 each fully paid up		
Total Investments	**81,262.98**	**62,235.35**
Aggregate book value of unquoted investments	**81,262.98**	**62,235.35**
Aggregate book value of quoted investments	-	-
Aggregate amount of impairment in value of investments	-	-

57,164 (March 31, 2020 - 36,964) Zero coupon compulsory convertible debentures remain outstanding as on the expiry of 24 months and 60 months from the date of their issue respectively and allotment shall be compulsory converted into 5,716,400,000 equity shares

2,214 (March 31, 2020 - Nil) Zero coupon compulsory convertible debentures remain outstanding 60 months from the date of their issue and allotment shall be compulsory converted into 22,140,000 equity shares

* Additional investments include guarantee given by the Company on behalf of its subsidiary and step down subsidiaries, Max Estates Limited -loan of Rs. 3,859.23 Lakhs (March 31, 2020: Rs. 1,500 lakhs) (Sanctioned Limit as at March 31, 2021 and March 31, 2020- Rs. 4,500.00 Lakhs) from ICICI Bank, Max Towers Private Limited -loan of Rs. 8,213.07 lakhs (March 31, 2020: Rs. 8,600 lakhs) (Sanctioned limit as at March 31, 2021 and March 31, 2020: Rs.11,700.00 lakhs) from ICICI Bank Limited and Max Square Limited -loan of Rs. 2,945.00 Lakhs (March 31, 2020: Rs. Nil) (Sanctioned Limit as at March 31, 2021 and March 31, 2020- Rs. 24,000.00 Lakhs from IndusInd Bank) respectively. Also refer Note 27.

Other non-current financial assets

6. Loans (amortized cost) (unsecured considered good)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Security deposits {refer note 34(b)}	91.93	31.56
	91.93	**31.56**

Notes forming part of the standalone financial statements

7. Other bank balances

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deposits with remaining maturity for more than 12 months	0.35	645.65
	0.35	**645.65**

8. Non-current tax assets

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Advance tax and TDS recoverable (net of provision for taxes)	132.78	210.50
	132.78	**210.50**

9. Current financial assets

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
9(i)	**Trade receivables**		
	Unsecured and considered good		
	Trade receivable from related parties	300.83	570.46
		300.83	**570.46**

Trade Receivables are non-interest bearing and have average credit period of 60 days. No trade or other receivable are due from directors or others officers of the Company either severally or jointly with any other person. The sales to related parties are made on terms equivalent to those that prevail in arm's length transactions. Refer note 34(b)

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
9(ii)	**Cash and cash equivalents**		
	Balances with banks:		
	- On current accounts	28.13	458.70
	Cash on hand	0.46	0.48
		28.59	**459.18**

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
9(iii)	**Bank balances other than (ii) above**		
	Deposits with original maturity of less than three months and remaining maturity less than twelve months	1,639.19	3,224.02
		1,639.19	**3,224.02**

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
9(iv)	**Loans (unsecured and considered good, unless otherwise stated)**		
	(Unsecured and considered good)		
	Loans to related parties*	3,777.76	18,847.89
	Security deposits	-	0.02
	(Unsecured and considered doubtful)		
	Loans to related parties- credit impaired	1,062.00	1,062.00
	Provision for doubtful loan	(1,062.00)	(1,062.00)
		3,777.76	**18,847.91**

* Loan given to related parties is repayable on demand and carries interest rate of 9.25%. During the year, loan alongwith accrued interest, given to Max Estates, has been converted into CCD's of Rs. 20,200 lakhs. Also refer note 34(b).

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
9(v)	**Other financial assets (unsecured and considered good)**		
	Interest accrued on deposits with bank	2.64	38.50
	Interest accrued on loans {refer note 34(b)}	2.52	20.05
	Other receivables #	7.97	59.17
		13.13	**117.72**

Other receivables includes Rs. 7.97 lakhs (net) (March 31, 2020: Rs. 59.17 lakhs) from related parties. Refer note 34 (b).

Break up of financial assets carried at amortised cost

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
i	Trade receivables	300.83	570.46
ii	Cash and cash equivalents	28.59	459.18
iii	Other bank balances (current and non current)	1,639.54	3,869.67
iv	Loans (current and non current)	3,869.69	18,879.47
		5,838.65	**23,778.78**

Notes forming part of the standalone financial statements

10. Other current assets (unsecured and considered good)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Advance to vendors		
- related parties {refer note 34(b)}	-	18.72
- others	0.78	0.88
Prepaid expenses	16.47	16.51
Balance with government authorities	19.19	0.38
	36.44	**36.49**

11. (i) Equity share capital

a) Authorized share capital

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
150,000,000 (March 31, 2020 - 150,000,000) equity shares of Rs.10/- each	15,000.00	15,000.00
	15,000.00	**15,000.00**
Issued, subscribed and fully paid-up		
146,624,062 (March 31, 2020 - 146,624,062) equity shares of Rs.10/- each fully paid up	14,662.41	14,662.41
Total issued, subscribed and fully paid-up share capital	**14,662.41**	**14,662.41**

b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares	March 31, 2021		March 31, 2020	
	No. of shares	(Rs. in Lakhs)	No. of shares	(Rs. in Lakhs)
At the beginning of the year	146,624,062	14,662	146,600,782	14,660.08
Add: Shares issued for stock options exercised (Refer note no 30.1)	-	-	23,280	2.33
Add: Shares issued during the year	-	-	-	-
At the end of the year	**146,624,062**	**14,662.41**	**146,624,062**	**14,662.41**

c) Terms and rights 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 shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes forming part of the standalone financial statements

d) Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	March 31, 2021		March 31, 2020	
	No. of shares	% held	No. of shares	% held
Equity shares of Rs. 10 each fully paid-up				
Max Ventures Investment Holdings Private Limited.	49,337,874	33.65%	49,337,874	33.65%
New York Life International Holdings Limited	31,282,950	21.34%	31,282,950	21.34%
Siva Enterprises Private Limited	19,146,045	13.06%	19,146,045	13.06%

e) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

During the financial year 2015-16, existing shareholders of Max Financial Services Limited (erstwhile Max India Limited) were allotted shares in the ratio of 1:5 in Max Ventures and Industries Limited i.e. 53,300,555 equity shares under the scheme of demerger without any consideration in cash. The Company issued 96,245 Equity shares on exercise of options granted under the Employee Stock Option Plan 2006 of Max Financial Services Limited under the Corporate Restructuring plan.

The Company has issued 23,280 equity shares during the year ended March 31, 2020 and 198,890 equity shares during the year ended March 31, 2019 on exercise of options granted under the Employee Stock Option Plan 2016 of Max Ventures and Industries Limited. For details refer note 30.1.

11. (ii) Other equity

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Capital reserve (refer note a below)	13,042.52	13,042.52
Securities premium account (refer note b below)	50,033.05	50,033.05
Employee stock options outstanding (refer note c below)	126.44	51.02
Retained earnings (refer note d below)	8,762.08	8,034.09
	71,964.09	**71,160.68**
Notes:		
a) Capital reserve		
Balance as at beginning of the year	13,042.52	13,042.52
	13,042.52	**13,042.52**
b) Securities premium account		
At the beginning of the year	50,033.05	50,029.73
Add: premium on issue of employee stock options	-	3.32
	50,033.05	**50,033.05**
c) Employee stock options outstanding (refer note 30.1)		
At the beginning of the year	51.02	36.92

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
	Add: expenses recognized during the year	98.25	14.10
	Less: Expiry of share options under ESOP scheme	(22.83)	-
		126.44	**51.02**
d)	**Retained earnings**		
	At the beginning of the year	8,034.09	6,892.75
	Add: Profit for the year	697.55	1,138.72
	Add: Expiry of share option under ESOP scheme	22.83	-
	Add: Other comprehensive income for the year (net of tax)	7.61	2.62
		8,762.08	**8,034.09**

Nature and purpose of reserves

a) Capital reserve

The Company recognises profit or loss on purchase, sale issue or cancellation of the Company's own equity instruments to Capital Reserve.

b) Securities premium account

Securities Premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with provisions of the Companies Act, 2013.

c) Employee stock options outstanding

The employee stock options based payment reserve is used to recognise the grant date fair value of options issued to employees under Employee Stock Option plan

12. Non current financial liabilities

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
12(i)	**Lease liabilities**		
	Lease liability (refer note 4)	2,835.10	2,619.50
		2,835.10	**2,619.50**
12(ii)	**Other financial liabilities**		
	Security deposits	14.99	14.99
		14.99	**14.99**

Notes forming part of the standalone financial statements

13. Long term provision

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits		
Provision for gratuity (refer note 30.0)	42.63	38.23
	42.63	**38.23**

14. Other non-current liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deferred guarantee income	120.07	97.10
	120.07	**97.10**

15. Deferred tax assets (net)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Effect of expenditure debited to the statement of profit and loss in the current year/earlier years but allowed for tax purposes in following years	115.24	89.13
MAT credit entitlement	-	4.29
	115.24	93.42
Less: Accelerated depreciation for tax purposes	1.18	3.56
	1.18	3.56
Deferred tax assets (net)	**114.06**	**89.86**

16. Current financial liabilities

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
16(i)	**Lease liabilities**		
	Lease liability (refer note 4)	126.26	58.72
		126.26	**58.72**
16(ii)	**Trade payables**		
	Total outstanding dues of micro and small enterprises*	0.83	1.74
	Total outstanding dues of creditors other than micro and small enterprises	669.13	698.27
		669.96	**700.01**

Trade payables are non interest bearing and generally have credit term of 60-90 days. Trade payables include due to related parties Rs. 277.56 lakhs (March 31, 2020 - Rs. 224.17 lakhs). Refer note 34(b).

Notes forming part of the standalone financial statements

***Details of dues to Micro and Small Enterprises as per MSMED Act, 2006**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
The principal amount due and remaining unpaid to any supplier as at the end of each accounting year.	0.83	1.74
The interest due on unpaid principal amount remaining as at the end of each accounting year.	Nil	Nil
The amount of interest paid by the buyer in terms of Section 16, of the Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprise Development Act, 2006.	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprise Development Act, 2006	Nil	Nil

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
16(iii)	**Other financial liabilities**		
	Security deposit received {refer note 34(b)}	55.93	83.90
	Capital creditors	3.36	19.77
		59.29	**103.67**

17. Other current liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deferred guarantee	15.71	10.11
Statutory dues {refer note 34(b)}	33.56	33.83
	49.27	**43.94**

Notes forming part of the standalone financial statements

17A. Short term provision

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits		
- Provision for compensated leaves	116.51	106.16
- Provision for gratuity (refer note 30.0)	0.43	0.50
	116.94	**106.66**

18. Revenue from operations

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue from contract with customers		
(a) Income from rendering services		
Income from shared services {Refer note 34(a)}	1,514.22	1,499.97
Sub-total (a)	**1,514.22**	**1,499.97**
(b) Income from other operating activities		
Interest income on		
- loans to subsidiary companies {Refer note 34(a)}	1,084.41	999.16
- zero coupon non-convertible debentures {Refer note 34(a)}	355.57	466.71
Sub-total (b)	**1,439.98**	**1,465.87**
Total (a+b)	**2,954.20**	**2,965.84**

1. The performance obligation is satisfied over-time and payment is generally due upon completion of service.

2. Refer note 9(i) for contract balances (trade receivables)

19. Other income

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest income on		
- on security deposits	6.09	0.59
- on fixed deposits	137.67	537.93
Gain on mutual fund investments	1.63	260.82
Amortisation of guarantee fees {refer note 34(a)}	11.24	20.18
Interest others	13.94	0.04
	170.57	**819.56**

Notes forming part of the standalone financial statements

20. Employee benefits expense

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries, wages and bonus	719.84	783.94
Contribution to provident and other funds (refer note 30.2)	29.45	29.56
Employee stock option scheme	70.99	14.10
Gratuity expense (refer note 30.0)	14.50	13.14
Staff welfare expenses	7.91	14.72
	842.69	**855.46**

21. Finance costs

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest expense		
- on debt and borrowings	-	0.63
- on income tax	-	2.46
- on lease liabilities	332.61	296.94
Bank charges	0.26	0.62
	332.87	**300.65**

22. Depreciation and amortization expense

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation of tangible assets (refer note 3)	61.51	60.41
Depreciation of right of use asset (refer note 4)	308.59	241.69
Amortization of intangible assets (refer note 3)	1.36	2.26
	371.46	**304.36**

23. Other expenses

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Rent	-	29.87
Insurance	15.74	10.52
Rates and taxes	4.01	29.66
Shared service expenses {refer note 34(a)}	162.03	153.00
Repairs and maintenance- building {refer note 34(a)}	171.36	127.84
Travelling and conveyance {refer note 34(a)}	43.15	90.60
Legal and professional fees (refer note a below) {refer note 34(a)}	194.88	217.84

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Directors' sitting fees {refer note 34(a)}	72.00	80.00
Printing and stationery	-	10.02
CSR expenses (refer note b below)	25.00	13.22
Electricity	6.86	10.67
Miscellaneous expenses	19.75	48.19
	714.78	**821.43**

(Rs. in Lakhs)

		For the year ended March 31, 2021	For the year ended March 31, 2020
Note			
(a)	**Payment to auditor (included in legal and professional fee)**		
	As auditor:		
	Audit fee	28.50	28.50
	Other services (certification fees)	1.00	4.00
	Reimbursement of expenses	0.06	1.47
		29.56	**33.97**
(b)	**Details of CSR expenditure**		
	Gross amount required to be spent by the Company during the year	25.00	13.22
	Amount spent during the year		
	i) Construction/acquisition of any asset	-	-
	ii) On purposes other than (i) above	25.00	13.22

*There are no ongoing projects as at March 31, 2021

24. Income Tax

The major components of income tax expense for the year ended March 31, 2021 and March 31, 2020 are:

(Rs. in Lakhs)

		For the year ended March 31, 2021	For the year ended March 31, 2020
(a)	**Statement of profit and loss :**		
	Current income tax :		
	Current tax	241.96	372.51
	Adjustment of current tax related to earlier years	(50.25)	4.52
	Sub total (a)	**191.71**	**377.03**
	Deferred tax :		
	Relating to origination and reversal of temporary differences	(26.29)	(53.26)
	Adjustment of deferred tax related to earlier years	-	41.01
	Sub total (b)	**(26.29)**	**(12.25)**

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

		For the year ended March 31, 2021	For the year ended March 31, 2020
	Income tax expense charged in the statement of profit and loss (a+b)	**165.42**	**364.78**
(b)	**OCI section :**		
	Deferred tax relating to re-measurement gains on defined benefit plans	(2.56)	(1.07)
	Income tax charged in other comprehensive income	**(2.56)**	**(1.07)**
(c)	Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020:		
	Accounting profit before tax	862.97	1,503.50
	Accounting profit before income tax	**862.97**	**1,503.50**
	At India's statutory income tax rate of 29.12 % (March 31, 2020: 29.12 %)	251.30	437.82
	Non-Taxable Income for tax purposes:		
	Unwinding of interest on zero coupon non-convertible debentures	(103.54)	(135.91)
	Guarantee Fees	(3.27)	(5.88)
	Adjustment of earlier year taxes	(50.25)	4.52
	Non-deductible expenses for tax purposes:		
	Non deductible tax expense	20.67	-
	Impact of decrease in tax rate	-	10.11
	Others	50.51	53.39
	At the effective income tax rate	**165.42**	**364.06**
	Income tax expense reported in the statement of profit and loss	165.42	364.78
	Total tax expense	**165.42**	**364.78**

Deferred tax relates to the following:

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deferred tax liabilities		
Accelerated depreciation for tax purposes	1.18	3.56
Gross deferred tax liabilities (a)	**1.18**	**3.56**
Deferred tax assets		
Effect of expenditure debited to the statement of profit and loss in the current year/earlier years but allowed for tax purposes in following years	115.24	89.13
Gross deferred tax assets (b)	**115.24**	**89.13**
MAT credit (c)	**-**	**4.29**
Deferred tax assets (net) (a-b-c)	**(114.06)**	**(89.86)**

Notes forming part of the standalone financial statements

Reconciliation of deferred tax liabilities (net):

(Rs. in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Opening balance as of 1st April	(89.86)	(202.21)
Tax expense during the period recognised in the statement of profit or loss	(26.29)	(53.26)
Adjustment of deferred tax related to earlier years	-	41.01
Tax expense during the period recognised in OCI	2.09	1.07
MAT credit utilised/(availed)	-	123.53
Closing balance	**(114.06)**	**(89.86)**

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

25. Components of Other comprehensive income

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Re-measurement losses on defined benefit plans (refer note 30.0)	10.17	3.69
Income tax effect	(2.56)	(1.07)
	7.61	**2.62**

26. Earnings per share

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Basic EPS		
Profit after tax (Rs. in Lakhs)	697.55	1,138.72
Net profit for calculation of Basic EPS	697.55	1,138.72
Weighted average number of equity shares outstanding during the year (Nos.)	146,624,062	146,608,510
Basic earnings per share (Rs.)	**0.48**	**0.78**
Dilutive EPS		
Profit after tax (Rs. in Lakhs)	697.55	1,138.72
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos.)	147,169,639	146,802,078
Diluted earnings per share (Rs.)	**0.47**	**0.78**
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos.)		
Weighted average number of equity shares outstanding during the year (Nos.)	146,624,062	146,608,510
Add: Employee stock option plan	545,577	193,568
	147,169,639	**146,802,078**

Notes forming part of the standalone financial statements

27. Commitments and Contingencies

(i) Financial guarantee

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Guarantees to banks against credit facilities extended to group companies	18,017.30	10,100.00

a) Guarantee of 100% bank loan of Max Estates Limited, wholly owned subsidiary, for Rs. 4,500 lakhs (March 31, 2020 - Rs. 4,500 lakhs) from ICICI Bank Limited. As on March 31, 2021, Max Estates Limited has fund based outstanding of Rs. 3,859.23 lakhs (March 31, 2020 - Rs. 1,500 lakhs). The Company has also guaranteed 100% bank loan of Rs. 15,500 lakhs (March 31, 2020 Rs. Nil) from ICICI Bank Limited. As on March 31, 2021, Max Estates has non fund based outstanding of Rs. 3,000 lakhs (March 31, 2020 - Nil) for this loan.

b) Guarantee of 100% of bank loan of Max Towers Private Limited, step down subsidiary, to the maximum amount of Rs. 11,700 lakhs (March 31, 2020 - Rs. 11,700 lakhs) from ICICI Bank Limited . As on March 31, 2021, Max Towers Private Limited has outstanding of Rs. 8,213.07 lakhs (March 31, 2020 - Rs 8,600 Lakhs).

c) Guarantee of 100% of bank loan of Max Square Limited, step down subsidiary, to the maximum amount of Rs. 24,000 lakhs (March 31, 2020 - Nil) from IndusInd Bank Limited. As on March 31, 2021, Max Square Limited has outstanding of Rs. 2,945 lakhs (March 31, 2020 - Nil).

(ii) There are no material contingent liabilities or capital commitments as at 31 March 2021 and 31 March 2020.

28. Investment in subsidiaries

(a) These Ind AS financial statements are separate financial statements prepared in accordance with Ind AS-27 “Separate Financial Statements”.

(b) The Company’s investments in subsidiaries are as under:

Name of the Subsidiary	Principal place of business/ country of incorporation	Portion of ownership interest as at March 31, 2021	Portion of ownership interest as at March 31, 2020	Method used to account for the investment
Max Speciality Films Limited	India	51%	51%	Refer Note 5
Max Estates Limited	India	100%	100%	Refer Note 5
Max Asset Services Limited	India	100%	100%	Refer Note 5
Max I. Limited	India	100%	100%	Refer Note 5

29. There are no contracts remaining to be executed on capital account, which is not provided for as at March 31, 2021 (March 31, 2020: Rs. Nil)

Notes forming part of the standalone financial statements

30. Gratuity (Unfunded)

The Company has a defined benefit gratuity plan. Under Gratuity Plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service.

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

Description of Risk exposures

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow:

i) **Salary Increases**- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

ii) **Discount Rate** : Reduction in discount rate in subsequent valuations can increase the plan's liability.

iii) **Mortality & disability** – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

a) **Changes in present value of defined benefit obligation are as follows**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation at the beginning of the year	38.73	22.85
Interest cost	2.62	1.75
Current service cost	11.88	11.39
Benefit paid	-	-
Acquisition adjustment	-	6.42
Remeasurement of gain in other comprehensive income	(10.17)	(3.69)
Defined benefit obligation at year end	**43.06**	**38.73**

Notes forming part of the standalone financial statements

b) **Net defined benefit liability recognized in the balance sheet**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Present value of defined benefit obligation	43.06	38.73
Amount recognized in balance sheet- (liability)	**(43.06)**	**(38.73)**
Current	0.43	0.50
Non current	42.63	38.23
	43.06	**38.73**

c) **Net defined benefit expense (recognized in the statement of profit and loss for the year)**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Current service cost	11.88	11.39
Interest cost on benefit obligation	2.62	1.75
Net defined benefit expense debited to statement of profit and loss	**14.50**	**13.14**

d) **Other comprehensive income**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Actuarial changes arising from changes in demographic assumptions	-	0.02
Actuarial changes arising from changes in financial assumptions	(0.22)	5.04
Actuarial changes arising from changes in experience adjustments	(9.95)	(8.75)
	(10.17)	**(3.69)**

e) **Principal assumptions used in determining defined benefit obligation**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Discount rate	6.79%	6.76%
Future Salary Increase	10.00%	10.00%
Mortality Rate (% of IALM 12-14)	100.00%	100.00%

Notes forming part of the standalone financial statements

f) **Quantitative sensitivity analysis for significant assumptions is as below:**

Increase / (decrease) on present value of defined benefits obligations at the end of the year

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Discount rate		
Increase by 0.50%	(3.32)	(3.02)
Decrease by 0.50%	3.67	3.33
Salary growth rate		
Increase by 0.50%	1.23	1.02
Decrease by 0.50%	(1.60)	(0.93)

g) **The following payments are expected contributions to the defined benefit plan in future years**

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Within the next 12 months (next annual reporting period)	0.43	0.50
Between 2 and 5 years	1.91	1.89
Beyond 5 Years	40.72	36.34

h) The average duration of the defined benefit plan obligation at the end of the reporting period is 19.36 Years (March 31, 2020 : 20.13 years)

i) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the Actuary.

j) Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

k) The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

Risk Exposure

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Notes forming part of the standalone financial statements

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

30.1 Employee Stock Option Plan

Employee Stock Option Plan – 2006 ("the 2006 Plan"):

Pursuant to the Scheme of demerger, with respect to the employee's stock options granted by the demerged company i.e. Max Financial Services Limited (MFS) to its employees (irrespective of whether they continue to be employees of MFS or become employees of the Company) shall be allotted one stock option by the Company under the new ESOP scheme for every five stock option held in MFS. Accordingly, ESOP outstanding as on the effective date in MFS shall be allocated between the demerged company and resulting companies. Accordingly, 500,712 stock options were granted to the employees of MFSL and outstanding as on Effective date i.e. January 15, 2016 are eligible for stock options under new ESOP scheme on similar terms and conditions. Further, the Nomination and Remuneration Committee, in its meeting held on March 23, 2018, granted 193,570 stock options to certain employees effective from April 1, 2018 under the 2006 Plan.

The details of activity under the scheme are summarized below:

Particulars	March 31, 2021		March 31, 2020	
	Number of options	Weighted average exercise price (Rs.)	Number of options	Weighted average exercise price (Rs.)
Outstanding at the start of the year	193,570	67.40	216,850	62.77
Options granted during the year	976,032	12.90	-	-
Lapsed during the year	82,890	67.40	-	-
Exercised during the year	-	-	23,280	24.27
Outstanding at the end	1,086,712	18.45	193,570	67.40
Exercisable at the end	110,680	67.40	82,890	67.40

For options exercised during the year, the weighted average share price at the exercise date was Nil (March 31, 2020: Rs 24.27) per share.

Notes forming part of the standalone financial statements

The weighted average remaining contractual life for the stock options outstanding as at March 31, 2021 and March 31, 2020 are as follows:

Date of grant	March 31, 2021		March 31, 2020	
	Number of options	Weighted average remaining life in years	Number of options	Weighted average remaining life in years
01-04-2018 (Grant Type I)	55,103	1.00	110,205	1.50
01-04-2018 (Grant Type II)	55,577	1.50	83,365	2.00
04-06-2020 (Grant Type III)	976,032	3.68	-	-

The Company has constituted an Employee Stock Option Plan - 2016 which have been approved by the Board in the meeting held on 9th August 2016 and by shareholders of the Company in its annual general meeting held on September 27, 2016 based on similar terms and conditions to the relevant ESOP plan of MFSL. During the year ended March 31, 2021,

Nil (March 31, 2020 - 23,280) number of stock options were exercised by the aforesaid option holders. The 2016 Plan provides for grant of stock options aggregating not more than 5% of number of issued equity shares of the Company to eligible employees of the Company. Further, the Company extended the ESOP plan to directors and employees of its subsidiaries by obtaining approval of the shareholders in its annual general meeting held on September 24, 2019. The 2016 Plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors.

The 2016 Plan gives an option to the employee to purchase the share at a price determined by Nomination and Remuneration committee (NRC) subject to minimum par value of shares (Rs. 10/-). The Company has valued Employee Stock Option outstanding as at year end presuming all the employees will exercise their option in favor of equity settlement based on trend.

30.2 Provident Fund

The Company is participating in a provident fund trust “Max Financial Services Limited Employees Provident Trust Fund” which is a common fund for Max India Limited and its affiliates, which is managed by Max Financial Services Limited. The provident fund trust requires that interest shortfall shall be met by the employer, accordingly it has been considered as a defined benefit plan as per Ind AS-19.

The interest rate payable to the members of the Trust shall not be lower than the statutory rate of interest declared by the Central government under the Employees’ Provident Funds and Miscellaneous Provisions Act, 1952, and shortfall, if any, shall be made good by the Company.

The Actuarial Society of India has issued the final guidance for measurement of provident fund liabilities. The actuary has accordingly provided a valuation for “Max Financial Services Limited Employees Provident Trust Fund” which is a common fund for Max Financial Services Limited and its affiliates based on assumptions provided below.

Notes forming part of the standalone financial statements

The details of fund and plan asset position as at March 31, 2021 and March 31, 2020 as per the actuarial valuation of active members are as follows:

(in Rs. lakhs)

	March 31, 2021	March 31, 2020
Plan assets at year end at fair value	520.28	429.23
Present value of defined benefit obligation at period/year end	517.61	425.57
Surplus as per actuarial certificate	2.67	3.66
Shortfall recognized in balance sheet	-	-
Active members as at year end (Nos.)	10	10

Assumptions used in determining the present value obligation of the interest rate guarantee under the deterministic approach:

	March 31, 2021	March 31, 2020
Discount rate	5.18%	5.45%
Yield on existing funds	8.51%	8.51%
Expected guaranteed interest rate	8.50%	8.50%

Contribution to Defined benefit Plan, recognized as expense for the year is as under:

(in Rs. lakhs)

	March 31, 2021	March 31, 2020
Employer's Contribution towards Provident Fund (PF)	29.45	29.56
	29.45	**29.56**

31. Segment information

As the Company's business activity primarily falls within a single business and geographical segment, thus there are no additional disclosures to be provided under Ind AS 108 - "Operating Segment". The management considers that having investments in various subsidiaries and providing shared services to group companies constitutes single business segment, since the risk and reward from these services are not different from one another. The Company has 4 major customers contributing to 10% or more of total amount of revenue amounting to Rs. 1,290.03 lakhs (March 31, 2020- 4 customers; revenue Rs. 1,413.76 lakhs).

Non - current operating assets

The company has non- current operating assets within India only. Hence, separate figures for domestic as well as overseas market are not required to be furnished.

Notes forming part of the standalone financial statements

32. A. Fair value of financial instruments

The comparison of carrying value and fair value of financial instruments by categories that are not measured at fair value are as follows:

(Rs. in Lakhs)

Category	Carrying value		Fair Value	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
1) Financial asset at amortized cost				
Non-Current				
Investments (refer note 5)	45.43	4,413.73	45.43	4,413.73
Loans (refer note 6)	91.93	31.56	91.93	31.56
Current				
Loans {refer note 9 (iv)}	3,777.76	18,847.91	3,777.76	18,847.91
Other financial assets {refer note 9 (v)}	13.13	117.72	13.13	117.72
2) Financial liabilities at amortized cost				
Non-Current				
Security deposits {refer note 12(ii)}	14.99	14.99	14.99	14.99
Current				
Other financial liabilities {refer note 16 (iii)}	59.29	103.67	59.29	103.67

Investment in equity shares of subsidiaries are measured at cost as per Ind AS 27- "Separate Financial Statements" and are not required to be disclosed here.

The management assessed that carrying value of trade receivables, cash and cash equivalents, other bank balances, loans and advances to related parties, interest receivable, trade payables, capital creditors are considered to be the same as their fair values, due to their short term nature.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Long Term Fixed-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

The fair value of non - current investment, loans taken, other financial assets and other financial liabilities are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use observable inputs in the model, of which the significant observable inputs is the market rate of interest of 9.5%-11%. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

Notes forming part of the standalone financial statements

32. B. Fair value hierarchy

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

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(i) Quantitative disclosure of fair value measurement hierarchy for financial assets as on March 31, 2021

(Rs. in Lakhs)

Particulars	As at March 31, 2021	Fair value		
		Level 1	Level 2	Level 3
Non-Current				
Investments (refer note 5)	45.43	-	45.43	-
Loans (refer note 6)	91.93	-	91.93	-
Current				
Loans {refer note 9 (iii)}	3,777.76	-	3,777.76	-
Other financial assets {refer note 9 (v)}	13.13	-	13.13	-

(ii) Quantitative disclosure of fair value measurement hierarchy for financial assets as on March 31, 2020

(Rs. in Lakhs)

Particulars	As at March 31, 2020	Fair value		
		Level 1	Level 2	Level 3
Non-Current				
Investments (refer note 5)	4,584.84	-	4,584.84	-
Loans (refer note 6)	31.56	-	31.56	-
Current				
Loans {refer note 9 (iii)}	18,847.91	-	18,847.91	-
Other financial assets (refer note 9 (v))	117.72	-	117.72	-

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(iii) Quantitative disclosure of fair value measurement hierarchy for financial liabilities as on March 31, 2021

(Rs. in Lakhs)

Particulars	As at March 31, 2021	Fair value		
		Level 1	Level 2	Level 3
Non-Current				
Security deposits {refer note 12(ii)}	14.99	-	14.99	-
Current				
Other financial liabilities {refer note 16 (iii)}	59.29	-	59.29	-

(iv) Quantitative disclosure of fair value measurement hierarchy for financial liabilities as on March 31, 2020

(Rs. in Lakhs)

Particulars	As at March 31, 2020	Fair value		
		Level 1	Level 2	Level 3
Non-Current				
Security deposits {refer note 12(ii)}	14.99	-	14.99	-
Current				
Other financial liabilities {refer note 16 (iii)}	103.67	-	103.67	-

33. Financial risk management objectives and policies

The Company has instituted an overall risk management programme which also focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Corporate Finance department, evaluates financial risks in close co-operation with the various stakeholders. The Company is exposed to capital risk, market risk, credit risk and liquidity risk. These risks are managed pro-actively by the Senior Management of the Company, duly supported by various Groups and Committees.

a) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company employees prudent liquidity risk management practices which inter alia means maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities. Given the nature of the underlying businesses, the corporate finance maintains flexibility in funding by maintaining availability under committed credit lines and this way liquidity risk is mitigated by the availability of funds to cover future commitments. Cash flow forecasts are prepared not only for the entities but the Group as a whole and the utilized borrowing facilities are monitored on a daily basis and there is adequate focus on good management practices whereby the collections are managed efficiently. The Company while borrowing funds for large capital project, negotiates the repayment schedule in such a manner that these match with the generation of cash on such investment.

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The table below represents the maturity profile of Company's financial liabilities at the end of March 31, 2020 and March 31, 2021 based on contractual undiscounted payments :-

(Rs. in Lakhs)

March 31, 2020	0-1 Years	1-5 Years	More than 5 Years	Total
Trade payable	700.01	-	-	**700.01**
Other financial liabilities	103.67	-	-	**103.67**
Security deposit	-	14.99	-	**14.99**
March 31, 2021				
Trade payable	669.96	-	-	**669.96**
Other financial liabilities	59.29	-	-	**59.29**
Security deposit	-	14.99	-	**14.99**

The non - current investment, loans taken, other financial assets and other financial liabilities are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use observable inputs in the model, of which the significant observable inputs is the market rate of interest of 9.5% to 11%. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

b) Credit risk

Credit Risk is the risk that the counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk including deposits with banks, foreign exchange transactions and other financial assets.

(i) Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Management evaluate credit risk relating to customers on an ongoing basis. Receivable control management team assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date on group\category basis. The calculation is based on exchange losses historical data and available facts as on date of evaluation. The Company evaluates the concentration of risk with respect to trade receivables as low, as its receivables are from its related parties, therefore it is not exposed to any risk.

(ii) Financial instruments and cash deposit

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made in bank deposits and other risk free securities. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make payments. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to

Notes forming part of the standalone financial statements

good credit ratings assigned to the Company.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2021 and March 31, 2020 is the carrying amounts as illustrated in note 5, 6 and 9.

c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits, investments and foreign currency receivables and payables. The sensitivity analyses in the following sections relate to the position as at March 31, 2021 and March 31, 2020. The analysis exclude the impact of movements in market variables on; the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2021 & March 31, 2020. Company is not exposed to interest risk and price risk at year end since there are no investments in mutual funds and interest fixed instruments at year end.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue, expense or capital expenditure is denominated in foreign currency). Foreign currency exchange rate exposure is partly balanced by purchasing of goods in foreign currency. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

The Company does not have any material foreign currency risk as at March 31, 2021.

34. Related party disclosures

Names of related parties where control exists irrespective of whether transactions have taken place or not	
Subsidiary companies	Max Speciality Films Limited
	Max Estates Limited
	Max I. Limited
	Max Asset Services Limited (formerly known as Max Learning Limited)
Step down subsidiary	Max Towers Private Limited (formerly known as Wise Zone Builders Private Limited)
	Pharmax Corporation Limited
	Max Square Limited (formerly known as Northern Propmart Limited)

Notes forming part of the standalone financial statements

Names of other related parties with whom transactions have taken place during the year	
Key management personnel	Mr. Sahil Vachani (Managing Director)
	Mr. Dinesh Kumar Mittal
	Mr. Nitin Kumar Kansal (Chief Financial Officer)
	Mr. Saket Gupta
Other Non-Executive/ Independent Directors	Mr. Analjit Singh (Director)
	Mr. Mohit Talwar
	Mr. K. Narasimha Murthy
	Mr. Niten Malhan (w.e.f. November 8, 2019)
	Mr. Ashok Brijmohan Kacker (upto November 8, 2020)
	Ms. Gauri Padmanabhan
Relatives of Key Management personnel	Mr. Veer Singh (Son of Mr. Analjit Singh - Director)
Entities controlled or jointly controlled by person or entities where person has significantly influence	Max Ventures Private Limited
	Piveta Estates Private Limited
	Siva Realty Ventures Private Limited
	New Delhi House Services Limited
	Vana Enterprises Limited
	Four Season Foundation
	Lake View Enterprises
	Max Life Insurance Company Limited
	Max Healthcare Institute Limited
	Siva Enterprises Private Limited
	Pharmax Corporation Limited
	Max India Limited
	SKA Diagnostic Private Limited
	Antara Purukul Senior Living Limited
	Riga Foods LLP
	Max Financial Services Limited
	Max UK Limited
Employee benefit Trust	Max Financial Services Limited Employees' Provident Fund Trust

Notes forming part of the standalone financial statements

34. (a) Details of transactions and balance outstandings with related parties

(Rs. in Lakhs)

S. No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
1	**Reimbursement of expenses (Received from)**	Max Speciality Films Limited	5.40	0.13
		Max Estates Limited	8.09	62.86
		Max Asset Services Limited	29.64	59.88
		Max I. Limited	9.90	127.90
		Max Square Limited	1.91	0.42
		Max Ventures Private Limited	0.32	0.72
		Max Towers Private Limited	2.00	9.90
		Pharmax Corporation Limited	1.08	0.95
		Total	**58.34**	**262.76**
2	**Reimbursement of expenses (Paid to)**	Max Life Insurance Company	1.24	1.23
		Max Asset Services Limited	14.17	9.09
		Antara Purukul Senior Living Limited	-	0.09
		Total	**15.41**	**10.41**
3	**Income from shared services**	Max Speciality Films Limited	820.00	719.59
		Max Estates Limited	280.83	266.93
		Max Asset Services Limited	151.50	4.53
		Max I. Limited	11.51	9.08
		Max Ventures Private Limited	20.00	40.00
		Max Ventures Investment Holding Private Limited	20.00	-
		Max Square Limited	19.79	-
		Max India Limited	22.78	33.04
		Max Towers Private Limited	-	266.93
		Antara Purukul Senior Living Limited	167.81	159.88
		Total	**1,514.22**	**1,499.97**
4	**Shared services expenses**	Max Financial Services Limited	162.03	153.00
		Total	**162.03**	**153.00**
5	**Unwinding of interest on zero coupon non-convertible debentures**	Max I. Limited	355.57	466.71
		Total	**355.57**	**466.71**
6	**Interest income from loans to subsidiary companies**	Max Speciality Films Limited	9.79	5.95
		Max Estates Limited	1,035.29	956.25
		Max I. Limited	29.61	22.12
		Max Asset Services Limited	9.72	14.84
		Total	**1,084.41**	**999.16**

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

S. No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
7	**Repair & Maintenance**	New Delhi House Services Limited	93.04	57.76
		Delhi Guest House Pvt. Ltd.	15.97	-
		Max Asset Services Limtied	43.79	42.45
		Total	**152.80**	**100.21**
8	**Travelling and conveyance**	Max Ventures Private Limited	3.02	0.60
		Total	**3.02**	**0.60**
9	**Legal and professional**	Max India Limited	0.68	12.80
		Max UK Limited	11.74	0.74
		Total	**12.42**	**13.54**
10	**Lease payments**	Max Life Insurance Company Limited	335.77	173.48
		Max Towers Private Limited	-	152.03
		Delhi Guest House Pvt. Ltd.	60.00	-
		SKA Diagnostics Private Limited	16.67	29.17
		Total	**412.44**	**354.67**
11	**Purchase of tangible assets**	Max Ventures Investment Holdings P. Ltd.	-	6.53
		Total	**-**	**6.53**
12	**Business promotion expenses**	Vana Enterprises Limited	-	9.80
		Total	**-**	**9.80**
13	**Contribution to Provident Fund Trust**	Max Financial services Limited Employees' Provident Fund Trust	53.19	54.78
		Total	**53.19**	**54.78**
14	**Key managerial remuneration - Short term employement benefits**	Sahil Vachani	317.98	279.20
		Nitin Kumar Kansal	77.98	103.57
		Saket Gupta	33.14	31.45
		Total	**429.10**	**414.22**
15	**Key managerial remuneration - Post employement benefits***	Sahil Vachani	7.40	7.40
		Nitin Kumar Kansal	5.02	5.02
		Saket Gupta	1.41	1.41
		Total	**13.83**	**13.83**
16	**Directors' sitting fees**	Analjit Singh	6.00	4.00
		Mohit Talwar	13.00	15.00
		K.N Murthy	15.00	17.00
		D.K Mittal	16.00	21.00
		Ashok Kacker	-	16.00
		Gauri Padmanabhan	10.00	6.00
		Niten Malhan	12.00	1.00
		Total	**72.00**	**80.00**

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

S. No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
17	**Loan given**	Max Estates Limited	7,426.47	26,509.29
		Max Asset Services Limited	273.26	112.16
		Max I. Limited	354.00	624.94
		Max Speciality Films Limited	-	304.12
		Total	**8,053.73**	**27,550.52**
18	**Repayment of loan given**	Max Estates Limited	22,237.29	18,240.24
		Max Asset Services Limited	-	112.16
		Max Speciality Films Limited	304.12	-
		Max I. Limited	582.44	640.00
		Total	**23,123.86**	**18,992.40**
19	**Investment made**	Max Estates Limited- deemed equity	46.67	2,782.36
		Max I Limited	-	466.71
		Max Square Limited- deemed equity	18.71	-
		Max Estates Limited - CCD	20,200.00	-
		Max Asset Services Limited - CCD	2,214.00	-
		Max Speciality Films Limited	1,529.99	-
		Max Asset Services Limited- deemed equity	1.69	-
		Max Towers Private Limited - Guarantee fee - deemed equity	-	63.44
		Total	**24,011.06**	**3,312.51**
20	**Investments redeemed**	Max I Limited- debentures	4,723.87	1,375.06
		Max I Limited- deemed equity	615.13	334.94
		Total	**5,339.00**	**1,710.00**
21	**Amortisation of guarantee fees**	Max Towers Private Limited	7.77	20.12
		Max Square Limited	0.67	
		Max Estates Limited	2.80	0.06
		Total	**11.24**	**20.18**
22	**Security deposit received**	Antara Purukul Senior Living Limited	-	83.90
		Total	**-**	**83.90**
23	**Security deposit paid**	Max Asset Services Limited	-	21.90
		Max Life Insurance Co. Ltd	53.66	-
		Delhi Guest House Ltd.	5.60	-
		SKA Diagonstics	1.11	12.50
		Total	**60.37**	**34.40**

* The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

Notes forming part of the standalone financial statements

34. (b) Balances outstanding at year end

(Rs. in Lakhs)

S. No.	Nature of transaction	Particulars	As at March 31, 2021	As at March 31, 2020
1	**Statutory dues payable**	Max Financial services Limited Employees' Provident Fund Trust	4.68	4.54
		Total	**4.68**	**4.54**
2	**Interest accrued on ICD's**	Max Estates Limited	0.00	0.03
		Max Asset Services Limited	2.17	121.65
		Max I. Limited	0.00	10.18
		Max Speciality Films Limited	0.35	5.35
		Total	**2.52**	**137.21**
3	**Provision made against above**	Max Asset Services Limited	-	(117.16)
		Total	**2.52**	**20.05**
4	**Trade Receivables**	Max Speciality Films Limited	140.40	422.89
		Max Estates Limited	9.28	7.51
		Max Asset Services Limited	52.91	1.14
		Max I. Limited	-	5.78
		Max Ventures Private Limited	54.64	87.55
		Max Ventures Investment Holding Private Limited	11.65	-
		Piveta Estates Private Limited	6.29	6.29
		Four Season Foundation	24.36	-
		Max India Limited	0.02	16.78
		Max Towers Private Limited	-	7.40
		Antara Purukul Senior Living Limited	1.28	15.10
		Total	**300.83**	**570.46**
5	**Other receivables**	Max Speciality Films Limited	4.78	9.16
		Max Estates Limited	-	0.18
		Max Asset Services Limited	-	15.41
		Max I. Limited	0.01	19.63
		Max Ventures Private Limited	5.46	5.14
		Piveta Estates Private Limited	2.83	9.65
		Total	**13.08**	**59.17**
6	**Advance to party**	Max India Foundation	39.24	14.22
		SKA Diagnostic Private Limited	-	37.83
		Total	**39.24**	**52.05**

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

S. No.	Nature of transaction	Particulars	As at March 31, 2021	As at March 31, 2020
7	**Inter Corporate Deposit Receivable**	Max Estates Limited	3,260.00	18,070.83
		Max Asset Services Limited	1,335.26	1,062.00
		Max I. Limited	244.50	472.94
		Max Speciality Films Limited	-	304.12
		Total	**4,839.76**	**19,909.89**
8	**Provision made against above**	Max Asset Services Limited	(1,062.00)	(1,062.00)
		Total	**3,777.76**	**18,847.89**
9	**Investment in Debentures**	Max Estates Limited	57,164.00	36,964.00
		Max Estates Limited- deemed equity	61.03	14.36
		Max Asset Services Limited	2,214.00	-
		Max I Limited - deemed equity	2,052.55	2,667.68
		Max I. Limited	45.43	4,413.73
		Max Square Limited - deemed equity	18.71	-
		Max Asset Services Limited - deemed equity	1.69	-
		Max Towers Private Limited- deemed equity	156.75	156.75
		Total	**61,714.16**	**44,216.52**
10	**Trade payables and capital creditors**	Max Financial Services Limited	252.92	165.18
		Vana Enterprises Limited	-	9.80
		Piveta Estates Private Limited	-	6.82
		New Delhi House Services Limited	10.85	32.33
		Max India Limited	13.80	10.04
		Total	**277.56**	**224.17**
11	**Security deposit received**	Antara Purukul Senior Living Limited	55.93	83.90
		Total	**55.93**	**83.90**
12	**Security deposit made**	Max Asset Services Limited	21.90	21.90
		Max Life Insurance Co. Ltd.	53.66	-
		Delhi Guest House Ltd.	5.60	-
		SKA Diagnostic Private Limited	10.70	9.59
		Total	**91.86**	**31.49**
13	**Other payables**	Max Asset Services Limited	5.11	-
		Total	**5.11**	**-**

Notes forming part of the standalone financial statements

Terms and conditions of transactions with related parties

a) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

b) The income/expense from sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables (except as disclosed in Note 27).

35. Disclosure required under Section 186 (4) of the Companies Act, 2013.

(a) Particulars of Loans given:

(Rs. in Lakhs)

Sr. No	Name of the Loanee	As at March 31, 2020	Loan given	Repayment of loan given	As at March 31, 2021	Purpose
1	Max Estates Limited	18,070.82	7,426.47	22,237.29	3,260.00	Operational Cash Flow requirement
2	Max Asset Services Limited	1,062.00	273.26	-	1,335.26	Operational Cash Flow requirement
3	Max Speciality Films Limited	304.12	-	304.12	-	Operational Cash Flow requirement
4	Max I. Limited	472.94	354.00	582.44	244.50	Operational Cash Flow requirement
		19,909.89	**8,053.73**	**23,123.86**	**4,839.76**	
	Provision made against above	(1,062.00)	-	-	(1,062.00)	
		18,847.89	**8,053.73**	**23,123.86**	**3,777.76**	

(Rs. in Lakhs)

Sr. No	Name of the Loanee	As at March 31, 2019	Loan given	Repayment of loan given	As at March 31, 2020	Purpose
1	Max Estates Limited	9,801.77	26,509.29	18,240.24	18,070.82	Operational Cash Flow requirement
2	Max Asset Services Limited	1,062.00	112.16	112.16	1,062.00	Operational Cash Flow requirement
3	Max Speciality Films Limited	-	304.12	-	304.12	Operational Cash Flow requirement
4	Max I. Limited	488.00	624.94	640.00	472.94	Operational Cash Flow requirement
		11,351.77	**27,550.51**	**18,992.40**	**19,909.89**	
	Provision made against above	(1,062.00)	-	-	(1,062.00)	
		18,847.89	**27,550.51**	**18,992.40**	**18,847.89**	

Notes forming part of the standalone financial statements

(b) Particulars of Guarantee given (maximum possible exposure):

(Rs. in Lakhs)

Sr. No	Name of the financial institutions / banks/ NBFC	As at March 31, 2020	Guarantee given	Guarantee discharged	As at March 31, 2021	Purpose
1	IndusInd Bank	-	24,000.00	-	24,000.00	Corporate gurantee has been given for loan taken for business purpose by Max Square Limited, step down subsidiary.
2	ICICI Bank	16,200.00	15,500.00	-	31,700.00	Corporate gurantee has been given for loan taken by Max Estates Limited and Max Towers Private Limited for construction of Max House Okhla and LRD of Max Towers respectively
		16,200.00	**39,500.00**	**-**	**55,700.00**	

(Rs. in Lakhs)

Sr. No	Name of the financial institutions / banks/ NBFC	As at March 31, 2019	Guarantee given	Guarantee discharged	As at March 31, 2020	Purpose
1	Axis Bank	15,000.00	-	15,000.00	-	Corporate gurantee has been given for loan taken for business purpose by Max Towers Private Limited, step down subsidiary.
2	ICICI Bank	-	16,200.00	-	16,200.00	Corporate gurantee has been given for loan taken by Max Estates Limited and Max Towers Private Limited for construction of Max House Okhla and LRD of Max Towers respectively
		15,000.00	**16,200.00**	**15,000.00**	**16,200.00**	

Notes forming part of the standalone financial statements

(c) Particulars of Investments made in equity and debentures:

(Rs. in Lakhs)

Sr. No	Name of the Investee	As at March 31, 2020	Investment made	Investment redeemed	As at March 31, 2021	Purpose
	Investment in Equity					
1	Max Speciality Films Limited	10,017.83	1,529.99	-	11,547.82	Strategic investment
2	Max Estates Limited	7,791.00	-	-	7,791.00	Strategic investment
3	Max Asset Services Limited	205.00	-	-	205.00	Strategic investment
4	Max I. Limited	2,672.68	-	615.13	2,057.55	Strategic investment
5	Max Towers Private Limited	156.75	-	-	156.75	Corporate guarantee
6	Max Estates Limited	14.36	46.67	-	61.03	ESOP and Corporate guarantee
7	Max Asset Services Limited	-	1.69	-	1.69	ESOP
8	Max Square Limited	-	18.71	-	18.71	Corporate guarantee
	Investment in Debentures					
1	Max I. Limited	4,413.73	355.57	4,723.87	45.43	Strategic investment
2	Max Estates Limited	36,964.00	20,200.00	-	57,164.00	Strategic investment
3	Max Asset Services Limited	-	2,214.00	-	2,214.00	Strategic investment
		62,235.35	**24,366.63**	**5,339.00**	**81,262.98**	

(Rs. in Lakhs)

Sr. No	Name of the Investee	As at March 31, 2019	Investment made	Investment redeemed	As at March 31, 2020	Purpose
	Investment in Equity					
1	Max Speciality Films Limited	10,017.83	-	-	10,017.83	Strategic investment
2	Max Estates Limited	6,800.00	991.00	-	7,791.00	Strategic investment

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

Sr. No	Name of the Investee	As at March 31, 2019	Investment made	Investment redeemed	As at March 31, 2020	Purpose
3	Max Asset Services Limited	205.00	-	-	205.00	Strategic investment
4	Max I. Limited	3,007.62	-	334.94	2,672.68	Strategic investment
5	Max Towers Private Limited	89.15	67.60	-	156.75	Corporate guarantee
6	Max Estates Limited	-	14.36	-	14.36	Corporate guarantee
	Investment in Debentures					
1	Max I. Limited	5,322.08	466.71	1,375.06	4,413.73	Strategic investment
2	Max Estates Limited	35,187.00	1,777.00	-	36,964.00	Strategic investment
		60,628.68	**3,316.67**	**1,710.00**	**62,235.35**	

36. Changes in liabilities arising from financing activities

(Rs. in lakhs)

Particulars	31-Mar-20	Cash flows	New leases	Interest	31-Mar-21
Current lease liabilities	58.72	-	67.54	-	126.26
Non-current lease liabilities	2,619.50	(412.44)	295.43	332.60	2,835.10
Total liabilities from financing activities	**2,678.22**	**(412.44)**	**362.97**	**332.60**	**2,961.36**

(Rs. in lakhs)

Particulars	1-Apr-19	Cash flows	New leases	Interest	31-Mar-20
Non current borrowings	7.69	(7.69)	-	-	-
Current lease liabilities	-	-	58.72	-	58.72
Non-current lease liabilities	-	(388.01)	2,710.57	296.94	2,619.50
Total liabilities from financing activities	**7.69**	**(395.70)**	**2,769.29**	**296.94**	**2,678.22**

37. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital attributable to the equity shareholders of the Company, securities premium and all other equity reserves. The primary objective of the Company's capital management is that it maintain an efficient capital structure and maximize the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio upto maximum

Notes forming part of the standalone financial statements

of 40%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

(Rs. in lakhs)

	As at March 31, 2021	As at March 31, 2020
Other financial liabilities	59.29	103.67
Trade payables	669.96	700.01
Less: Cash and cash equivalents	28.59	459.18
Net Debt	**700.66**	**344.50**
Equity	86,626.50	85,823.09
Total Equity	**86,626.50**	**85,823.09**
Total Capital and net debt	**87,327.16**	**86,167.59**
Gearing ratio	0.80%	0.40%

38. The outbreak of Coronavirus disease (COVID-19) pandemic globally and in India and consequent nationwide lockdown ordered by the Governments has caused significant disturbance and slowdown of economic activity. The Company has assessed the impact of this pandemic on its business operations and has assessed the recoverability and carrying values of its financial and non-financial assets as at the balance sheet date using various internal and external information up to the date of approval of these Standalone Ind AS financial statements. Basis this the management has concluded that neither there is any material adverse impact on operations of the Company nor any material adjustments required at this stage in the Standalone Ind AS financial statements of the Company for the year ended March 31, 2021.

However, the impact assessment of Covid-19 is a continuing process given the uncertainties associated with its nature and duration. The impact of Covid-19 may be different from that estimated as at the date of approval of these Standalone Ind AS financial statements and the Company will continue to monitor any material changes to future economic conditions.

39. The figures have been rounded off to the nearest lakhs of rupees up to two decimal places. The figure 0.00 wherever stated represents value less than Rs. 50,000/-. The previous year figures have been regrouped/ rearranged wherever necessary to make them comparable.

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants
ICAI Firm Registration Number: 301003E/ E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

09

CONSOLIDATED FINANCIAL STATEMENTS

In this Section

Independent Auditor's Report

To the Members of Max Ventures and Industries Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Max Ventures and Industries Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2021, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 audit opinion on the consolidated Ind AS financial statements.

Emphasis of Matter

We draw attention to Note 47 of the accompanying consolidated Ind AS financial statements, which describes the management's evaluation of impact of uncertainties related to COVID-19 pandemic and its consequential effects on the carrying value of its assets as on March 31, 2021 and the operations of the Group. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">Impairment assessment of Investment Property (under development for sale and completed) (as described in note 3A of the consolidated Ind AS financial statements)</td></tr>
<tr><td>As at March 31, 2021, three of group's subsidiary companies have investment property including under construction amounting to Rs. 77,157.38 lakhs. Investment property portfolio consists of commercial projects for lease at Noida and Okhla and project under development at Noida.

The management assessed at least annually the existence of impairment indicators for its investment property, and if impairment indicator exists, these investment properties are subject to an impairment test.

Impairment indicators were identified by the management with respect to certain investment properties and amounts recoverable from investment properties were determined. As a result, an impairment assessment was required to be performed by the Company by comparing the carrying value of these investment properties and other receivables to their recoverable amount to determine whether an impairment loss was required to be recognised.

For the purpose of the above impairment testing, recoverable amount has been determined by reference to the underlying expected cash flows from these underlying projects.

The determination of the recoverable amount of investment property involved significant judgments due to inherent uncertainty in the assumptions supporting the recoverable amount of these investments.

Considering, the significance of the amount of carrying value of investment property in the financial statements and involvement of significant estimation and judgement in assessment of valuation, the same is considered as key audit matter.</td><td>The subsidiaries' auditor's audit procedures related to this key audit matter included the following:
• Assessment of the compliance of Group's accounting policies for impairment of assets with Ind AS 36 'Impairment of Assets'.
• Assessment of the design, implementation and operating effectiveness of management's internal controls over the management's process in setting budgets, authorizing and recording costs, estimating the future costs to completion and the forecast selling prices, for the investment property.
• Evaluation of the fair value of property by comparing expected future average selling prices with available market data such as recently transacted prices for similar properties located in the nearby vicinity of investment property.
• Evaluation on a sample basis, the estimated costs to complete against contracts and agreements, taking into consideration the costs incurred to-date, construction progress and any significant deviation in design plans or cost overruns.
• Assessment of the impact of COVID-19 pandemic based on current economic and market conditions on management impairment assessment for its investment property.
• Assessment of the subsidiaries' forecast selling prices by comparing it to the recent transacted sales prices for the same project.
• We compared the recoverable amount of the investment property to the carrying value in books.
• We assessed the disclosures made in the financial statements regarding such investment.</td></tr>
<tr><td colspan="2">Assessment of fair value measurement of investments in equity instruments, where no market prices are available (as described in note 5 of the consolidated Ind AS financial statements)</td></tr>
</table>

Key audit matters	How our audit addressed the key audit matter
As at March 31, 2021, one of group's subsidiary had invested in unlisted equity shares amounting to Rs. 4,876.02 lakhs. These were accounted for at fair value through profit and were classified as level 3. During the year, an impairment loss was recognized in these investments. Financial instruments that are classified as level 2 or level 3 in the fair value hierarchy will have some element of estimation uncertainty inherent in their value, and the uncertainty is higher for level 3 financial instruments which, by their nature, are unobservable. Considering, fair valuation involves estimation uncertainty and significant management judgement, the same has been considered as key audit matter.	The subsidiaries' auditor's audit procedures related to this key audit matter included the following: • Assessed the compliance of Company's accounting policies for investment in unlisted equity shares with Ind AS 109 'Financial Instruments". • Identified relevant controls over valuation of financial asset and evaluated the design, implementation and operating effectiveness of these controls. • Tested the working for impairment loss recognized during the year on such investments in the financial statements. • Assessment of the carrying value of investment by comparing it to the recent transacted price used for investment by an independent third party. • Assessment of the impact of COVID-19 pandemic based on current economic and market conditions on management impairment assessment for this investment. • Reviewed the disclosures made for such financial instruments in the financial statements.
Assessment of recoverability of deferred tax assets *(as described in note 16 of the consolidated Ind AS Financial Statements)*	
As at March 31, 2021, one of the group's subsidiary has recognized deferred tax asset amounting to Rs. 3,834.39 lakhs on deductible temporary differences and unused tax losses and credits. Recognition of deferred tax assets to the extent that it is probable that taxable profits will be available against which the deductible temporary differences and the carry forward of unused tax losses and credits can be utilized involves significant management judgement and estimation given that it is based on assumptions such as the likely timing and level of future taxable profits which are affected by expected future market and economic conditions. Considering this involves significant judgement and estimates, the same has been considered as key audit matter.	With the assistance of a tax specialist, our procedures included, but were not limited to: • Tested the computation of the amounts recognized as deferred tax assets; • Obtained an understanding of the process and assessed the design, implementation and operative effectiveness of management's key internal controls over income tax including deferred tax asset recognition; • Evaluated management's assumptions and estimates like projected revenue growth, EBIDTA, etc. used in forecast of taxable income to support the recognition of deferred tax asset with reference to available facts and circumstances including assessing the impact of COVID-19 pandemic based on current economic and market conditions; • Evaluated management's assessment and estimate for timing of reversal of the temporary differences to determine the rate at which deferred tax should be recognised in the financial statements; • Assessed the historical accuracy of management's estimation of forecast taxable income; • Reviewed the disclosures on deferred tax asset included in the financial statements.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

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

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

Responsibilities of Management for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS 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 consolidated Ind AS 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 consolidated Ind AS 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 Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 consolidated Ind AS 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 Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors 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 consolidated Ind AS financial statements for the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of 6 subsidiaries, whose financial statements include total assets of Rs. 145,836.69 lakhs as at March 31, 2021, and total revenue from operations of Rs. 5,904.47 lakhs and net cash outflows of Rs. 42.66 lakhs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

(b) Our opinion above on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;

(b) In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India, is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiary companies, incorporated in India, refer to our separate Report in "Annexure 1" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Holding Company, its subsidiaries, incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated Ind AS financial statements – Refer Note 34 to the consolidated Ind AS financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2021;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, incorporated in India during the year ended March 31, 2021.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044
UDIN: 21108044AAAAGZ7719

Place of Signature: Gurugram
Date: 11 June 2021

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF MAX VENUTRES AND INDUSTRIES LIMITED

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

In conjunction with our audit of the consolidated Ind AS financial statements of Max Ventures and Industries Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated Ind AS financial statements 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 with reference to consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated Ind AS financial statements included obtaining an understanding of internal financial controls with reference to consolidated Ind AS financial statements, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated Ind AS financial statements.

Meaning of Internal Financial Controls with reference to Consolidated Ind AS Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Consolidated Ind AS Financial Statements

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

Opinion

In our opinion, the Group , which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated Ind AS financial statements and such internal financial controls with reference to consolidated Ind AS financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company, in so far as it relates to these 6 subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005
per Pravin Tulsyan
Partner
Membership Number: 108044
UDIN: 21108044AAAAGZ7719

Place of Signature: Gurugram
Date: 11 June 2021

Consolidated Balance Sheet

as at March 31, 2021

(Rs. in Lakhs)

	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	51,411.43	53,643.30
Capital work-in-progress	3	2,582.71	101.32
Investment property	3A	77,157.38	69,675.77
Goodwill	4	167.09	167.09
Other intangible assets	4	96.72	184.19
Right-of-use assets	34C	2,939.85	2,937.31
Financial assets			
(i) Investments	5	4,876.02	10,406.99
(ii) Trade receivables	5	213.17	131.62
(iii) Loans	5	816.99	743.70
(iv) Other bank balances	5	10.49	645.65
Deferred tax assets	16	324.59	437.80
Non-current tax assets	6	651.88	613.32
Other non current assets	7	1,578.34	403.31
		142,826.66	**140,091.37**
Current assets			
Inventories	8	18,692.00	16,072.84
Financial assets			
(i) Investments	9	-	2,787.30
(ii) Trade receivables	9	13,126.90	12,949.65
(iii) Cash and cash equivalents	9	979.40	1,192.16
(iv) Bank Balances other than (iii) above	9	7,958.79	9,061.87
(v) Loans	9	44.68	88.12
(vi) Derivative instruments	9	-	124.78
(vii) Other current financial assets	9	2,126.59	1,053.91
Other current assets	10	3,741.06	4,540.30
		46,669.42	**47,870.93**
Total assets		**189,496.08**	**187,962.30**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	14,662.41	14,662.41
Other equity	12	73,619.68	72,833.73
Equity attributable to equity holders of parent company		**88,282.09**	**87,496.14**
Non-controlling interest	42	23,113.76	16,775.31
Total equity		**111,395.85**	**104,271.45**
Liabilities			
Non-current liabilities			
Financial liabilities			

(Rs. in Lakhs)

	Notes	As at March 31, 2021	As at March 31, 2020
(i) Borrowings	13	39,095.77	25,826.17
(ii) Lease liabilities	34C	2,835.08	2,795.76
(iii) Other non current financial liabilities	14	2,478.65	1,249.01
Long term provisions	15	860.24	708.99
Deferred tax liabilities	16	520.48	867.31
Other non current liabilities	17	1,250.34	1,287.06
		47,040.56	**32,734.30**
Current liabilities			
Financial liabilities			
(i) Borrowings	18	7,943.48	24,332.45
(ii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	18	892.81	444.22
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	18	13,035.92	13,555.05
(iii) Lease liabilities	34C	298.96	300.73
(iv) Other current financial liabilities	18	5,078.66	10,315.14
(v) Derivative instruments	18	0.81	-
Liabilites for current tax (net)		297.06	7.30
Other current liabilities	20	3,043.04	1,596.71
Short term provisions	19	468.93	404.95
		31,059.67	**50,956.55**
Total liabilities		**78,100.23**	**83,690.85**
Total equity and liabilities		**189,496.08**	**187,962.30**
Summary of significant accounting policies	2		
Other notes to accounts	3-48		

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Consolidated Statement of Profit and Loss

for the year ended March 31, 2021

(Rs. in Lakhs)

	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
INCOME			
Revenue from operations	21	117,229.14	138,221.54
Other income	22	1,762.67	1,728.07
Total income		**118,991.81**	**139,949.61**
EXPENSES			
Cost of raw materials consumed/ cost of land, plots, development rights, constructed properties and others	23	73,056.85	75,788.75
Change in inventories of finished goods/ constructed properties, work in progress and traded goods	24	869.62	24,817.49
Employee benefits expense	25	5,912.35	5,415.79
Finance costs	26	5,767.68	7,095.24
Depreciation and amortization expense	27	4,958.94	4,611.70
Other expenses	28	17,540.13	15,529.25
Total expenses		**108,105.57**	**133,258.22**
Profit before exceptional items and tax		**10,886.24**	**6,691.39**
Exceptional item	5(i)	(2,699.89)	**-**
Profit before tax		**8,186.35**	**6,691.39**
Tax expenses	30		
Current income tax charge		2,738.08	1,686.18
Adjustment in respect of tax relating to earlier years		(104.23)	-
Deferred tax (credit)/ charge		(156.99)	595.86
Total tax expense		**2,476.86**	**2,282.04**
Profit after tax		**5,709.49**	**4,409.35**
Attributable to:			
Equity holders of the parent		767.83	3,743.05
Non-controlling interests		4,941.66	666.30
		5,709.49	**4,409.35**
Other comprehensive income/(loss)			
Other comprehensive (loss)/ income to be reclassified to profit or loss in subsequent years			
Cost of hedging reserve	31	(155.00)	94.21
Income tax effect		54.24	(32.97)
Net comprehensive (loss)/ income to be reclassified to profit or loss in subsequent years		**(100.76)**	**61.24**
Other comprehensive loss not to be reclassified to profit or loss in subsequent years:			
Re-measurement loss of defined benefit plans	31	(75.75)	(65.51)
Income tax effect		23.40	23.20

(Rs. in Lakhs)

	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
Net comprehensive loss not to be reclassified to profit or loss in subsequent years:		**(52.35)**	**(42.31)**
Other comprehensive (loss)/ income for the year, net of tax		**(153.11)**	**18.93**
Total comprehensive income for the year		**5,556.38**	**4,428.28**
Attributable to:			
Equity holders of the parent		687.72	3,754.06
Non-controlling interests		4,868.66	674.22
Earnings per equity share (Nominal value of share Rs.10/-)	32		
Basic (Rs.)		0.52	2.55
Diluted (Rs.)		0.52	2.55
Summary of significant accounting policies	2		
Other notes to accounts	3-48		

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants
ICAI Firm Registration Number: 301003E/
E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of
Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Consolidated Statement of changes in equity

for the year ended March 31, 2021

a) Equity share capital

Particulars	Nos.	(Rs. in Lakhs)
Shares of Rs. 10/- each, issued, subscribed and fully paid		
As at March 31, 2019	**146,600,782**	**14,660.08**
Add: Shares issued for stock options exercised during the year (refer note 11)	23,280	2.33
As at March 31, 2020	**146,624,062**	**14,662.41**
Add: Shares issued for stock options exercised during the year (refer note 11)	-	-
As at March 31, 2021	**146,624,062**	**14,662.41**

b) Other equity

(Rs. in Lakhs)

Particulars	Reserves and surplus						Non-controlling interest	Total
	Capital reserve (Refer note 12)	Securities premium (Refer note 12)	Employee stock options outstanding (Refer note 12)	Cash flow hedge reserve (Refer note 12)	Retained earnings (Refer note 12)	Total other equity		
As at March 31, 2019	13,822.40	50,027.02	34.57	(31.23)	5,209.49	**69,062.25**	11,612.95	**80,675.20**
Profit for the year	-	-	-	-	3,743.04	**3,743.04**	666.30	**4,409.34**
Other comprehensive income for the year	-	-	-	31.23	(20.22)	**11.01**	7.92	**18.93**
Acquisition of new subsidiary	-	-	-	-	-	**-**	1,057.18	**1,057.18**
Issue of share capital to minority	-	-	-	-	-	**-**	3,430.96	**3,430.96**
Premium on issue of employee stock options		3.33	-	-	-	**3.33**	-	**3.33**
Expense recognized during the year	-	-	14.10	-	-	**14.10**	-	**14.10**
As at March 31, 2020	**13,822.40**	**50,030.35**	**48.67**	**-**	**8,932.31**	**72,833.73**	**16,775.31**	**89,609.04**
Profit for the year	-	-	-	-	767.83	**767.83**	4,941.66	**5,709.49**
Other comprehensive income for the year	-	-	-	(51.39)	(28.73)	**(80.12)**	(73.00)	**(153.12)**
Issue of share capital to minority	-	-	-	-	-	**-**	1,469.79	**1,469.79**
Expiry of share option under ESOP scheme	-	-	(22.83)	-	22.83	**-**	-	**-**
Expense recognized during the year	-	-	98.25	-	-	**98.25**	-	**98.25**
As at March 31, 2021	**13,822.40**	**50,030.35**	**124.09**	**(51.39)**	**9,694.24**	**73,619.68**	**23,113.76**	**96,733.44**
Summary of significant accounting policies	2							
Other notes to accounts	3-48							

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Consolidated Statement of Cash Flows

for the year ended March 31, 2021

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Cash flow from operating activities		
Net profit before tax	8,186.35	6,691.39
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	4,958.94	4,611.70
Expense recognised on employee stock option scheme	98.25	14.10
Bad debts written off	-	165.54
Fair value gain on non-current investments at fair value through profit or loss	-	(1,807.80)
Net gain on sale of non- current investments	(637.23)	(986.40)
Loss on disposal of property, plant and equipment	320.45	0.43
Gain on sale of financial instruments	(1.83)	(260.82)
Liabilities/provisions no longer required written back	(26.65)	(26.97)
Impairment loss recognised on non-current investments	2,699.89	-
Interest income	(595.92)	(740.11)
Unwinding of interest on security deposit	(120.36)	(6.22)
Finance costs (including fair value change in financial instruments)	5,767.68	7,095.24
Operating profit before working capital changes	**20,649.57**	**14,750.08**
Working capital adjustments:		
(Increase)/decrease in trade and other receivables and prepayments	(1,095.76)	2,884.48
(Increase)/decrease in inventories	(2,346.12)	24,495.86
Decrease in trade and other payables	(1,558.76)	(17,331.95)
Increase in provisions	139.75	108.76
Cash generated from operations	**15,788.68**	**24,907.23**
Income tax paid (net of refund)	(2,536.92)	(1,608.88)
Net cash flows from operating activities	**13,251.76**	**23,298.35**
Cash flow from investing activities		
Proceeds from sale of property, plant and equipment	10.80	3.44
Purchase of property, plant and equipment and investment property (including intangible assets, CWIP and capital advances)	(12,682.22)	(14,115.60)
Acquistion of subsidiary	-	(6,073.05)
Investment in Right-of-use assets	(182.89)	-
Interest received	651.05	843.56
Net movement in deposits with remaining maturity for more than 3 months	1,738.24	1,517.18
Purchase of current investments	(718.63)	(23,898.24)
Proceeds from redemption of current investments	3,507.76	22,070.82
Proceeds from sale of non-current investments	3,780.30	2,567.24
Purchase of non-current investments	(312.00)	(83.14)

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Net cash flows used in investing activities	**(4,207.59)**	**(17,167.79)**
Cash flow from financing activities		
Proceeds from issuance of equity share capital including security premium	1,469.99	-
Proceeds from issuance of ESOPs including security premium	-	5.64
Increase in minority interest	-	3,430.96
Repayment of lease liability (including interest)	(681.47)	(579.42)
(Repayments)/ proceeds of short term borrowings (net)	(16,388.97)	2,567.58
Proceeds from long-term borrowings	29,810.74	13,399.81
Repayment of long-term borrowings	(18,786.31)	(17,734.32)
Interest paid	(4,680.91)	(6,754.07)
Net cash flows used in financing activities	**(9,256.93)**	**(5,663.82)**
Net (decrease)/ increase in cash and cash equivalents	(212.76)	466.74
Cash and cash equivalents at the beginning of the year	1,192.16	716.85
Cash and cash equivalents acquired on acquisition	-	8.57
Cash and cash equivalents at the year end	**979.40**	**1,192.16**

Components of cash and cash equivalents :

		As at March 31, 2021	As at March 31, 2020
Balances with banks:			
On current accounts		976.11	1,185.67
Cash on hand		3.29	6.49
		979.40	**1,192.16**
Summary of significant accounting policies	2		
Other notes to accounts	3-48		

The accompanying notes are an integral part of the Consolidated Ind AS financial statements

1. The above cash flow statement has been prepared under the indirect method set out in the applicable Indian Accounting Standard (Ind AS) 7 on "Statement of cash flows". Refer note 38A for change in financing activities disclosure pursuant to amendment to Ind AS 7.

2. During the year, the Company paid in cash Rs. 187.15 lakhs (31 March 2020: Rs. 116.20 lakhs) towards corporate social responsibility (CSR) expenditure (included in corporate social responsibility expenditure - Refer note 40).

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.
As per our report of even date

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

Notes forming part of the Consolidated financial statements

1. Corporate Information

The Consolidated Ind AS financial statements comprise financial statements of Max Ventures and Industries Limited (the Company) and its subsidiaries (collectively, the Group) for the year ended March 31, 2021. The Company is registered as a public company domiciled in India under Companies Act, 2013 and was incorporated on January 20, 2015. The Company's shares got listed on National Stock Exchange and Bombay Stock Exchange as on June 22, 2016. Registered office of the Company is located at 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, Nawanshehar, Punjab - 144533.

The Group is principally engaged in the business of:

- Manufacturing and selling of a wide range of sophisticated packaging unmetallised BOPP films and metallised BOPP films including High Barrier films, Thermal Lamination films and Leather finishing foils;
- Construction and development of residential and commercial properties;
- Making investments in various companies and primarily engaged in growing and nurturing these business investments;
- Providing facility management services and managed office services
- Providing shared services to its other group companies Information on the group structure is provided in Note 29. Information on other related party relationship of the Group is provided in the Note 39.

The consolidated Ind AS financial statements were authorised for issue in accordance with a resolution by the Board of directors of the Company on June 11, 2021.

2. Significant accounting policies

2.1 a) Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of division II of Schedule III to the Companies Act 2013.

The consolidated Ind AS financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value

(i) Certain financial assets and liabilities (refer accounting policy regarding financial instruments) Derivative financial instruments,

(ii) Defined benefit plans - plan assets

The Consolidated Ind AS Financial Statements are presented in INR and all values are rounded to nearest Lakhs (INR 00,000) except when otherwise stated

The accounting policies have been consistently applied by the Group.

b) Basis of Consolidation

The Consolidated Ind AS Financial Statements (CFS) comprises the financial statements of the Company and its subsidiaries as at March 31, 2021. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)

Notes forming part of the Consolidated financial statements

- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns
- Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
    - The contractual arrangement with the other vote holders of the investee
    - Rights arising from other contractual arrangements
    - The Group's voting rights and potential voting rights
    - The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated Ind AS financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated Ind AS financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated Ind AS financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated Ind AS financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure:

(i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated Ind AS financial statements at the acquisition date.

(ii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

(iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as

Notes forming part of the Consolidated financial statements

inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated Ind AS financial statements. IND AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss

Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interest having a deficit balance.

2.2 Summary of significant accounting policies

a. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

(i) Expected to be realized or intended to be sold or consumed in normal operating cycle

(ii) Held primarily for the purpose of trading

(iii) Expected to be realized within twelve months after the reporting period, or

(iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

(i) It is expected to be settled in normal operating cycle

(ii) It is held primarily for the purpose of trading

Notes forming part of the Consolidated financial statements

(iii) It is due to settled within twelve months after the reporting period, or

(iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

b. Property, Plant and Equipment and Investment Property

(i) Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), all assets were carried in the balance sheet at cost, less accumulated depreciation and accumulated impairment losses, if any. On the date of transition to IND AS, the Group has applied exemptions of IND AS 101 to continue the carrying value of all property, plant and equipment as at the date of transition as its deemed cost.

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of CENVAT/GST credit and VAT credit availed wherever applicable. Cost includes borrowing cost for long term construction projects if recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Notes forming part of the Consolidated financial statements

In respect to tangible and intangible assets acquired under the business transfer agreement, the Group has calculated depreciation/amortization on straight-line basis using the rates arrived at based on a technical estimate of the residual useful lives estimated by an independent engineering consultancy professional firm.

In respect of other assets, depreciation is calculated on a straight-line basis over estimated useful lives estimated by the management and in the manner prescribed in Schedule II of the Companies Act 2013.

The useful life is as follows:

Assets Useful lives estimated by the management (years)	
Leasehold Improvements	**Over life of lease or life of asset whichever is less**
Factory building	30
Other building	60
Plant and Equipment	15-25
Office Equipment	3 - 5
Computers & Data Processing Units	3 - 6
Furniture and Fixtures	10
Motor Vehicles	3 - 8

c. Intangible assets

Under the previous GAAP (Indian GAAP), all assets were carried in the balance sheet at cost, less accumulated depreciation and accumulated impairment losses, if any. On the date of transition to IND AS, the Group has applied exemptions of IND AS 101 to continue the carrying value of all intangible assets as at the date of transition as its deemed cost.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Notes forming part of the Consolidated financial statements

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortized on a straight-line basis over their estimated useful life of 3-6 years.

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

(a) The technical feasibility of completing the intangible asset so that the asset will be available for use or sale

(b) Its intention to complete and its ability and intention to use or sell the asset

(c) How the asset will generate future economic benefits

(d) The availability of resources to complete the asset

(e) The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

d. Non-current assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification. The criteria for held for sale is regarded met only when the assets are available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

i. The appropriate level of management is committed to a plan to sell the asset,

ii. An active programme to locate a buyer and complete the plan has been initiated,

iii. The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

iv. The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

v. Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

vi. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to

Notes forming part of the Consolidated financial statements

sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

e. Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's, recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net fair value less cost of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net fair value less cost of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For the remaining economic life of the asset or cash-generating unit (CGU), a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/ forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In this case, the growth rate does not exceed the long-term average growth rate for the products, industries, country in which the entity operates, or for the market in which the asset is used.

Impairment losses including impairment on inventories, are recognized in the statement of profit and loss.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining economic life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

Impairment testing of goodwill and

Notes forming part of the Consolidated financial statements

intangible assets with indefinite lives

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is 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 cost of disposal and value in use. For the purposes 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 groups of assets (cash-generating units). Non – financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

f. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial assets

The Group classified its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income or through profit & loss)
- Those measured at amortized cost

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset. The difference between the transaction amount and amortised cost in case of interest free loan to subsidiaries based on expected repayment period is considered as deemed investment.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

(i) Debt instruments at amortized cost

(ii) Debt instruments and equity

Notes forming part of the Consolidated financial statements

instruments at fair value through profit or loss (FVTPL)

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(i) Business model test: The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value change), and

(ii) Cash flow characteristics test: Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. EIR is the rate that exactly discount the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate to the gross carrying amount of financial assets. When calculating the effective interest rate the Group estimate the expected cash flow by considering all contractual terms of the financial instruments. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instruments at FVTPL

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for amortized cost or FVTOCI, is classified as at FVTPL. A gain or loss on a Debt instrument that is subsequently measured at FVTPL and is not a part of a hedging relationship is recognized in statement of profit or loss and presented net in the statement of profit and loss within other gains or losses in the period in which it arises. Interest income from these Debt instruments is included in other income.

Equity investments of other entities

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which IND AS103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income all subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL

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category are measured at fair value with all changes recognized in the Profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e., removed from the Group's statement of financial position) when:

- the rights to receive cash flows from the asset have expired, or
- the Group 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 Group has transferred the rights to receive cash flows from the financial assets or
  - (b) the Group has retained the contractual right to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognized.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with IND AS 109, the Group applies expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortised cost; e.g. Loans, security deposits, trade receivable, bank balance.
- Financial assets measured at fair value through other comprehensive income (FVTOCI);

The Group follows "simplified approach" for recognition of impairment loss allowance on trade receivables. Under the simplified approach, the Group does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. the Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used

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to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Group reverts to recognizing impairment loss allowance based on 12- months ECL.

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward- looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward- looking estimates are analysed.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. The Group financial liabilities include loans and borrowings including bank overdraft, trade payable, trade deposits, retention money and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Trade Payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 0-180 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at fair value and subsequently measured at amortised cost using EIR method.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial

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liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in IND AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ losses are not subsequently transferred to profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or medication is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

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

g. Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it

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is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer. The following specific recognition criteria must also be met before revenue is recognized:

Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from shared services because the receipt of consideration is conditional on successful completion of the contract. Upon completion of the contract and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section e) Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section e) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related services to the customer).

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods and is measured at fair value of consideration received/receivable, net of returns and allowances, trade discounts and volume rebates.

Revenue from constructed properties

(i) Revenue is recognised over time if either of the following conditions is met:

   a. Buyers take all the benefits of the property as real estate developers construct the property.

   b. Buyers obtain physical possession of the property

   c. The property unit to be delivered is specified in the contract and real estate entity does not have an alternative use of the unit; the buyer does not have the discretion to terminate the contract and the entity has right to payment for work completed to date. In case none of these conditions is met, revenue would be recognised at a point in time when the control of the property is passed on to the customer.

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Shared Service Income

Revenue from shared services are recognised by reference to stage of completion of contract. The Group collects service tax/GST on behalf of the government and, therefore it is not an economic benefit flowing to the Group and is thus excluded from revenue.

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

Dividend Income

Dividend income is recognized when the Group's right to receive dividend is established by the reporting date.

Job work income

Revenue from job work is recognised by reference to stage of completion of job work as per terms of agreement. Revenue from job work is measured at the fair value of the consideration received or receivable, net of allowances, trade discounts and volume rebates, if any.

Export benefits

Export benefits constituting import duty benefits under Duty Exemption Pass Book (DEPB), duty draw back, Merchandise Exports from India Scheme (MEIS) and focus market scheme (FMS) are accounted for on accrual basis. Export benefits under DEPB & duty draw back are considered as other operating income.

h. Inventories

A. Inventories in manufacturing business

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, packing material and Stores & spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of raw materials, packing material and Stores & spares has been determined by using moving weighted average cost method.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined by using moving weighted average cost method.

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

Notes forming part of the Consolidated financial statements

B. Inventories in real estate business

Inventories also comprise completed units for sale and property under construction (Work in progress):

(A) Completed Unsold inventory is valued at lower of cost and net realizable value. Cost is determined by including cost of land, materials, services and related overheads.

(B) Work in progress is valued at cost. Cost comprises value of land (including development rights), materials, services and other overheads related to projects under construction.

i. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 and the income computation and disclosure standards (ICDS) enacted in India by using tax rates and tax laws that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

  Deferred tax assets (including MAT credit) are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

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- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

  The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

  Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

  Deferred tax relating to items recognized outside profit or loss is recognized outside the statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

  Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

  Deferred tax assets is recognised for MAT credit available only to the extent that there is convincing evidence that the Group will pay normal income tax during specified period, i.e. the period for which MAT credit is allowed to be carried forward. The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

GST (Goods and Service tax)/ Sales tax/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST (Goods and Service tax)/ Sales tax/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of Other current assets or liabilities in the balance sheet.

j. Borrowing costs

Borrowing cost includes interest expense as per effective interest rate [EIR]. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset until such time that the asset are substantially ready for their intended use. Where fund are borrowed specifically to finance a project, the amount capitalized

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represents the actual borrowing incurred.

Where surplus funds are available out of money borrowed specifically to finance project, the income generated from such current investments is deducted from the total capitalized borrowing cost. Where funds used to finance a project form part of general borrowings, the amount capitalized is calculated using a weighted average of rate applicable to relevant general borrowing of the Group during the year. Capitalisation of borrowing cost is suspended and charged to profit and loss during the extended periods when the active development on the qualifying project is interrupted. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

k. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (d) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in

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the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Interest-bearing loans and borrowings.

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

l. Provision and Contingent liabilities

Provisions

A provision is recognized when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. the Group does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

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

m. Retirement and other employee benefits

Provident fund

The Group has contributed to employees provident fund benefits through a trust "Max Financial Services Limited Provident Fund Trust" managed by Max Financial Services Limited (erstwhile Max India Limited) whereby amounts determined at a fixed percentage of basic salaries of the employees are deposited to the trust every month. The benefit vests upon commencement of the employment. The interest rate payable by the trust to the beneficiaries every year is notified by the government and the Group has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate. The Group has obtained actuarial valuation to determine the shortfall, if any, as at the Balance Sheet date. The Group recognizes contribution payable to the provident fund as an expense, when the employee renders the related service.

Gratuity

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Max Speciality Films Limited, subsidiary of the Company has also made contribution to Life Insurance Corporation (LIC) towards a policy to cover the gratuity liability of the employees to an extent. The difference between the actuarial valuation of the gratuity of employees at the year-end and the balance of funds with LIC is provided for as liability in the books.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit (liabilities/assets). The Group recognized the following changes in the net defined benefit obligation under employee benefit expenses in statement of profit and loss

(i) Service cost comprising current service cost, past service cost, gain & loss on curtailments and non-routine settlements.

(ii) Net interest expenses or income

Superannuation fund

Retirement benefit in the form of superannuation fund is a defined contribution scheme. Max Speciality Films Limited, subsidiary, has no obligation, other than the contribution payable to the fund. Liability in respect of superannuation fund to the employees is accounted for as per the Max Speciality Films Limited Scheme and contributed to "Max Speciality Films Limited Employees Group Superannuation Trust" every year. The contributions to the funds are charged to the statement of profit and loss of the year/period.

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Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit .The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Group presents the leave as a current liability in the balance sheet as the Company does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employee service upto the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

Long term incentive plan

Employees of the Group receives defined incentive, whereby employees render services for a specified period. Long term incentive is measured on accrual basis over the period as per the terms of contract.

n. Share-based payments

Employees of the Company receive remuneration in the form of share based payment transaction, whereby employees render services as a consideration for equity instruments (equity- settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognized, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an

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immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognized for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognized is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Cash-settled transactions

The cost of cash settled is measured initially at fair value at the grant date. This fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The liability is re-measured to fair value at each reporting date upto and including the settlement date, with changes in fair value recognised in employee benefit expense.

o. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders of the parent company and weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q. Foreign currencies

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The Group’s consolidated Ind AS financial statements are presented in Indian rupee (Rs.) which is also the Group’s functional and presentation currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. However, for practical reasons, the Group uses an average

Notes forming part of the Consolidated financial statements

rate if the average approximates the actual rate at the time of the transaction.

Measurement of foreign currency items at the balance sheet date

Foreign currency monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

r. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for the asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient date are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

(ii) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

(iii) Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Notes forming part of the Consolidated financial statements

The Group's management determines the policies and procedures for both recurring and non-recurring fair value measurement, such as derivative instruments measured at fair value.

External valuers are involved for valuation of significant assets, such as properties and financial assets and significant liabilities. Involvement of external valuers is decided upon annually by the management. The management decides, after discussions with the Group's external valuers which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies.

The management in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

Disclosures for valuation methods, significant estimates and assumptions (note 37)

Quantitative disclosures of fair value measurement hierarchy (note 37)

Financial instruments (including those carried at amortised cost) (note 5, 9, 13, 14, 18)

s. Derivative instrument

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

For the purpose of hedge accounting, hedges are classified as:

(i) Fair value hedges when hedging the exposure to changes in the fair value of a recognized asset or liability or an unrecognized firm commitment

(ii) Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment

(iii) Hedges of a net investment in a foreign operation

t. Government Grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income on the basis of accomplishment of export obligations.

Notes forming part of the Consolidated financial statements

The Group has inventorised the duty saved on import of raw material and recognised Government grant as liability. Deferred income is recognised in statement of profit and loss as and when export obligations are fulfilled and government grant is reduced by deferred income recognised.

2.3 Significant accounting judgements, estimates and assumptions

The preparation of the Group's Consolidated Ind AS financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the Grouping disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

(a) Operating lease commitments - Group as lessee

The Group has taken various commercial properties on leases. the Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it does not retain all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases. Refer Note 34C.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

Notes forming part of the Consolidated financial statements

(b) Defined benefit plans

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds where remaining maturity if such bond corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates. Further details about the assumptions used, including a sensitivity analysis, are given in Note 35.

(c) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The Group uses Net asset value for valuation of investment in mutual funds. Refer Note 37 related to Fair value disclosures.

2.4 Changes in accounting policies and disclosures:

Several other amendments apply for the first time for the year ended March 31, 2021, but do not have an impact on the consolidated Ind AS financial statements of the Group. The Group has not early adopted any standards, amendments that have been issued but are not yet effective/ notified.

New and amended standards:

(i) Amendments to Ind AS 116: Covid-19-Related Rent Concessions.

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under Ind AS 116, if the change were not a lease modification.

The amendments are applicable for annual reporting periods beginning on or after the 1 April 2020. In case, a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after the 1 April 2019. This amendment had no impact on the consolidated Ind AS financial

Notes forming part of the Consolidated financial statements

statements of the Group.

(ii) Amendments to Ind AS 103 Business Combinations

The amendment to Ind AS 103 Business Combinations clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that, together, significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs.

These amendments are applicable to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after the 1 April 2020 and to asset acquisitions that occur on or after the beginning of that period. This amendment had no impact on the consolidated Ind AS financial statements of the Group but may impact future periods should the Group enter into any business combinations.

(iii) Amendments to Ind AS 1 and Ind AS 8: Definition of Material

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the consolidated Ind AS financial statements of, nor is there expected to be any future impact to the Group.

These amendments are applicable prospectively for annual periods beginning on or after the 1 April 2020.

(iv) Amendments to Ind AS 107 and Ind AS 109: Interest Rate Benchmark Reform

The amendments to Ind AS 109 *Financial Instruments: Recognition and Measurement* provide a number of reliefs, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainty about the timing and/or amount of benchmark-based cash flows of the hedged item or the hedging instrument. These amendments have no impact on the consolidated Ind AS financial statements of the Group as it does not have any interest rate hedge relationships.

The amendments to Ind AS 107 prescribe the disclosures which entities are required to make for hedging relationships to which the reliefs as per the amendments in Ind AS 109 are applied. These amendments are applicable for annual periods beginning on or after the 1 April 2020. These amendments did not have any impact on the Group's consolidated Ind AS financial statements.

Amendments to Schedule III:

MCA issued notification dated March 24, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by a company in its financial statements. These amendments are effective for financial years starting on or after April 01, 2021.

Notes forming part of the Consolidated financial statements

3. Property, plant and equipment (PPE)

(Rs. in Lakhs)

	Land (Free-hold)	Building	Lease-hold improve-ments	Plant and equip-ment	Furniture and fix-ture	Office equip-ment	Comput-ers and data pro-cessing units	Motor vehicles	Total
Cost									
March 31, 2019	**2,652.05**	**8,640.16**	**56.52**	**49,686.68**	**139.42**	**149.52**	**344.77**	**228.05**	**61,897.16**
Acquisition of subsidiary	-	-	-	44.20	-	-	-	-	44.20
Additions	-	93.87	390.93	1,200.66	73.14	10.57	54.66	67.07	1,890.90
Disposals	-	-	-	(29.90)	-	(1.53)	(0.15)	(4.96)	(36.54)
March 31, 2020	**2,652.05**	**8,734.03**	**447.45**	**50,901.63**	**212.56**	**158.56**	**399.28**	**290.15**	**63,795.72**
Additions	33.30	95.80	0.12	985.22	1.85	16.99	48.09	91.64	1,273.00
Disposals	-	-	-	(48.51)	-	(0.60)	(6.98)	(34.18)	(90.27)
March 31, 2021	**2,685.35**	**8,829.83**	**447.57**	**51,838.34**	**214.41**	**174.95**	**440.39**	**347.61**	**64,978.45**
Depreciation									
March 31, 2019	**-**	**503.03**	**47.30**	**5,831.03**	**36.30**	**65.20**	**234.09**	**52.86**	**6,769.82**
Acquisition of subsidiary	-	-	-	38.04	-	-	-	-	38.04
Charge for the year	-	293.02	34.91	2,873.27	23.92	34.69	52.42	48.30	3,360.53
Disposals for the year	-	-	-	(10.08)	-	(1.04)	(0.14)	(4.71)	(15.97)
March 31, 2020	**-**	**796.05**	**82.21**	**8,732.26**	**60.22**	**98.85**	**286.37**	**96.45**	**10,152.42**
Charge for the year	-	296.76	36.69	2,995.69	23.81	20.27	43.09	50.43	3,466.73
Disposals for the year	-	-	-	(27.49)	-	(0.47)	(6.61)	(17.56)	(52.13)
March 31, 2021	**-**	**1,092.81**	**118.90**	**11,700.46**	**84.03**	**118.65**	**322.85**	**129.32**	**13,567.02**
Net book value									
As at March 31, 2021	**2,685.35**	**7,737.02**	**328.67**	**40,137.88**	**130.38**	**56.30**	**117.54**	**218.29**	**51,411.43**
As at March 31, 2020	**2,652.05**	**7,937.98**	**365.24**	**42,169.37**	**152.34**	**59.71**	**112.91**	**193.70**	**53,643.30**

(Rs. in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Capital work-in-progress	2,582.71	101.32
Total	**2,582.71**	**101.32**

Notes :

a) Property, plant and equipment (PPE) given as security

Refer note no 13 and 18 for charge created on property, plant and equipment as security against borrowings.

Notes forming part of the Consolidated financial statements

b) Capitalised borrowing costs

Borrowing cost capitalised in Property, plant and equipment for the year ended March 31, 2021 is Rs. 29.12 Lakhs (March 31, 2020: Rs 7.70 Lakhs). Refer note 26.

Investment property

(Rs. in Lakhs)

Particulars	Max Towers	Building - Okhla	Land	Investment property (under development)	Total
At cost					
As at March 31, 2019	**-**	**-**	**-**	**4,293.49**	**4,293.49**
Additions	43,360.41	-	-	13,866.28	57,226.69
Acquisition of subsidiary		105.52	8,874.50	-	8,980.02
Disposals/ adjustments	-	-	-	-	-
As at March 31, 2020	**43,360.41**	**105.52**	**8,874.50**	**18,159.77**	**70,500.20**
Additions	1,620.18	10,122.81	-	6,788.07	18,531.06
Disposals/ adjustments	(304.22)	-	-	(9,837.65)	(10,141.87)
As at March 31, 2021	**44,676.37**	**10,228.33**	**8,874.50**	**15,110.19**	**78,889.39**
Depreciation					
As at March 31, 2019	**-**	**-**	**-**	**-**	**-**
Acquisition of subsidiary	-	5.22	-	-	5.22
Depreciation charge for the year	818.56	0.65	-	-	819.21
Disposals/ adjustments	-	-	-	-	-
As at March 31, 2020	**818.56**	**5.87**	**-**	**-**	**824.43**
Depreciation charge for the year	837.96	78.69			916.65
Disposals/ adjustments	(9.07)	-	-	-	(9.07)
As at March 31, 2021	**1,647.45**	**84.56**	**-**	**-**	**1,732.01**
Net book value					
As at March 31, 2021	**43,028.93**	**10,143.77**	**8,874.50**	**15,110.19**	**77,157.38**
As at March 31, 2020	**42,541.85**	**99.65**	**8,874.50**	**18,159.77**	**69,675.77**

Investment property as at March 31, 2021 includes property under construction at Sector 129 Noida under Max Square Limited, a step down subsidiary company. (Investment property as at March 31, 2020 included property under construction at Okhla location under Max Estate Limited, a subsidiary company and property under construction at Sector 129 Noida under Max Square Limited, a step down subsidiary company)

Notes forming part of the Consolidated financial statements

Notes:

(i) Contractual obligations

Refer note 34 for disclosure of contractual commitments for the acquisition of investment properties.

(ii) Capitalised borrowing cost

During the year company has capitalised Rs. 839.89 lakhs (March 31, 2020- Rs. 313.12 Lakhs) under investment property. Refer note 26.

(iii) Amount recognised in profit and loss for investment properties

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Rental income	1,771.44	984.73
Less: Direct operating expenses generating rental income	(1,485.89)	(4.31)
Profit from leasing of investment properties	**285.55**	**980.42**
Less: depreciation expense	916.65	819.42
Profit from leasing of investment properties after depreciation	**(631.10)**	**161.00**

(iv) Fair value

Fair value hierarchy and valuation technique

The fair value of investment property has been determined by the company internally, having appropriate recognised professional qualification and recent experience in the location and category of the property being valued. The fair value has been arrived using discounted cash flow projections based on reliable estimates of future cash flows considering growth in rental of 15% on every 3 years, vacancy rate of 3% and discount rate of 12.00%.

Reconciliation of fair value:	(Rs. in Lakhs)
Opening balance as at 1 April 2019	NA
Increase of Fair value	NA
Decline in fair value	NA
Closing balance as at 31 March 2020 *	Rs.43,500 to 47,850 lakhs
Increase of Fair value	NA
Decline in fair value	NA
Closing balance as at 31 March 2021 *	Rs.43,500 to 49,000 lakhs

* Other than Investment property (under development)

Valuation models applied for valuation:

Discounted cash flow method - net present value is determined based on projected cash flows discounted at an appropriate rate.

Notes forming part of the Consolidated financial statements

4. Intangible assets and Goodwill

(Rs. in Lakhs)

	Computer software	Goodwill (refer note 4.01 below)	Total	Intangible assets under development
Cost				
April 1, 2019	**526.86**	**167.09**	**693.95**	**12.95**
Additions	27.43	-	27.43	-
Disposals	-	-	-	-
March 31, 2020	**554.29**	**167.09**	**721.38**	**12.95**
Additions	7.76	-	7.76	-
Disposals	(33.78)	-	(33.78)	-
March 31, 2021	**528.27**	**167.09**	**695.36**	**12.95**
Amortization				
As at April 1, 2019	**296.13**	**-**	**296.13**	**-**
Amortisation charge for the year	73.97	-	73.97	**12.95**
Disposals for the year	-	-	-	**-**
March 31, 2020	**370.10**	**-**	**370.10**	**12.95**
Amortisation charge for the year	86.87	-	86.87	-
Disposals for the year	(25.42)	-	(25.42)	**-**
March 31, 2021	**431.55**	**-**	**431.55**	**12.95**
March 31, 2021	**96.72**	**167.09**	**263.81**	**-**
March 31, 2020	**184.19**	**167.09**	**351.28**	**-**

4.1 Goodwill acquired under business combination relates to the packaging films business, which is the only Cash generating unit. The Group has performed its annual impairment test for the years ended 31 March 2021 and 31 March 2020. No impairment was noted.

5. Non-Current financial assets

i) Investments

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
a)	**Investment in equity shares (valued at fair value through profit and loss)**		
	FSN E-Commerce Ventures Private Limited		
	Nil (March 31, 2020 - 62,269) equity shares of nominal value Rs. 10 each fully paid up	-	3,143.10
	Azure Hospitality Private Limited		

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

		As at March 31, 2021	As at March 31, 2020
	Unquoted equity instruments 100 (March 31, 2020 - 100) equity shares of face value Rs.10 each fully paid up	0.04	0.04
b)	**Investment in preference shares (valued at fair value through profit and loss)**		
	Azure Hospitality Private Limited	4,445.06	7,144.95
	16,234,829 (March 31, 2020 - 16,234,829) Series-C preference shares of nominal value Rs. 20 each fully paid up*		
c)	**Smart Joules Private Limited**		
	232 (March 31, 2020 - Nil) Series - A Compulsorily Convertible Preference Shares of norminal value Rs. 10 each fully paid up**	200.00	-
d)	**Aliferous Technologies Private Limited**		
	461 (March 31, 2020 - Nil) Compulsorily Covertible Preference Shares (Seed Series A1 CCPS) of Nominal Value Rs.100 each fully paid up***	49.92	-
e)	**Investment in IAN Fund**		
	181,002.09 (March 31, 2020 - 125,316.80) units of nominal value Rs. 100 each fully paid up	181.00	118.90
		4,876.02	**10,406.99**
	Non-Current	**4,876.02**	**10,406.99**
	Aggregate value of unquoted investments	**4,876.02**	**10,406.99**
	Aggregate value of quoted investments	-	-
	Aggregate market value of quoted investments	-	-
	Aggregate amount of impairment in value of investments*	**2,699.89**	-

Note:

*Series-C 0.01% Cumulative Dividend Preference Shares of Nominal will be convertible into one equity share per preference shares, maximum after fifteen years from the date of issue. During the year, consequent to reassessment of fair value of investment in Azure Hospitality Private Limited, the Group (through its subsidiary, Max I Limited) had recorded a fair value loss through statement of profit and loss of Rs. 2,699.89 lakhs.

**0.001% Non cumulative Series A Compulsory convertible partcipating preference shares will be convertible into one equity share per preference share, maximum after ten years from the date of issue.

***0.001% Non cumulative Compulsory convertible preference shares will be convertible into one equity share per preference share, maximum after nineteen years from the date of issue. The Group has committed to invest further Rs. 49.90 lakhs towards these preference shares. Refer note 34B.

Notes forming part of the Consolidated financial statements

ii) Trade receivables

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Trade receivable (unsecured)	213.17	131.62
	213.17	**131.62**

iii) Loans (amortized cost) (unsecured) considered good unless otherwise stated

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Security deposits {refer note 39(b)}	815.31	742.28
Loan to employees	1.68	1.42
	816.99	**743.70**

iv) Other bank balances

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deposits with remaining maturity for more than 12 months	10.49	645.65
	10.49	**645.65**

6. Non-Current tax assets

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Advance income tax and tax deducted at source	651.88	613.32
	651.88	**613.32**

7. Other non current assets

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Uunsecured considered good unless otherwise stated		
Capital advances	675.09	277.97
Excise duty deposited under protest	36.30	23.63
Prepaid expenses	793.52	28.28
Interest recoverable from Government authorities	73.43	73.43
	1,578.34	**403.31**

Notes forming part of the Consolidated financial statements

8. Inventories (at cost or NRV whichever is less)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Raw materials and packing materials [including stock in transit Rs 3,039.25 Lakhs (March 31, 2020: Rs. 1.294.07 Lakhs)]	8,948.46	5,721.49
Stores and spares	1,124.11	862.29
Work in progress		
Real Estate	3,040.08	4,598.06
BOPP Film	3,046.20	2,581.40
Finished goods [including in transit Rs. 1,965.74 Lakhs (March 31, 2020: Rs. 615.42 Lakhs)]	2,533.15	2,309.60
	18,692.00	**16,072.84**

9. Current financial assets

(i) Other investment

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Quoted mutual funds (valued at fair value through profit and loss)		
DSP overnight fund	-	1,501.74
Plan - Direct Growth Plan		
Nil (March 31, 2020 - Units - 140,521.567, NAV - 1,067.4518)		
Aditya Birla Sun Life overnight fund	-	1,285.56
Plan - Direct Growth Plan		
Nil (March 31, 2020 - Units - 119,006.174, NAV - 1,080.2485)		
	-	**2,787.30**
Aggregate value of unquoted investments	**-**	**2,787.30**
Aggregate value of quoted investments	-	-
Aggregate market value of quoted investments	-	-

Notes forming part of the Consolidated financial statements

(ii) Trade receivables

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Unsecured :		
(a) Trade Receivables considered good - Secured;	-	117.56
(b) Trade Receivables considered good - Unsecured;	13,126.90	12,832.09
(c) Trade Receivables which have significant increase in credit risk; and	-	-
(d) Trade Receivables - credit impaired	100.45	122.01
Less: Impairment allowance for trade receivables	(100.45)	(122.01)
	13,126.90	**12,949.65**

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

Trade receivables are non-interest bearing and are generally on terms of 0 to 120 days.

For terms and conditions relating to receivables from related parties, refer note 39(b)

(iii) Cash and cash equivalents

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Balances with banks:		
On current accounts	976.11	1,185.67
Cash on hand	3.29	6.49
	979.40	**1,192.16**

(iv) Bank Balances other than (iii) above

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deposits:		
Deposits with remaining maturity for less than 12 months	7,958.79	9,061.87
	7,958.79	**9,061.87**

(v) Loans (amortized cost) (unsecured considered good unless otherwise stated)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Loan to employee	12.07	12.93
Advance to related parties	7.97	38.00
Security deposits	24.64	37.19
	44.68	**88.12**

Notes forming part of the Consolidated financial statements

(vi) Derivative instruments at fair value through statement of profit and loss

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Derivatives not designated as hedges		
Foreign exchange forward contracts	-	124.78
	-	**124.78**

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, intended to reduce the level of foreign currency risk for expected sales and purchases.

(vii) Other financial assets

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Interest accrued on deposits and others	139.37	194.50
Government grants	1,365.22	413.18
Rent equalisation	622.00	147.44
Excise/ service tax deposited under protest	-	298.79
	2,126.59	**1,053.91**
Break up of financial assets at amortised cost		
Non-current financial assets		
Trade receivables {refer note 5(ii)}	213.17	131.62
Loans {refer note 5(iii)}	816.99	743.70
Other bank balances {refer note 5(iv)}	10.49	645.65
Current financial assets		
Trade receivables {refer 9(ii)}	13,126.90	12,949.65
Cash and cash equivalents {refer 9(iii)}	979.40	1,192.16
Other bank balances {refer note 9(iv)}	7,958.79	9,061.87
Loans {refer 9(v)}	44.68	88.12
Other current financial assets {refer 9(vii)}	2,126.59	1,053.91
	25,277.01	**25,866.68**

Notes forming part of the Consolidated financial statements

10. Other current assets (unsecured considered good, unless otherwise stated)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Other advances*	617.87	639.76
Prepaid expenses	281.31	325.08
Government grant	1,118.06	1,064.90
Export benefits receivables	391.66	454.29
Balance with statutory authorities	1,311.11	2,034.86
Goods and services tax recoverable on export goods	17.28	17.28
Other recoverables	3.77	4.13
	3,741.06	**4,540.30**

*refer note 39(b) for advances to related parties

11. Share capital and other equity

(i) Equity share capital

a) Authorized share capital

	As at March 31, 2021	As at March 31, 2020
150,000,000 (March 31, 2020 - 150,000,000) equity shares of Rs.10/- each	15,000.00	15,000.00
	15,000.00	**15,000.00**
Issued, subscribed and fully paid-up		
146,624,062 (March 31, 2020 - 146,624,062) equity shares of Rs.10/- each fully paid up	14,662.41	14,662.41
Total issued, subscribed and fully paid-up share capital	**14,662.41**	**14,662.41**

b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares	March 31, 2021		March 31, 2020	
	No. of shares	(Rs. in Lakhs)	No. of shares	(Rs. in Lakhs)
At the beginning of the year	146,624,062	14,662.41	146,600,782	14,660.08
Add: Shares issued for stock options exercised during the year (Refer note no 35.1)	-	-	23,280	2.33
Outstanding at the end of the year	**146,624,062**	**14,662.41**	**146,624,062**	**14,662.41**

Notes forming part of the Consolidated financial statements

c) Terms and rights 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 shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Details of shareholders holding more than 5% shares in the Holding Company

Name of the Shareholder	March 31, 2021		March 31, 2020	
	No. of shares	% held	No. of shares	% held
Equity shares of Rs. 10 each fully paid-up				
Max Ventures Investment Holdings Private Limited.	49,337,874	33.65%	49,337,874	33.65%
New York Life International Holdings Limited	31,282,950	21.34%	31,282,950	21.34%
Siva Enterprises Private Limited	19,146,045	13.06%	16,728,653	11.41%

e) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

During the financial year 2015-16, existing shareholders of Max Financial Services Limited (erstwhile Max India Limited) were allotted shares in the ratio of 1:5 in Max Ventures and Industries Limited i.e. 53,300,555 equity shares under the scheme of demerger without any consideration in cash. The Company issued 96,245 Equity shares on exercise of options granted under the Employee Stock Option Plan 2006 of Max Financial Services Limited under the Corporate Restructuring plan.

The Company has issued 23,280 equity shares during the year ended March 31, 2020 and 198,890 equity shares during the year ended March 31, 2019 on exercise of options granted under the Employee Stock Option Plan 2016 of Max Ventures and Industries Limited. For details refer note 35.1.

12. Other equity

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Capital reserve (refer note a below)	13,822.40	13,822.40
Securities premium account (refer note b below)	50,030.35	50,030.35
Employee stock options outstanding (refer note c below)	124.09	48.67
Retained earnings (refer note d below)	9,694.24	8,932.31
Cash flow hedge reserve (refer note e below)	(51.39)	-
	73,619.68	**72,833.73**

Notes forming part of the Consolidated financial statements

Notes:

a) Capital reserve

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	13,822.40	13,822.40
	13,822.40	**13,822.40**

b) Securities premium

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	50,030.35	50,027.02
Add: Premium on issue of employee stock options (refer note 35.1)	-	3.33
	50,030.35	**50,030.35**

c) Employee stock options outstanding

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	48.67	34.57
Add: Premium on issue of employee stock options (refer note 35.1)	-	14.10
Add: expense recognized during the year	98.25	-
Less: expiry of share option under ESOP scheme	(22.83)	-
	124.09	**48.67**

d) Retained earnings (attributable to equity holders of the parent)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	8,932.31	5,209.49
Profit for the year	767.83	3,743.04
Expiry of share option under ESOP scheme	22.83	-
Re-measurement of post employment benefit obligation (net of tax) (item of OCI)	(28.73)	(20.22)
	9,694.24	**8,932.31**

e) Cash flow hedge reserve (attributable to equity holders of the parent)

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	-	(31.23)
Cost of hedging reserve	(79.05)	48.05
Income tax effect	27.66	(16.81)
	(51.39)	**-**

Notes forming part of the Consolidated financial statements

Nature and purpose of reserves

a) Capital reserve

The Company recognizes profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve

b) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

c) Employee stock options outstanding

The employee stock options based payment reserve is used to recognise the grant date fair value of options issued to employees under Employee stock option plan.

d) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

e) Cash flow hedge reserve

Effective 07 July 2020, the subsidiary company Max Speciality Films Limited, has adopted cash flow hedging which comprises of non-derivative hedging instruments designated for hedging the foreign exchange rate of highly probable forecast transactions. The effective portion of changes in the fair value of the non-derivative hedging instruments that were designated and qualified as cash flow hedges was recognised in the other comprehensive income.

13. Borrowings

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Non-current borrowings :		
From banks		
Term loans (secured) [refer note (i) to (xii) below]	35,596.39	22,704.76
Vehicle loans (secured) [refer note (xiii) below]	68.42	39.28
Others		
Debt portion of compulsory convertible debentures [refer note (xiv) below]	3,430.96	3,430.96
Current maturity of long term borrowings :		
Term loans (secured) [refer note (i) to (xii) below]	4,001.33	5,720.08
Vehicle loans (secured) [refer note (xiii) below]	24.51	32.56

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Interest accrued	139.20	209.18
Total	**43,260.81**	**32,136.82**
Less: Amount disclosed under "other current financial liabilities" [refer note 18(iii)]	4,165.04	6,310.65
	39,095.77	**25,826.17**
Aggregate Secured loans	39,829.85	28,705.86
Aggregate Unsecured loans	3,430.96	3,430.96

Term loan from banks :

i) Term loan from Yes Bank Limited amounting to Nil (March 31, 2020: Rs. 6,886.85 lakhs) was secured by way of first pari passu charge on the movable fixed assets (excluding assets/equipments/vehicles specifically charged to other lenders) and immovable fixed assets both present and future.The loan has been taken over by State Bank of India in the current year. The term loan carried interest rate of 8.80% p.a. to 9.60% p.a.

ii) Term loan from Yes Bank Limited amounting to Nil (March 31, 2020: Rs. 1,943.04 lakhs) is secured by way of first pari passu charge on the movable fixed assets (excluding assets/ equipments/ vehicles specifically charged to other lenders) and immovable fixed assets both present and future. The loan has been repaid in the current year. The term loan carried interest rate of 9.60% p.a.

iii) Term loan from Yes Bank Limited amounting to Rs. 456.36 Lakhs (March 31, 2020: Rs. 2,762.62 Lakhs) is secured by way of first pari passu charge on the movable fixed assets (excluding assets/ equipments/ vehicles specifically charged to other lenders) and immovable fixed assets both present and future. The loan is repayable in 20 structured quarterly instalments commnenced from 28 February 2019 carrying interest rate ranging from 8.80% p.a. to 9.60% p.a.

iv) Term loan from IndusInd Bank Limited amounting to Rs. 6,583.27 Lakhs (March 31, 2020: Rs. 2,687.33 lakhs) was secured by way of first pari passu charge on the entire fixed assets (moveable and immoveable, excluding vehicles) of the Company, existing and future. The loan was repayable in 16 structured quarterly instalments to be commenced from 30th September 2018 carrying interest rate of 7.75% p.a. to 9.55%. In current year, outstanding buyers credit of last year are converted in Rupee term loan (RTL).

v) Term loan from Yes Bank Limited amounting to Rs. 1,993.47 Lakhs (March 31, 2020: Rs. 2,426.06 Lakhs) was secured by way of first pari passu charge on the movable fixed assets (excluding assets/ equipments/ vehicles specifically charged to other lenders) and immovable fixed assets both present and future. The loan was repayable in 32 structured quarterly instalments to be commenced from 1st December 2017 carrying interest rate of 8.70% p.a. to 9.60% p.a.

vi) Foreign Currency Term loan from IDFC Bank Limited amounting to Rs. 5,873.92 lakhs [Euro 6,740,008] (March 31, 2020: Nil) is secured by way of first pari passu charge on entire fixed assets (moveable and immoveable excluding vehicles) of the company, existing and future. The loan is repayable in 17 structured quarterly instalments commencing from March 31, 2021 carrying interest rate of 4.85% p.a.

Notes forming part of the Consolidated financial statements

vii) Working Capital Term Loan (WCTL) by way of Guaranteed Emergency Credit Line (GECL) under ECLGS scheme of National Credit Guarantee Trustee Company Limited (NCGTC) from Kotak Mahindra Bank amounting Rs. 3,994 lakhs (March 31, 2020: Rs. Nil) is secured by way of second pari passu hypothecation charge on all existing and future current assets of the Company and residual charge on moveable fixed assets of the company. The loan is repayable in 48 equated monthly instalments to be commenced from March 2022 carrying interest rate of 6.95% p.a.

viii) Term loan from IDFC Bank Limited amounting to Nil (March 31, 2020: Rs. 1,791.97 lakhs) is secured by way of first pari passu charge on entire fixed assets (moveable and immoveable excluding vehicles) of the company, existing and future. The loan has been repaid in the current year. The term loan carried interest rate of 8.90% p.a. to 10.50% p.a.

ix) Term loan from State Bank of India amounting to Rs. 5,679.42 lakhs (March 31, 2020: Nil) is secured by way of first pari passu hypothecation charge on entire fixed assets of the company, both present and future including factory land and building with collateral by way of second pari passu charge on the current assets of the company including raw material, stock in process, finished goods, stores and spares, receivables and other current assets, both present and future. The loan is repayable in 16 structured quarterly instalments commnencing from December 31, 2020 carrying interest rate ranging of 9.85% p.a. This loan has been taken over from Yes Bank during the year.

x) Term loan facility from ICICI Bank Limited amounting to Rs. 8,213.07 lakhs (March 31, 2020: Rs. 8,600 lakhs) is secured by way of exclusive charge of mortgage/hypothecation/assignment/security interest/ charge/pledge upon following (both present and future) on:

1 Paripassu charge over project developed on the property;

2 All present and future tangible moveable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixture and all other moveable fixed assets in relation to the property

3 All present and future scheduled receivables to the extent received by the borrower

4 The escrow account alongwith all monies credited / deposited therein

5 The DSRA

6 30% of shareholding of the company (Max Towers) being held by Max Estates Limited

7 The security as required by the lender shall be created and perfected in form and manner satisfactory to the lenders and shared on pari passu basis between the lenders

8 Post creation of security, the project shall provide a security cover of 2 times during the entire tenure of facility on outstanding loan amount

xi) Term loan facility from ICICI Bank Limited amounting to Rs. 3,859.23 lakhs (March 31, 2020: Rs. 1,500 lakhs) is secured by way of exclusive charge of mortgage/hypothecation/assignment/security interest/ charge/pledge upon following (both present and future) on:

1 Paripassu charge over project developed on Max House Okhla Project;

Notes forming part of the Consolidated financial statements

2 All present and future tangible moveable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixture and all other moveable fixed assets in relation to the property

3 All present and future scheduled receivables to the extent received by the borrower

4 The escrow account alongwith all monies credited / deposited therein

5 The DSRA

6 Corporate guarantee from Max Ventures and Industries Limited and Pharmax Corporation Limited

7 The security as required by the lender shall be created and perfected in form and manner satisfactory to the lenders and shared on pari passu basis between the lenders

xii) Term loan facility from IndusInd Bank Limited amounting to Rs. 2,945 lakhs (March 31, 2020: Rs. Nil) is secured by exclusive charge by way of mortgage/hypothecation/assignment/security interest / charge/pledge upon following (both present and future) on:

1 Equitable mortgage on Project land;

2 All present and future current assets, including lease rental receivables, parking rentals, CAM income, security deposit, sales receivable, any income generated pertaing to the project

3 The escrow account alongwith all monies credited/deposited therein

4 The DSRA

5 30% of shares to be pledged by the borrower company (Max Square Limited)

6 Corporate guarantee from Max Ventures and Industries Limited and Max Estates Limited

As per the terms of loan agreements entered by the Group with its lenders, the Group is required to meet certain financial and non-financial covenants such as Debt service coverage ratio, Debt to EBITDA ratio etc. In case of non-compliance with any of these covenants the non-compliance would be treated as event of default giving lender a right to charge either penal interest or recall the loan or both. During the year, there was no default in meeting any of the covenants.

Vehicle loan (secured) :

xiii) Vehicle loans amounting to Rs. 68.42 Lakhs (March 31, 2020: Rs. 39.28 Lakhs) are secured by way of hypothecation of respective vehicles. The loans are repayable in 3 to 5 years. The rate of interest varies between 7.90% p.a. to 10.00% p.a.

Others:

xiv) Compulsorily convertible debentures are unsecured and have a face value of Rs. 10 each. They bear interest at the rate of 20% per annum, compounded annually, payable as follows-

No interest shall be payable unless the company has surplus cash flows in the financial year; surplus cash flow will be used to pay all accrued but unpaid interest on these compulsorily convertible debentures.

Notes forming part of the Consolidated financial statements

Undrawn borrowings:

There are undrawn long term borrowings of Rs. 21,055 lakhs as at March 31, 2021 (March 31, 2020: Rs. Nil).

14. Other non current financial liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Security deposits	1,702.29	982.60
Interest accrued {refer note 13(xiv)}	607.23	27.11
Deferred liabilities	169.13	239.30
	2,478.65	**1,249.01**

15. Long term provision

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits		
Provision for gratuity (refer note 35.0)	860.24	708.99
	860.24	**708.99**

16. Deferred tax (liabilities)/assets

(i) Deferred tax liability

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deferred tax liabilities		
Accelerated depreciation for tax purposes	(5,378.48)	(6,434.71)
Other items giving rise to temporary differences	(122.21)	(3.82)
Impact on fair valuation of investments	-	(689.19)
Gross deferred tax liabilities (a)	**(5,500.69)**	**(7,127.72)**
Deferred tax assets		
Expenses allowable on payment basis	571.85	713.99
Allowance for doubtful debts	25.28	42.64
Other items giving rise to temporary differences	52.48	34.39
MAT credit entitlement*	3,509.89	1,173.10
Unabosorbed depreciation/losses*	1,145.30	4,734.09
Gross deferred tax assets (b)	**5,304.80**	**6,698.21**
Deferred tax (liabilities)/asset (net)	**(195.89)**	**(429.51)**
Disclosed as		
Deferred tax liabilities	(520.48)	(867.31)

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Deferred tax asset	324.59	437.80
Deferred tax (liabilities)/asset (net)	**(195.89)**	**(429.51)**

*Includes MAT credit and unabsorbed depreciation in relation to one of the group's subsidiary company amounting to Rs. 3,466.06 lakhs and and Rs. 368.33 lakhs respectively (March 31, 2020: Rs. 1,124.98 lakhs and 4,705.10 lakhs respectively) on which the subsidiary company has recognized deferred tax asset. The management at the end of each reporting period, asseses Company's ability to recognize deferred tax assets on tax credits and unabsorbed depreciation carried forward, taking into account forecasts of future taxable profits and the law and jurisdiction of the taxable items and the assumptions on which these projections are based. The management based on the future profitability projections considering expected future market, economic conditions and tax laws is confident that there would be sufficient taxable profits in future which will enable the Company to utilize the above deferred tax assets on unabsorbed depreciation and carry forward tax credits.

17. Other non current liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Government grants	1,250.34	1,287.06
	1,250.34	**1,287.06**
Movement of government grant is as below:		
At the beginning of the period	1,287.06	1,329.03
Received during the period	170.52	-
Released to the statement of profit and loss	(207.24)	(41.97)
At the end of the period	**1,250.34**	**1,287.06**

* Government grant is pertaining to duty saved under EPCG and advance license for import of capital goods and raw material.

18. Current financial liabilities

(i) Borrowings

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
From Bank		
Cash credit from banks (secured) [refer note (i) below]	-	3,299.15
Working capital demand loan (secured) [refer note (ii) below]	6,140.62	9,186.33
Buyers credit (secured) [refer note (iii) below]	1,309.55	11,846.97
Packing credit (secured) [refer note (iv) below]	493.31	-
	7,943.48	**24,332.45**

Notes forming part of the Consolidated financial statements

Notes

(i) **Cash credit facilities:**

Cash credit facilities from IndusInd Bank Limited, Yes Bank Limited and IDFC Bank Limited are repayable on demand and are secured by a first pari passu hypothecation charge on all current assets of the Company, both present and future. The rate of interest on cash credit varies between banks ranging from 9.70% p.a. to 10.50% p.a. and are repayable on demand.

Cash credit facilities from HDFC Bank are repayable on demand and are secured by a first pari passu charge on entire stocks and book debts of the Company. The rate of interest on cash credit was 9.25% p.a. and are repayable on demand.

Cash credit facilities from State Bank of India, Kotak Mahindra Bank and ICICI bank are repayable on demand and are secured by a first pari passu hypothecation charge on all current assets of the Company and a residual hypothecation charge on all existing and future moveable fixed assets of the Company. The rate of interest on cash credit varies between banks ranging from 8.20% p.a. to 9.40% p.a. and are repayable on demand.

(ii) **Working capital demand loan:**

Working capital demand loan from IDFC Bank Limited, Yes Bank Limited and IndusInd bank are repayable on demand and are secured by a first pari passu hypothecation charge on all current assets of the Company, all present and future. The tenor of WCDL ranges between 30 to 180 days. The rate of interest on working capital demand loans varies between 7.05% p.a. to 11% p.a.

Working capital demand loan from HDFC Bank are repayable on demand and are secured by a first pari passu charge on entire stocks and book debts of the Company. The tenor of WCDL is 7 to 180 days. The rate of interest on working capital demand loans varies between 7.05% p.a. to 8.75% p.a.

Working capital demand loan from State Bank of India and Kotak Mahindra Bank Limited are repayable on demand and are secured by a first pari passu hypothecation charge on all current assets of the Company and a residual hypothecation charge on all existing and future moveable fixed assets of the Company. The tenor of WCDL ranges between 30 to 180 days. The rate of interest on working capital demand loans varies between 7.10% p.a. to 9% p.a.

Working capital demand loan from ICICI Bank are repayable on demand and are secured by a first pari passu charge on current assets of the company, both present and future and a residual charge on moveable fixed assets of the company, both present and future. The tenor of WCDL ranges between 30 to 365 days. The rate of interest on working capital demand loans varies between 9.14% p.a. to 9.75% p.a.

(iii) **Buyer credit :**

Buyers credit against facility from ICICI Bank Limited amounting to Rs. 1,309.55 Lakhs as on March 31, 2021 is secured by way of hypothecation over the vacuum Metallizer procured under the Buyers credit facility both present and future on an exclusive charge basis. Buyers credit foreign curreny facility from IndusInd bank limited amounting to Rs. Nil (March 31, 2020: Rs. 11,846.97

Notes forming part of the Consolidated financial statements

Lakhs) has been converted into term loan in current year.

There is undrawn borrowing of INR 280 lakhs out of the sanctioned limit of INR 1600 lakhs of Buyers credit limit for vacuum metalizer.

(iv) **Packing credit in foreign currency:**

Packing credit foreign currency facility from Yes Bank Limited are secured by a first pari passu hypothecation charge on all current assets of the Company, all present and future. The tenor of PCFC is 180 days. The rate of interest on packing credit foreign currency facility is 2.45% p.a.

Undrawn borrowings:

Cash credit/ Working capital demand loan/ Packing credit/ Bill discounting facilities from State Bank of India,Yes Bank Limited, Kotak Mahindra Bank Limited, IndusInd Bank Limited, IDFC Bank Limited, HDFC Bank Limited and ICICI Bank Limited have been sanctioned to the tune of Rs 3,000 Lakhs, Rs 3000 lakhs, Rs 5,000 Lakhs, Rs. 2,000 Lakhs, Rs 4,000 Lakhs, Rs. 4,000 Lakhs and Rs. 6000 Lakhs respectively. The amount undrawn against the sanctioned facility as on March 31, 2021 from State Bank of India,Yes Bank Limited, Kotak Mahindra Bank Limited, IndusInd Bank Limited, IDFC Bank Limited, HDFC Bank Limited and ICICI Bank Limited is Rs. 2,200 lakhs, Rs. 2,506.69 Lakhs, Rs. 2,458.72 Lakhs, Rs. 566.96 Lakhs, Rs. 289.75 Lakhs, Rs. 1,968.52 Lakhs and Rs. 1,189.39 Lakhs respectively. Drawn borrowing includes non fund facilities{(Letter of credit- State Bank of India,Yes Bank Limited, Kotak Mahindra Bank Limited, IndusInd Bank Limited, IDFC Bank Limited, HDFC Bank Limited and ICICI Bank Limited Nil, Nil, Rs 741.28 Lakhs, Rs. 933.04 Lakhs, Rs. 3,202.17 Lakhs, Nil and Rs. 2,000.00 Lakhs respectively), (Bank guarantee Yes Bank Limited, Kotak Mahindra Bank Limited, IndusInd Bank Limited, IDFC Bank Limited, HDFC Bank Limited Limited and ICICI Bank Limited 1 Lakhs, Nil, Rs 500 Lakhs, Nil, Nil and Rs. 500 Lakhs respectively)}.

(ii) Trade payables

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises	892.81	444.22
Total outstanding dues of creditors other than micro enterprises and small enterprises #	13,035.92	13,555.05
	13,928.73	**13,999.27**

Trade payables include due to related parties. Refer note 39 (b) for amount due to related parties.

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 0 - 180 day terms

Notes forming part of the Consolidated financial statements

(iii) Other current financial liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Current maturity of long term borrowings (refer note 13)	4,165.04	6,310.65
Security deposits	153.34	234.22
Capital creditors	315.43	104.52
Deferred liabilities	444.85	325.61
Premium on redemption of CRPS {refer note 39 (a)}	-	3,340.14
	5,078.66	**10,315.14**

(iv) Derivative instruments at fair value through profit or loss

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Derivatives not designated as hedges		
Foreign exchange forward contracts	0.81	-
	0.81	-

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, intended to reduce the level of foreign currency risk for expected sales and purchases.

19. Short term provision

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits		
- Provision for leave encashment	396.75	339.20
- Provision for gratuity (refer note 35.0)	72.18	65.75
	468.93	**404.95**

20. Other current liabilities

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Advance from customers	1,367.87	686.11
Government Grant	564.60	291.56
Unearned income	3.39	3.41
Statutory dues	1,107.18	615.63
	3,043.04	**1,596.71**
Movement of government grant is as below:		
At the beginning of the period	291.56	291.56
Received during the period	702.83	1,114.94
Released to the statement of profit and loss	(429.79)	(943.93)
At the end of the period	**564.60**	**291.57**

Notes forming part of the Consolidated financial statements

21. Revenue from operations

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Sale of products		
Revenue from operation		
Bi-axially oriented polypropylene film	109,048.95	94,348.82
Revenue from sale of constructed properties, lease income and facility management	4,972.77	38,592.02
Total	**114,021.72**	**132,940.84**
Revenue from services		
Income from shared services {refer note 39(a)}	230.58	232.93
Other operating income		
Net gain on sale of non- current investments	637.23	986.40
Fair value gain on non-current investments at fair value through profit or loss	-	1,807.80
Export benefits*	356.42	469.63
Waste of plastic sale/ scrap sale	430.54	412.70
Income from government grant	1,552.31	1,369.75
Others	0.34	1.49
Total	**117,229.14**	**138,221.54**

Reconciling the amount of revenue recognised in the Statement of profit and loss with the contracted price:

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Revenue as per contracted price	116,473.60	135,404.54
Adjustments:		
Discounts and others (includes cash discount)	(2,451.88)	(2,463.70)
Revenue from contract with customers	**114,021.72**	**132,940.84**

Performance obligation

The performance obligation is satisfied upon delivery of the goods and payment is generally due within 30 to 180 days from delivery.

*Export benefits include benefit on account of Merchandise Export of India Scheme (MEIS) till the period ended December 31, 2020. Benefits under MEIS are not available for exports made w.e.f. January 01, 2021. Government of India has decided to extend the benefit of the Scheme for Remission of Duties and Taxes on Exported Products (RoDTEP) to all export goods with effect from 1st January, 2021. The rates under the scheme have not been notified till the date of approval of these Consolidated Ind AS financial statements. Accordingly no benefit has been accrued for the period January 01, 2021 to March 31, 2021 in these Consolidated Ind AS financial statements. As and when the rates are notified, the effect of the export benefits shall be taken in the books of account.

Notes forming part of the Consolidated financial statements

22. Other income

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Interest income on		
- on fixed deposits*	595.92	740.11
- on security deposit*	120.36	6.22
Gain on mutual fund investments	1.83	260.82
Liabilities/provisions no longer required written back	26.65	26.97
Gain on foreign exchange fluctuation (net)	902.91	651.27
Miscellaneous income	114.98	42.68
	1,762.67	**1,728.07**

* on financial assets at amortised cost

23. Cost of raw materials consumed/ cost of land, plots, development rights, constructed properties and others

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Inventories at beginning of year	5,721.50	5,401.18
Add: Purchases during the year	76,255.68	76,109.07
Less: inventory at the end of year	8,920.33	5,721.50
Cost of raw materials consumed	**73,056.85**	**75,788.75**

24. Change in inventories of finished goods/ constructed properties, work in progress and traded goods

a) Inventories at the end of the year

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Work in progress-		
Real Estate	3,040.08	4,598.06
BOPP Film	3,046.20	2,581.40
Finished goods*	2,533.15	2,309.60
	8,619.43	**9,489.06**

Notes forming part of the Consolidated financial statements

b) Inventories at the beginning of the year

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Work in progress-		-
Real Estate	4,598.06	75,679.20
BOPP Film	2,581.40	2,250.39
Finished goods	2,309.60	1,408.89
	9,489.06	**79,338.48**
Transferred to investment property	-	45,031.93
Net decrease in finished goods, traded goods and work-in-progress (b-a)	**869.62**	**24,817.49**
Details of inventory		
Work-in-progress		
BOPP Film	3,046.20	2,581.40
Real Estate	3,040.08	4,598.06
	6,086.28	**7,179.46**
Finished goods		
BOPP Film	2,533.15	2,309.60
	2,533.15	**2,309.60**

25. Employee benefits expense

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Salaries, wages and bonus*	5,177.77	4,789.26
Contribution to provident and other funds (refer note 35.2)	243.09	235.66
Employee stock option scheme	98.25	14.10
Gratuity expense (refer note 35.0)	138.71	119.00
Staff welfare expenses	254.53	257.77
	5,912.35	**5,415.79**

Notes forming part of the Consolidated financial statements

26. Finance costs

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Interest on term loan:		
(a) Interest expense	4,596.81	4,489.14
(b) Exchange differences regarded as an adjustment to borrowing costs	82.36	407.50
Interest on lease liabilities (refer note 34C)	356.06	335.68
Interest on others**	1,452.70	1,435.76
Bank charges	148.76	747.98
	6,636.69	**7,416.06**
Less: Finance cost capitalised (refer note 3 and 3A)	(869.01)	(320.82)
	5,767.68	**7,095.24**

27. Depreciation and amortization expense

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation of tangible assets and investment property (refer note 3 and 3A)	4,383.04	4,179.74
Depreciation of right-of-use assets (refer note 34C)	489.03	357.99
Amortization of intangible assets (refer note 4)	86.87	73.97
	4,958.94	**4,611.70**

28. Other expense

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Consumption of stores and spares	977.75	776.23
Power and fuel***	6,096.53	5,523.73
Processing charges	85.72	52.74
Recruitment and training expenses	41.57	38.39
Rent (refer note no 34C)	377.99	617.21
Insurance expenses	312.79	223.75
Rates and taxes	98.83	117.84
Repairs and maintenance:		
Building	794.45	407.75
Plant and equipments	712.85	575.56
Others	354.71	425.62
Printing and stationery	23.82	30.70
Travelling and conveyance	305.10	489.10
Communication costs	29.54	52.52
Legal and professional (refer note no 28.1)	1,097.71	866.12
Directors' sitting fees {refer note no 39(a)}	114.78	128.18

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Advertisement and sales promotion	450.77	650.39
Commission to other than sole selling agents	67.63	113.56
Freight and forwarding charges	4,529.08	3,491.71
Quality discount	77.81	83.48
Loss on sale of property, plant and equipment (net)	320.45	0.43
Bad debts written off	-	165.54
Charity and donation	1.93	5.60
CSR expenditure (refer note no 40)	187.15	116.20
Shared service charges {refer note no 39(a)}	162.03	254.68
Miscellaneous expenses	319.14	322.21
	17,540.13	**15,529.25**

* Salaries, wages and bonus are net of Rs. 36.76 Lakhs (March 31, 2020 : Rs. 14.22 Lakhs) on account of government grant.

** Includes Interest on late payment of advance income tax Rs. 31.73 Lakhs (March 31, 2020 : Rs. 23.50 Lakhs).

*** Power and fuel are net of Rs. 53.16 Lakhs (March 31, 2020 : Rs. 606.13 Lakhs) on account of government grant, net of reversal during the year.

28.1 Payment to auditor (included in legal and professional fee)

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
As auditor:		
Audit fee	47.00	59.73
Other services (certification fees)	10.00	13.25
Reimbursement of expenses	4.81	1.47
	61.81	**74.45**

29. The subsidiaries and step down subsidiaries follow financial year as accounting year. The financial statements of Max Speciality Films Limited, Max Estates Limited, Max I. Limited, Max Asset Services Limited, Max Square Limited and Max Towers Private Limited have been consolidated from the date of incorporation/acquisition of these entities. The financial statements of Pharmax Corporation Limited have been consolidated from the date of acquisition i.e. November 25, 2019 (also refer note 43). The below is the summary of principal activities of these entities and proportion of ownership of the Holding Company:

Notes forming part of the Consolidated financial statements

Name of the subsidiary	Principal activities	Country of incorporation	Proportion of ownership as at	
			March 31, 2021	March 31, 2020
Subsidiary				
Max Speciality Films Limited	Manufacturing and selling of a wide range of sophisticated packaging unmetallised BOPP films and metallised BOPP films including High Barrier films, Thermal Lamination films and Leather finishing foils;	India	51%	51%
Max Estates Limited	Construction and development of residential and commercial properties	India	100%	100%
Max I. Limited	Making investments in various companies and primarily engaged in growing and nurturing these business investments	India	100%	100%
Max Asset Services Limited (formerly known as Max Learning Limited)	Facility management services for commerical real estate	India	100%	100%
Max Square Limited (formerly known as Northern Propmart Solutions Limited)	Construction and development of residential and commercial properties	India	51%	51%
Pharmax Corporation Limited	Construction and development of residential and commercial properties	India	85%	85%
Max Towers Private Limited (formerly known as Wise Zone Builders Private Limited)	Construction and development of residential and commercial properties	India	100%	100%

Notes forming part of the Consolidated financial statements

30. Income taxes

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Income tax expense in the statement of profit and loss comprises :		
Current Income Tax		
Current income tax charge	2,738.08	1,686.18
Adjustment in respect of current income tax of previous year	(104.23)	9.32
Deferred Tax		
Relating to origination and reversal of temporary differences	(156.99)	586.54
Income tax expense reported in the statement of profit or loss	**2,476.86**	**2,282.04**

31. Components of Other comprehensive income (OCI) (Retained earnings)

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Cost of hedging reserve	(155.00)	94.21
Income tax effect	54.24	(32.97)
Re-measurement (gains)/ losses on defined benefit plans (refer note: 35.0)	(75.75)	(65.51)
Income tax related to items recognized in OCI during the period/year	23.40	23.20
Income tax related to items recognized in OCI during the year	**(153.11)**	**18.93**

32. Earnings Per Share (EPS)

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Basic EPS		
Profit after tax (Rs. in Lakhs)	767.83	3,743.04
Net profit for calculation of Basic EPS	**767.83**	**3,743.04**
Weighted average number of equity shares outstanding during the year (Nos.)	146,624,062	146,608,510
Basic earnings per share (Rs.)	**0.52**	**2.55**
Dilutive EPS		
Profit after tax (Rs. in Lakhs)	767.83	3,743.05
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos)	147,169,639	146,802,078
Diluted earnings per share (Rs.)	**0.52**	**2.55**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos)		
Weighted average number of equity shares outstanding during the year (Nos.)	146,624,062	146,608,510
Add: ESOPs	545,577	193,568
	147,169,639	**146,802,078**

33. Income Tax

The major components of income tax expense for the year March 31, 2021 and March 31, 2020 are :

Statement of profit and loss :

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Current income tax :		
Current tax	2,738.08	1,686.18
Adjustment of tax relating to earlier years	(104.23)	9.32
Deferred tax :		
Relating to origination and reversal of temporary differences	(156.99)	586.54
Income tax expense reported in the statement of profit and loss	**2,476.86**	**2,282.04**
OCI section :		
Deferred tax related to items recognised in OCI during in the year :		
Net loss/(gain) on remeasurements of defined benefit plans	23.40	(9.77)
Net loss/(gain) on remeasurements of cash flow hedge	54.24	-
Tax related to items recognized in OCI during the period/year	**77.64**	**(9.77)**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020:

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Accounting profit before tax	8,186.35	6,691.39
Accounting profit/ (loss) before income tax	**8,186.35**	**6,691.39**
At India's statutory income tax rate of 25.17%, 29.12 % and 34.944% (March 31, 2020: 25.17%, 29.12 % and 34.944%)	3,404.81	1,991.81
Non-Taxable Income for tax purposes:		

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Others	(106.81)	(182.28)
Non-deductible expenses for tax purposes:		
Other non-deductible expenses	333.67	44.02
Tax relating to earlier years	(104.23)	41.00
Others		
Impact of change in tax rate for future period*	(1,551.44)	-
Others	126.86	-
Losses of subsidiary not being considered for deferred tax	374.00	387.49
At the effective income tax rate	**2,476.86**	**2,282.04**
Income tax expense reported in the statement of profit and loss	2,476.86	2,282.04
Total tax expense	**2,476.86**	**2,282.04**

*One of the Group Company Max Speciality Films Limited (MSFL) continues to pay income tax under older tax regime and has not opted for lower tax rate pursuant to Taxation Law (Amendment) Ordinance, 2019 considering the accumulated MAT credit, losses and other benefits under the Income Tax Act, 1961. MSFL plans to opt for lower tax regime once these benefits are utilised in near future. Accordingly, deferred tax liability on temporary differences which are expected to reverse after opting for lower tax regime, as per management's estimate, amounting to Rs. 1,551.44 lakhs have been reversed through Profit and loss account for the period.

Deferred tax relates to the following:

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Deferred tax liabilities		
Accelerated depreciation for tax purposes	(5,378.48)	(6,434.71)
Other items giving rise to temporary differences	(122.21)	(3.82)
Impact on fair valuation of investments	-	(689.19)
Gross deferred tax liabilities (a)	**(5,500.69)**	**(7,127.72)**
Deferred tax assets		
Expenses allowable on payment basis	571.85	713.99
Allowance for doubtful debts	25.28	42.64
Other items giving rise to temporary differences	52.48	34.39
MAT credit entitlement	3,509.89	1,173.10
Unabosorbed depreciation/losses	1,145.30	4,734.09
Gross deferred tax assets (b)	**5,304.80**	**6,698.21**
Deferred tax (liabilities)/asset (net)	**(195.89)**	**(429.51)**
Disclosed as		
Deferred tax liabilities	(520.48)	(867.31)
Deferred tax asset	324.59	437.80
Deferred tax (liabilities)/asset (net)	**(195.89)**	**(429.51)**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Reconciliation of deferred tax liabilities (net):		**(Rs. in Lakhs)**
Particulars	**March 31, 2021**	**March 31, 2020**
Opening balance as of	429.51	(418.64)
Tax (income)/expense during the period recognised in the statement of profit or loss	(156.99)	586.55
Tax (income)/expense during the period recognised in OCI	(76.63)	1.13
Net balance	**195.89**	**169.04**
Mat credit	-	260.47
Closing balance as of	**195.89**	**429.51**

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

34. a. Commitments and contingencies

A. Contingent liabilities not provided for

(Rs. in Lakhs)

S. No.	Particulars	As at March 31, 2021	As at March 31, 2020
i.	Claims against the Group not acknowledged as debts {Refer note (a)}	167.78	141.92
ii.	Contingent liability for pending C form's from customers {Refer note (b)}	22.56	23.90
iii	Bank guarantee {Refer note (e)}	5,000.00	-

Note:

a. Contingent liability with respect to item (i) above represents disputed excise, service tax and goods and service tax demands pertaining to various years ranging from Financial Year 2006-07 to 2020-21.

All these matters are pending with various judicial/appellate authorities and the Group believes that it has merit in these cases and more likely than not the Company will succeed in these cases.

Contingent liability with respect to item (i) above also includes an amount Rs 132.10 lakhs related to valuation of waste and scrap for captive consumption, wherein the appeal filed by the subsidiary Company Max Speciality Films Limited for the financial year 2015-16 is pending with the Commissioner (Appeals), Ludhiana.

b. Contingent liability for pending C forms from customers represent pending liability against C forms for FY 2017-18 upto June 30, 2017. The subsidiary company is under process of collecting the same from respective customers and believes that the same would be collected before assessment of respective years.

Notes forming part of the Consolidated financial statements

c There are numerous interpretative issues relating to the Hon'ble Supreme Court (SC) judgement on Provident Fund dated 28 February, 2019. As a matter of caution, the Company has made a provision on a prospective basis from the date of the SC order. The Group will update its provision on receiving further clarity on the subject.

d During the year ended March 31, 2020, one of the subsidiary company received an order from the Assessing Officer (AO) for AY 2017-18 making certain disallowances and thereby reducing the returned losses for such year by Rs. 634.32 lakhs. The management has filed an appeal against such order of the AO with the Commissioner of Income Tax (Appeals) and based on discussion with legal consultants, is confident that such disallowances will not sustain. Hence, no provision or contingency has been made in these consolidated Ind AS financial statements.

e The Group has given a bank guarantee of Rs. 5,000 lakhs issued by ICICI Bank Limited in favour of Piramal Enterperises for bid submitted for Delhi One project.

B. Capital and other commitments

a. Capital commitment

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for	6,920.68	3,154.89
Less: Capital advances (refer note 7)	(675.09)	(277.50)
Net capital commitment for acquisition of capital assets	**6,245.59**	**2,877.39**

b. Other commitments

During the year the Group has invested Rs. 49.92 lakhs in 0.001% non cumulative compulsory convertible preference shares of Aliferous Technologies Private Limited. The Group has committed to invest further Rs. 49.90 lakhs towards these preference shares.

C. Comitments and contingencies

Company as a lessee

The Group has lease contracts for buidling (other than factory building) from its related parties. The leases generally have lease terms 33 months to 108 months. The Group's obligations under its leases are secured by the lessor's title to the leased assets. The Group is restricted from assigning or sub leasing the leased assets.

The Group has certain leases with lease terms of 12 months or less and leases with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Notes forming part of the Consolidated financial statements

The carrying amounts of right-of-use assets recognised and the movements during the year:

(Rs. in Lakhs)

Particulars	Building	Total
As at April 01, 2019	467.45	467.45
Additions	2,810.57	2,810.57
Reclassified from prepaid expenses	17.28	17.28
Depreciation expense	357.99	357.99
As at March 31, 2020	**2,937.31**	**2,937.31**
Additions	491.58	491.58
Depreciation expense	489.03	489.03
As at March 31, 2021	**2,939.85**	**2,939.85**

The carrying amounts of lease liabilities and the movements during the year:

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
As at April 01, 2019	467.45	3,096.49
Additions	2,798.53	2,798.53
Accretion of interest	335.68	335.68
Payments	505.17	505.17
As at March 31, 2020	**3,096.49**	**3,096.49**
Additions	362.96	362.96
Accretion of interest	356.06	356.06
Payments	681.47	681.47
As at March 31, 2021	**3,134.04**	**3,134.03**

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Current lease liabilities	298.96	300.73
Non-current lease liabilities	2,835.08	2,795.76
Total	**3,134.04**	**3,096.49**

The details regarding the maturity analysis of lease liabilities as at March 31, 2021 and March 31, 2020 on an undiscounted basis:

(Rs. in Lakhs)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Within one year	645.41	624.39
After one year but not more than five years	1,984.56	1,718.50
More than five years	505.84	3,025.08
Total	**3,135.81**	**5,367.97**

Notes forming part of the Consolidated financial statements

Considering the lease term of the leases, the effective interest rate for lease liabilities is in the range of 9.40% to 11%.

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

The following are the amounts recognised in profit or loss:

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation expense of right-of-use assets	489.03	357.99
Interest expense on lease liabilities	356.06	335.68
Total amount recognised in profit or loss	**845.09**	**693.67**

35. Gratuity

The Group has a defined benefit gratuity plan. Under Gratuity Plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service.

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Max Speciality Films Limited has purchased insurance policy, which is basically a year - on - year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rate (in particular, the significant fall in interest rates), which should result in a increase in liability without corresponding increase in the asset.

Description of risk exposures

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow:

i) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

ii) Discount Rate : Reduction in discount rate in subsequent valuations can increase the plan's liability.

iii) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

iv) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability

The following table summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans :

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

		March 31, 2021	March 31, 2020
a)	**Reconciliation of opening and closing balances of defined benefit obligation**		
	Defined benefit obligation at the beginning of the period/year	836.41	664.06
	Interest costs	53.24	45.42
	Current service cost	97.82	78.47
	Benefit paid	(75.12)	(24.35)
	Acquisition adjustment	0.32	7.30
	Remeasurement of (Gain)/loss in other comprehensive income	78.38	65.51
	Defined benefit obligation at period/year end	**991.05**	**836.41**
b)	**Reconciliation of opening and closing balances of fair value of plan assets**		
	Fair value of plan assets at beginning of the period/year	61.67	59.67
	Interest Income	3.95	4.29
	Benefits paid	(6.99)	(2.29)
	Fair value of plan assets at year end	**58.63**	**61.67**
c)	**Net defined benefit (liability)/ asset recognized in the balance sheet**		
	Fair value of plan assets	58.63	61.67
	Present value of defined benefit obligation	(991.05)	(836.41)
	Amount recognized in balance sheet - (liability)/ asset	**(932.42)**	**(774.74)**
	Current	(72.18)	(65.75)
	Non current	(860.24)	(708.99)
		(932.42)	**(774.74)**
d)	**Other comprehensive income**		
	Actuarial changes arising from changes in demographic assumptions	(0.32)	0.17
	Actuarial changes arising from changes in financial assumptions	(8.17)	(10.79)
	Actuarial changes arising from changes in experience adjustments	(69.88)	(54.88)
	Capitalised as investment property/cost of goods sold	2.62	-
		(75.75)	**(65.51)**
e)	**Net defined benefit expense (recognized in the statement of profit and loss for the period/year**		
	Current service cost	96.25	78.47
	Interest cost on benefit obligation	49.29	45.42

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

		March 31, 2021	March 31, 2020
	Capitalised as investment property / cost of goods sold	(6.83)	(4.88)
	Net defined benefit expense debited to statement of profit and loss	**138.71**	**119.00**
f)	**Broad categories of plan assets as a percentage of total assets**		
	Insurer managed funds in Max Speciality Films Limited , Subsidiary	100%	100%
g)	**Principal assumptions used in determining defined benefit obligation**		
	Assumption particulars		
	Discount rate	6.50%	6.55%
	Future Salary Increases	8.00%	8.00%
	Mortality Rate (% of IALM 12-14)	100.00%	100.00%
h)	**Quantitative sensitivity analysis for significant assumptions is as below:**		
	Increase / (decrease) on present value of defined benefits obligations at the end of the period/year		
	Discount rate		
	Increase by 0.50%	(38.36)	(58.86)
	Decrease by 0.50%	43.31	66.59
	Salary growth rate		
	Increase by 0.50%	39.70	62.63
	Decrease by 0.50%	(40.62)	55.02
i)	**Maturity profile of defined benefit obligation (valued on undiscounted basis)**		
	Within the next 12 months (next annual reporting period)	71.75	65.75
	Between 2 and 5 years	313.26	268.90
	Beyond 5 Years	606.04	501.76
	Total expected payments	**991.05**	**836.41**

j) The average duration of the defined benefit plan obligation at the end of the reporting period is 7- 21 years (March 31, 2020: 12 - 21 years)

k) The Group expects to contribute Rs 71.13 Lakhs (March 31, 2020: Rs. 63.42 Lakhs) to the planned assets during the next financial year.

l) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the Actuary.

Notes forming part of the Consolidated financial statements

m) Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

n) The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

o) **Risk Exposure**

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

35.1 Employee Stock Option Plan

Employee Stock Option Plan – 2006 ("the 2006 Plan"):

Pursuant to the Scheme of demerger, with respect to the employee's stock options granted by the demerged company i.e. Max Financial Services Limited (MFS) to its employees {irrespective of whether they continue to be employees of MFS or become employees of Max Ventures and Industries Limited (MVIL)} shall be allotted one stock option by MVIL under the new ESOP scheme for every five stock option held in MFS. Accordingly, ESOP outstanding as on the effective date in MFS shall be allocated between the demerged company and resulting companies. Accordingly, 500,712 stock options were granted to the employees of MFSL and outstanding as on effective date i.e. January 15, 2016 are eligible for stock options under new ESOP scheme on similar terms and conditions. Further, the Nomination and Remuneration Committee, in its meeting held on March 23, 2018, granted 193,570 stock options to certain employees effective from April 1, 2018 under the 2006 Plan.

Notes forming part of the Consolidated financial statements

The details of activity under the Scheme are summarized below:

Particulars	March 31, 2021		March 31, 2020	
	Number of options	Weighted average exercise price (Rs.)	Number of options	Weighted average exercise price (Rs.)
Outstanding at the start of the year	193,570	67.40	216,850	62.77
Option grant during the year	976,032	12.90	-	-
Lapsed during the year	82,890	67.40	-	-
Exercised during the year	-	-	23,280	24.27
Outstanding at the end	1,086,712	18.45	193,570	67.40
Exercisable at the end	110,680	67.40	82,890	67.40

For options exercised during the year, the weighted average share price at the exercise date was Nil (March 31, 2020: Rs 24.27) per share.

The weighted average remaining contractual life for the stock options outstanding as at March 31, 2021 are as follows:

Date of grant	March 31, 2021		March 31, 2020	
	Number of options	Weighted average remaining life in years	Number of options	Weighted average remaining life in years
01-04-2018 (Grant Type I)	55,103	1.00	110,205	1.50
01-04-2018 (Grant Type II)	55,577	1.50	83,365	2.00
04-06-2020 (Grant Type III)	976,032	3.68	-	-

MVIL has constituted an Employee Stock Option Plan - 2016 which have been approved by the Board in the meeting held on 9th August 2016 and by shareholders of MVIL in its annual general meeting held on September 27, 2016 based on similar terms and conditions to the relevant ESOP plan of MFSL. During the year ended March 31, 2021, Nil (March 31, 2020 - 23,280) number of stock options were exercised by the aforesaid option holders. The 2016 Plan provides for grant of stock options aggregating not more than 5% of number of issued equity shares of MVIL to eligible employees of MVIL. Further, MVIL extended the ESOP plan to directors and employees of its subsidiaries by obtaining approval of the shareholders in its annual general meeting held on September 24, 2019. The 2016 Plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors.

The 2016 Plan gives an option to the employee to purchase the share at a price determined by Nomination and Remuneration committee (NRC) subject to minimum par value of shares (Rs. 10/-). MVIL has valued employee stock option outstanding as at year end presuming all the employees will exercise their option in favor of equity settlement based on trend.

Notes forming part of the Consolidated financial statements

35.2 Provident Fund

The Holding Company and Max Speciality Films Limited, subsidiary of the Company is participating in a provident fund trust "Max Financial Services Limited Employees Provident Trust Fund" which is a common fund for Max India Limited and its affiliates, which is managed by Max Financial Services Limited. The provident fund trust requires that interest shortfall shall be met by the employer, accordingly it has been considered as a defined benefit plan as per Ind AS-19.

The interest rate payable to the members of the Trust shall not be lower than the statutory rate of interest declared by the Central government under the Employees Provident Funds and Miscellaneous Provisions Act, 1952, and shortfall, if any, shall be made good by the Group.

The Actuarial Society of India has issued the final guidance for measurement of provident fund liabilities. The actuary has accordingly provided a valuation for "Max Financial Services Limited Employees Provident Trust Fund" which is a common fund for Max Financial Services Limited and its affiliates based on assumptions provided below.

The details of fund and plan asset position as at March 31, 2021 and March 31, 2020 as per the actuarial valuation of active members are as follows:

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Plan assets at year end at fair value	3,460.36	3,032.65
Present value of defined benefit obligation at year end	3,442.56	3,006.76
Surplus as per actuarial certificate	17.80	25.89
Shortfall recognized in balance sheet	**-**	**-**
Active members as at year end (Nos)	414	424

Assumptions used in determining the present value obligation of the interest rate guarantee under the deterministic approach:

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Discount rate	5.18%	5.45%
Yield on existing funds	8.51%	8.51%
Expected guaranteed interest rate	8.50%	8.50%

Contribution to Defined benefit Plan, recognized as expense for the year is as under:

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Employer's Contribution towards Provident Fund (PF)	120.30	106.09
	120.30	**106.09**

Notes forming part of the Consolidated financial statements

36. Hedging activities and non derivatives

Non derivative designated as hedging instruments.

Effective 07 July 2020, one of the group company has adopted cash flow hedging which comprises of non-derivative hedging instruments designated for hedging the foreign exchange rate of highly probable forecast transactions. The effective portion of changes in the fair value of the non-derivative hedging instruments that were designated and qualified as cash flow hedges was recognised in the other comprehensive income.

37. Fair value of financial instruments

The comparison of carrying value and fair value of financial instruments by categories that are not measured at fair value:

(Rs. in Lakhs)

Category	Carrying value		Fair value	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Financial asset at amortized cost				
Non-Current				
Loans (refer note no 5)	816.99	743.70	816.99	743.70
Financial assets (refer note no 5)	10.49	777.27	10.49	777.27
Current				
Loans (refer note no 9)	44.68	88.12	44.68	88.12
Other-current financial assets (9)	2,126.59	1,053.91	2,126.59	1,053.91
Financial asset measured at fair value				
Non-Current				
Investments (refer note no 5)	4,876.02	10,406.99	4,876.02	10,406.99
Current				
Current derivative instruments (refer note no 9)	-	124.78	-	124.78
Current investments (refer note no 9)	-	2,787.30	-	2,787.30
Financial liabilities at amortized cost				
Non-Current borrowings including current maturities {refer note 13 and (18(iii)}	43,260.81	32,136.82	43,260.81	32,136.82
Current borrowings {refer note 18(i)}	7,943.48	24,332.45	7,943.48	24,332.45
Financial liabilities measured at fair value				
Current				
Current derivative instruments {refer note no 18(iv)}	0.81	-	0.81	-

Notes forming part of the Consolidated financial statements

The Group's management assessed that trade receivables, cash and cash equivalents, other bank balances, loans and advances to related parties, interest receivable, trade payables, capital creditors and other current financial assets and liabilities are considered to be the same as their fair values, due to their short term nature.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Long-term fixed-rate borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

The fair value of loan taken, other non current financial assets and other non current financial liabilities are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use observable inputs in the model, of which the significant observable inputs are market rate of interest which is 9-11% approximately. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

The fair value of investment in unquoted equity shares/ debt instruments and preference shares have been estimated using a discounted cash flow model. The valuation requires the management to make certain assumptions about the model inputs, including growth rate , discount rate etc. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted investments

The Group has investment in quoted mutual funds being valued at quoted market price in active markets.

The Group enters into derivative financial instruments such as foreign exchange forward contracts being valued using valuation techniques, which employs the use of market observable inputs. The Company uses Mark to Market provided by Bank for valuation of these derivative contracts.

The fair values of the Group's interest-bearing borrowings are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2021 was assessed to be insignificant.

Fair value hierarchy

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

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

Notes forming part of the Consolidated financial statements

(i) Quantitative disclosure of fair value measurement hierarchy for financial assets as on March 31, 2021

(Rs. in Lakhs)

Particulars	Carrying value March 31, 2021	Fair value		
		Level 1	Level 2	Level 3
Loans (refer note no 5 (ii))	816.99	-	816.99	-
Current Loans {refer note no 9(iii)}	44.68	-	44.68	-
Other non-current financial assets (refer note no 5}	10.49	-	10.49	-
Other-current financial assets (refer note no 9(vii)}	2,126.59	-	2,126.59	-
Non-Current investments {refer note no 5(i)}	4,876.02	-	-	4,876.02

(ii) Quantitative disclosure of fair value measurement hierarchy for financial assets as on March 31, 2020

(Rs. in Lakhs)

Particulars	Carrying value March 31, 2020	Fair value		
		Level 1	Level 2	Level 3
Loans (refer note no 5 (ii))	743.70	-	743.70	-
Financial assets (refer note no 5)	777.27	-	777.27	-
Current Loans (refer note no 9(iii))	88.12	-	88.12	-
Other-current financial assets (9(vii))	1,053.91	-	1,053.91	-
Non-Current investments {refer note no 5(i)}	10,406.99	-	-	10,406.99
Current derivative instruments (refer note no 9)	124.78	-	124.78	-
Current investments (refer note no 9(i))	2,787.30	2,787.30	-	-

(iii) Quantitative disclosure of fair value measurement hierarchy for financial liabilities as on March 31, 2021

(Rs. in Lakhs)

Particulars	Carrying value March 31, 2021	Fair value		
		Level 1	Level 2	Level 3
Non-Current borrowings including current maturities (refer note 13, 18(iii))	43,260.81	-	43,260.81	-
Current derivative instruments {refer note no 18(iv)}	0.81	-	0.81	-
Current borrowings (refer note 18(i))	7,943.48	-	7,943.48	-

Notes forming part of the Consolidated financial statements

(iv) Quantitative disclosure of fair value measurement hierarchy for financial liabilities as on March 31, 2020

(Rs. in Lakhs)

Particulars	Carrying value March 31, 2020	Fair value		
		Level 1	Level 2	Level 3
Non-Current borrowings including current maturities (refer note 13,18(iii))	32,136.82	-	32,136.82	-
Current borrowings (refer note 18(i))	24,332.45		24,332.45	-

Reconciliation of fair value measurement of investment in unquoted equity shares/debentures/preference shares/venture capital fund measured at FVTPL: (Level III)

(Rs. In Lakhs)

As at March 31, 2019	**10,096.89**
Purchase	83.14
Impact of fair value movement	226.96
Sales	-
As at March 31, 2020	**10,406.99**
Purchase	312.00
Impact of fair value movement	(2,699.89)
Sales	(3,143.02)
As at March 31, 2021	**4,876.08**

The significant unobservable inputs used in the fair value measurement categorised with Level 3 of the fair value hierarchy together with quantitative sensitivity analysis as on March 31, 2021 and March 31, 2020.

Description of significant unobservable inputs to valuation:

Particulars	Valuation technique	Significant unobservable inputs	Increase/ decrease in rate	March 31, 2021	March 31, 2020
Unquoted preference shares and equity shares of Azure Hospitality Private Limited	DCF	Growth Rate	1%	Increase in Growth rate by 1% leads to profit higher by Rs. 535.91 lakhs and decrease in growth rate by 1% leads to profit lower by Rs. 426.86 lakhs.	Increase in Growth rate by 1% leads to profit higher by Rs. 2,394 lakhs and decrease in growth rate by 1% leads to profit lower by Rs. 1,596 lakhs
Unquoted preference shares and equity shares of Azure Hospitality Private Limited	DCF	Discount rate	1%	Increase in Discount rate by 1% leads to profit lower by Rs. 644.44 lakhs and decrease in discount rate by 1% leads to profit higher by Rs. 712.45 lakhs	Increase in Discount rate by 1% leads to profit lower by Rs. 339 lakhs and decrease in discount rate by 1% leads to profit higher by Rs. 355 lakhs

Notes forming part of the Consolidated financial statements

The IAN Fund is a fund holding units in seed and early stage start-up companies and many of the such companies has recently started operations and Investment in Smart Joules Private Limited and Aliferous Technologies Private Limited has also been done recently in the month of Mar 21. The change in the valuation by 1% does not have material impact on the Group, hence not presented above separately.

38. Financial risk management objectives and policies

The Group has instituted an overall risk management programme which also focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses forward covers to hedge foreign currency risk exposures. Financial risk management is carried out by Banking and Forex department under policies approved by the Board of Directors from time to time. The Banking and Forex department, evaluates and hedges financial risks in close co-operation with the various stakeholders. The Board of Directors approves written principles for overall financial risk management, as well as written policies covering specific areas, such as foreign exchange risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The Group is exposed to market risk, credit risk and liquidity risk. These risks are managed pro-actively by the Senior Management of the Group, duly supported by various Groups and Committees.

a) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group employees prudent liquidity risk management practices which inter alia means maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. Given the nature of the underlying businesses, the corporate finance maintains flexibility in funding by maintaining availability under committed credit lines and this way liquidity risk is mitigated by the availability of funds to cover future commitments. Cash flow forecasts are prepared and the utilized borrowing facilities are monitored on a daily basis and there is adequate focus on good management practices whereby the collections are managed efficiently. The Group while borrowing funds for large capital project, negotiates the repayment schedule in such a manner that these match with the generation of cash on such investment. Longer term cash flow forecasts are updated from time to time and reviewed by the Senior management of the Group.

The table below represents the maturity profile of Group's financial liabilities at the end of March 31, 2021 and March 31, 2020 based on contractual undiscounted payments:

(Rs. in Lakhs)

	0-1 Years	1-5 Years	More than 5 Years	Total
March 31, 2020				
Interest bearing borrowings	30,643.10	25,581.67	-	**56,224.77**
Trade payable	13,909.43	-	-	**13,909.43**
Other financial liabilities	3,705.99	-	-	**3,705.99**
March 31, 2021				
Interest bearing borrowings	12,092.58	38,750.39	-	**50,842.97**
Trade payable	13,928.73	-	-	**13,928.73**
Other financial liabilities	913.62	-	-	**913.62**

Notes forming part of the Consolidated financial statements

Interest bearing borrowings

Excludes interest cash outflow as borrowings are on floating rate of interest.

Reconciliation of interest bearing borrowings

(Rs. in Lakhs)

	Schedule no	As at March 31, 2021	As at March 31, 2020
(i) Non-Current borrowings	13	38,750.39	25,581.67
(ii) Short-term borrowings	18	7,943.48	24,332.45
(iii) Current maturity of long term borrowings	18	4,149.10	6,310.65
Processing fees adjusted from borrowings		361.32	244.50
		51,204.29	**56,469.27**

Reconciliation of other financial liability

(Rs. in Lakhs)

	Schedule no	As at March 31, 2021	As at March 31, 2020
Other financial liabilities	18	5,078.66	10,016.64
Less: Current maturities of long term borrowings	18	(4,149.10)	(6,310.65)
		929.56	**3,705.99**

b) Credit risk

Credit Risk is the risk that the counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) , including deposits with banks, foreign exchange transactions and other financial assets.

(i) Trade receivables

Customer credit risk is managed subject to the Group’s established policy, procedures and control relating to customer credit risk management. Management evaluate credit risk relating to customers on an ongoing basis. Receivable control management team assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance. An impairment analysis is performed at each reporting date on group\category basis. The calculation is based on exchange losses historical data and available facts as on date of evaluation. Trade receivables comprise a widespread customer base. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Notes forming part of the Consolidated financial statements

(ii) Financial instruments and cash deposit

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made in bank deposits and other risk free securities. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make payments. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Group.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2021, March 31, 2020 is the carrying amounts as illustrated in note 5 and 9.

c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits, investments and foreign currency receivables and payables. The sensitivity analyses in the following sections relate to the position as at March 31, 2021 and March 31, 2020. The analyses exclude the impact of movements in market variables on; the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2021, and March 31, 2020.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in foreign currency). Foreign currency exchange rate exposure is partly balanced by purchasing of goods from the respective countries. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

Foreign currency risk sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, Euro, Rand and GBP exchange rates, with all other variables held constant. The impact on the Group profit before tax is due to changes in the fair value of monetary assets and liabilities.

Notes forming part of the Consolidated financial statements

Unhedged foreign currency exposures recognized by the Group are as under:

(Rs. in Lakhs)

Currency	March 31, 2021 Foreign currency	March 31, 2021 Indian rupees	Currency	Increase/ decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade payables	2.14	187.01	Euro	1%	1.87	(1.87)
Capital creditors	3.00	261.41	Euro	1%	2.61	(2.61)
FCTL-Long term	67.40	5,873.92	Euro	1%	58.74	(58.74)
Trade receivables	8.07	686.13	Euro	1%	6.86	(6.86)
Interest accrued but not due on buyers credit	0.04	3.38	Euro	1%	0.03	(0.03)
Trade payables	0.02	2.17	GBP	1%	0.02	(0.02)
Capital creditors	0.29	29.65	GBP	1%	0.30	(0.30)
Trade receivables	2.29	228.56	GBP	1%	2.29	(2.29)
Trade payables	42.87	3,159.66	USD	1%	31.60	(31.60)
Capital creditors	0.18	12.90	USD	1%	0.13	(0.13)
Trade receivables	48.26	3,515.40	USD	1%	35.15	(35.15)
Buyers credit-short term borrowings	17.91	1,320.16	USD	1%	13.20	(13.20)
Interest accrued but not due on buyers credit	0.03	1.95	USD	1%	0.02	(0.02)
Packing credit	6.69	493.31	USD	1%	4.93	(4.93)

(Rs. in Lakhs)

Currency	March 31, 2020 Foreign currency	March 31, 2020 Indian rupees	Currency	Increase/ decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade payables	3.96	334.23	Euro	1%	3.34	(3.34)
Capital trade payables	0.72	61.25	Euro	1%	0.61	(0.61)
Buyers credit-Short term borrowings	139.27	11,735.02	Euro	1%	117.35	(117.35)
Trade receivables	10.60	870.28	Euro	1%	8.70	(8.70)
Interest Accrued but not due on Buyers Credit	0.24	20.26	Euro	1%	0.20	(0.20)
Trade payables	0.07	6.59	GBP	1%	0.07	(0.07)
Trade receivables	1.29	118.44	GBP	1%	1.18	(1.18)
Trade payables	28.59	2,170.00	USD	1%	21.70	(21.70)
Trade receivables	35.01	2,626.71	USD	1%	26.27	(26.27)
Buyers credit-Short term borrowings	1.87	141.93	USD	1%	1.42	(1.42)
Interest Accrued but not due on Buyers Credit	0.01	0.58	USD	1%	0.01	(0.01)

Notes forming part of the Consolidated financial statements

The Group has derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rate on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution. The details of the outstanding foreign exchange forward are as follows:

Particulars	Currency	March 31, 2021		March 31, 2020	
		Foreign currency	Indian Rupee	Foreign currency	Indian Rupee
Receivables (Forward contract Sell)	USD	0.38	33.53	7.39	534.11
Receivables (Forward contract Sell)	GBP	1.04	104.64	-	-
Payables (Forward contract Buy)	USD	29.86	2,196.42	0.94	69.48
Payables (Forward contract Buy)	Euro	17.91	1,353.57	121.76	10,075.83

(ii) Interest rate risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligation at floating interest rates

Year	Increase/decrease in interest rate	Effect on profit before tax (Decrease)	Effect on profit before tax (Increase)
March 31, 2021	0.50%	(254.21)	254.21
March 31, 2020	0.50%	(153.22)	153.22

* excludes short term borrowings i.e. Cash credit, packing credit and working capital demand loan.

iii) Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activates require the ongoing purchase of raw material and therefore requires a continues supply. The Company operations may impact due to changes in prices of those raw materials.

Commodity price sensitivity of raw material

Nature	Change in year end price	Effect on profit before tax (in Rs. Lakhs)
For the year ended March 31, 2021	10%	(7,217.75)
For the year ended March 31, 2021	-10%	7,217.75
For the year ended March 31, 2020	10%	(6,939.99)
For the year ended March 31, 2020	-10%	6,939.99

Notes forming part of the Consolidated financial statements

38A Disclosure pursuant to amendment to Ind AS 7 (Cash flow statement)

(Rs. in Lakhs)

Particulars	Opening balance April 1, 2020	Cash flows		Non-cash transactions			Closing balance March 31, 2021
		Proceeds	Repayment	Processing cost	New leases	Other	
Term loans from banks	22,744.04	29,756.44	(18,749.59)	124.91	-	-	33,875.80
Vehicle loans	46.90	54.30	(36.72)	-	-	-	64.48
Short term borrowings	24,332.45	-	(16,408.34)	19.36	-	-	7,943.47
Current lease liabilities	300.73	-	-	-	67.54	-	368.27
Non-current lease liabilities	2,795.76	-	(681.47)	-	295.43	356.06	2,765.78
Total liabilities from financing activities	**50,219.88**	**29,810.74**	**(35,876.12)**	**144.27**	**362.97**	**356.06**	**45,017.80**

(Rs. in Lakhs)

Particulars	Opening balance April 1, 2019	Cash flows		Non-cash transactions			Closing balance March 31, 2020
		Proceeds	Repayment	Processing cost	New leases	Other	
Term loans from banks	30,113.03	13,399.81	(17,734.32)	122.52	-	(3,157.00)	22,744.04
Vehicle loans	34.50	43.60	(25.77)	-	-	-	52.33
Short term borrowings	21,764.87	-	(2,560.70)	6.88	-	-	19,211.05
Current lease liabilities	-	-	-	-	300.73	-	300.73
Non-current lease liabilities	-	-	-	-	2,460.08	335.68	2,795.76
Total liabilities from financing activities	**51,912.40**	**13,443.41**	**(20,320.79)**	**129.40**	**2,760.81**	**(2,821.32)**	**45,103.91**

39. Related party disclosures

Names of other related parties with whom transactions have taken place during the year	
Key management personnel	Mr. Sahil Vachani (Managing Director)
	Mr. Nitin Kumar Kansal (Chief Financial Officer)
	Mr. Dinesh Kumar Mittal
	Mr. Saket Gupta (w.e.f April 1, 2019)
Other Non-Executive/ Independent Directors	Mr. Analjit Singh (Director)
	Mr. Mohit Talwar
	Mr. K. Narasimha Murthy
	Mr. Niten Malhan (w.e.f. November 8, 2019)
	Mr. Ashok Brijmohan Kacker (upto November 8, 2019)
	Ms. Gauri Padmanabhan
Relatives of Key Management personnel	Mr. Veer Singh (Son of Mr. Analjit Singh - Director)
	Ms. Piya Singh (Daughter of Mr. Analjit Singh - Director)

Notes forming part of the Consolidated financial statements

Entities controlled or jointly controlled by person or entities where person has significantly influence	Max Ventures Private Limited
	Piveta Estates Private Limited
	Siva Realty Ventures Private Limited
	New Delhi House Services Limited
	Vana Enterprises Limited
	Four Season Foundation
	Lake View Enterprises
	Siva Enterprises Private Limited
	Leeu Collections South Africa Pty Limited
	Azure Hospitality Private Limited
	Max Healthcare Institute Limited
	Max Life Insurance Company Limited
	Max Bupa Health Insurance Company Limited
	Antara Senior Living Limted
	Antara Purukul Senior Living Limited
	Icare Health Projects And Research Private Limited
	Max India Limited
	Max India Foundation
	Max Financial Services Limited
	Riga Foods LLP
	M/s Analjit Singh (HUF)
	Trophy Estates Private Limited
	Delhi Guest House Private Limited
	Vanaveda Lifestyle Private Limited
	Max Ventures Investment Holding Private Limited
	Toppan Printing Co. Limited
	SKA Diagnostics Private Limited
	The Unstuffy Hotel Co Limited
	Vanavastra Private Limited
	Max One Distribution And Services Limited
	Max Skill First Limited
	Max Learning Ventures Limited
	Routes 2 Roots
	Antara Care Homes Limited
	Max UK Limited
Employee benefit Trust	Max Financial Services Limited Employees' Provident Fund Trust
	Max Speciality Films Limited Employees Group Superannuation Trust

Notes forming part of the Consolidated financial statements

39. (a) Details of transactions and balance outstanding with related parties

(Rs. in Lakhs)

S.No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
1	**Reimbursement of expenses (Received from)**	Max Ventures Private Limited	0.32	0.72
		Total	**0.32**	**0.72**
2	**Reimbursement of expenses (Paid to)**	Max Financial Services Limited	162.03	158.19
		New Delhi House Services Limited	122.14	75.45
		Max Ventures Private Limited	-	0.60
		Max Life Insurance Company Limited	37.30	3.67
		Max Healthcare Institute Limited	0.02	0.02
		Vana Enterprises Limited	-	9.80
		Delhi Guest House Private Limited	15.97	-
		Vanaveda Lifestyle Private Limited	0.14	-
		Max India Foundation	113.09	-
		Antara Purukul Senior Living Limited	2.15	0.09
		Riga Foods LLP	0.28	-
		Total	**453.12**	**247.82**
3	**Income from shared services**	Max Ventures Private Limited	20.00	40.00
		Antara Senior Living Limited	167.80	159.88
		Siva Realty Ventures Private Limited	-	33.04
		Max Ventures Investment Holding Private Limited	20.00	-
		Max India Limited	22.78	-
		Total	**230.58**	**232.92**
4	**Insurance expense**	Max Life Insurance Company Limited	17.03	16.31
		Max Bupa Health Insurance Company Limited	24.12	26.51
		Total	**41.15**	**42.82**
5	**Travelling and conveyance**	Max Ventures Private Limited	3.02	-
		Total	**3.02**	**-**
6	**Legal and professional**	Max UK Limited	11.74	0.74
		Max India Limited	0.68	12.80
		Total	**12.42**	**13.54**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

S.No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
7	**Repair & Maintenance**	New Delhi House Services Limited	-	57.76
		Total	**-**	**57.76**
8	**Interest received on security deposit**	Forum 1 Aviation Limited	0.37	2.92
		Total	**0.37**	**2.92**
9	**Sale of investment**	Max Ateev Limited	-	718.48
		Total	**-**	**718.48**
10	**Premium on redemption of 9% Cumulative Redeemable Preference Shares**	Max India Limited	215.57	3,340.14
		Total	**215.57**	**3,340.14**
11	**Sales of BOPP films**	Toppan Printing Co. Limited	449.09	133.41
		Total	**449.09**	**133.41**
12	**Payment of lease liabilities**	Lakeview Enterprises	74.89	43.93
		Piya Singh	124.82	73.22
		Total	**199.71**	**117.16**
13	**Interest expense**	Lakeview Enterprises	-	14.53
		Piya Singh	-	24.21
		Total	**-**	**38.74**
14	**Rent expense (Paid to)**	Delhi Guest House Private Limited	60.00	-
		SKA Diagnostics Private Limited	16.67	29.17
		Max Life Insurance Company Limited	713.34	763.67
		Total	**790.01**	**792.84**
15	**Purchase of tangible assets**	Max Ventures Investment Holdings Private Limited	-	6.53
		Total	**-**	**6.53**
16	**Contribution to employee benefit trust**	Max Financial Services Limited Employees' Provident Fund Trust	144.04	131.31
		Max Speciality Films Limited Employees Group Superannuation Trust	18.34	16.23
		Total	**162.38**	**147.54**
17	**Key managerial remuneration - Short term employement benefits**	Sahil Vachani	317.98	279.20
		Nitin Kumar Kansal	77.98	103.57
		Saket Gupta	33.14	31.45
		Total	**429.10**	**414.22**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

S.No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
18	**Key managerial remuneration - Post employement benefits***	Sahil Vachani	7.40	7.40
		Nitin Kumar Kansal	5.02	5.02
		Saket Gupta	1.41	1.41
		Total	**13.83**	**13.83**
19	**Directors' sitting fees paid to Directors of Holding Company**	Analjit Singh	6.00	4.00
		Mohit Talwar	13.00	15.00
		K.N Murthy	15.00	17.00
		D.K Mittal	16.00	21.00
		Ashok Kacker	-	16.00
		Gauri Padmanabhan	10.00	6.00
		Niten Malhan	12.00	1.00
		Total	**72.00**	**80.00**
20	**Revenue from project**	Max India Limited	-	8,234.78
		Max Life Insurance Company Limited	-	27,990.79
		Total	**-**	**36,225.58**
21	**Project Management Consultancy (rendered to)**	Leeu Italy SRL	-	29.16
		The Unstuffy Hotel Co Limited	-	12.77
		Max Financial Services Limited	6.03	-
		Max India Limited	6.03	-
		Vanavastra Private Limited	-	15.00
		Total	**12.06**	**56.93**
22	**Marketing secondment fees paid**	Antara Purukul Senior Living Limited	-	30.00
		Antara Senior Living Limited	13.55	87.25
		Total	**13.55**	**117.25**
23	**Revenue from Other operating income**	Vanavastra Private Limited	-	13.52
		Max Ateev Limited	-	0.22
		Max One Distribution And Services Limited	-	0.11
		Max Ventures Private Limited	-	0.05
		Max Financial Services Limited	-	0.01
		Antara Senior Living Limited	50.93	-
		Max Skill First Limited	-	0.72
		Max Learning Ventures Limited	2.55	-
		Routes 2 Roots	6.61	-

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

S.No.	Nature of transaction	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
		Max Life Insurance Company Limited	174.65	235.75
		Max India	-	0.13
		Max India Foundation	2.55	5.37
		Max India Limited	166.89	144.38
		Total	**404.18**	**400.26**
24	**Security deposit (received)**	Lakeview Enterprises	-	83.90
		Max India Limited	-	25.45
		Vanavastra Private Limited	-	12.45
		Routes 2 Roots	4.96	-
		RIGA Foods LLP	-	6.18
		Total	**4.96**	**127.98**
25	**Security deposit (given)**	SKA Diagonstics Private Limited	1.11	12.50
		Delhi Guest House Limited	5.60	-
		Max Life Insurance Company Limited	53.66	-
			60.37	**12.50**
26	**Land development rights taken**	Trophy Estates Private Limited	-	537.73
		Mr Analjit Singh	-	627.57
		Mr Analjit Singh HUF	-	108.95
		Total	**-**	**1,274.25**

* The remuneration to the key managerial person does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the respective group companies as a whole.

Notes forming part of the Consolidated financial statements

39. (b) Balances outstanding at the year end

(Rs. in Lakhs)

S.No	Nature of transaction	Particulars	As at March 31, 2021	As at March 31, 2020
1	**Statutory dues payable**	Max Speciality Films Limited Employees Group Superannuation Trust	1.54	1.36
		Max Financial Services Limited Employees' Provident Fund Trust	13.76	11.35
		Total	**15.30**	**12.71**
2	**Trade Receivables**	Max Ventures Private Limited	54.64	-
		Piveta Estates Private Limited	6.29	-
		Max Financial Services Limited	2.86	-
		Antara Senior Living Limited	1.70	22.87
		Leeu Italy SRL	-	3.96
		Max Ateev Limited	0.13	0.06
		Max Life Insurance Company Limited	-	5.53
		Max One Distribution And Services Limited	0.03	0.06
		Max Skill First Limited	0.60	0.39
		Vanavastra Private Limited	0.06	0.89
		Siva Realty Ventures Private Limited	-	0.32
		The Unstuffy Hotel Co Limited	12.77	12.77
		Toppan Printing Co. Limited	288.99	30.87
		Max India Limited	32.76	25.30
		Antara Care Homes Limited	0.21	-
		Antara Purukul Senior Living Limited	1.28	-
		Four Season Foundation	24.36	-
		Routes 2 Roots	1.83	-
		Max Learning Ventures	3.37	-
		Max Ventures Investment Holding Private Limited	11.65	-
		Max Healthcare Institute Limited	0.02	-
		Max India Foundation	3.01	0.11
		Total	**446.56**	**103.13**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

S.No	Nature of transaction	Particulars	As at March 31, 2021	As at March 31, 2020
3	**Other Receivables**	Max Ventures Private Limited	5.46	5.14
		Piveta Estates Private Limited	2.83	9.65
		Max India Limited	25.45	-
		Vanavastra Private Limited	1.86	-
		Max Life Insurance Company Limited	0.41	0.61
		Total	**36.01**	**15.40**
4	**Advance to party**	Max India Foundation	39.24	14.22
		SKA Diagnostic Private Limited	-	37.83
		Total	**39.24**	**52.05**
5	**Lease liabilities**	Piya Singh	107.10	45.16
		Lakeview Enterprises	64.26	27.10
		Total	**171.36**	**72.26**
6	**Security deposit made**	SKA Diagnostic Private Limited	10.70	12.50
		Max Life Insurance Company Limited	53.66	-
		Delhi Guest House Limited	5.60	-
		Total	**69.96**	**12.50**
7	**Security Deposit (Receivable)**	Lakeview Enterprises	26.89	24.59
		Antara Senior Living Limited	55.93	83.90
		Max India Limited	-	25.45
		Vanavastra Private Limited	-	12.45
		RIGA Foods LLP	-	6.18
		Vanavastra Private Limited	10.59	-
		Routes 2 Roots	3.94	-
		Piya Singh	44.83	40.98
		Total	**142.18**	**193.55**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

S.No	Nature of transaction	Particulars	As at March 31, 2021	As at March 31, 2020
8	**Trade payables**	New Delhi House Services Limited	18.41	45.40
		Piveta Estates Private Limited	-	6.82
		Max Healthcare Institute Limited	-	0.02
		Vana Enterprises Limited	-	9.80
		Max India Limited	13.80	3,493.99
		Max Skill First Limited	0.18	0.18
		Vana Retreats Private Limited	-	1.91
		Max Life Insurance Company Limited	53.04	207.54
		Antara Purukul Senior Living Limited	15.65	-
		Max Financial Services Limited	252.92	165.18
		Antara Senior Living Limted	2.69	12.91
		Total	**356.69**	**3,943.75**
9	**Advances recoverable in cash or kind**	Max Bupa Health Insurance Company Limited	0.13	0.43
		Max Life Insurance Company Limited	3.50	1.59
		Total	**3.63**	**2.02**

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables, except corporate guarantee for loan from banks. There is no impairment of receivables relating to amounts owed by related parties (March 31, 2020: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

40. Expenditure on corporate social responsibility activities :

As per section 135 of the Companies Act, 2013, a corporate social responsibility (CSR) committee has been framed by the Group. The areas for CSR activities are promoting preventive health care, promoting education, promoting gender equality and empowering women, ensuring environment sustainability and protection of flora and fauna, training to promote rural sports and rural development projects.

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

Sr. No.	Particulars	For the year ended March 31, 2021			For the year ended March 31, 2020		
		In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i)	Construction/acquisition of any asset	-	-	-	-	-	-
ii)	**On purposes other than (i) above :**						
	a) Promoting education	101.80	0.15	101.95	-	-	-
	b) Ensuring environment sustainability and protection of flora and fauna	-	-	-	-	-	-
	c) Health care services	-	-	-	50.00	-	50.00
	d) Rural development projects	-	-	-	-	-	-
	e) Training to promote rural sports	-	-	-	-	-	-
	f) Promoting gender equality and empowering women	-	-	-	-	-	-
	g) Contribution to skill development programms	-	-	-	-	-	-
	h) Others	84.20	1.00	85.20	66.20	-	66.20
	Total	**186.00**	**1.15**	**187.15**	**116.20**	**-**	**116.20**

There are no ongoing projects as at March 31, 2021

41. Segment reporting

For management purposes, based on the guiding principles given in IND AS 108 on "Segment Reporting" the Group's business segments include: Packaging film, real estate, education and Business investments. No operating segments have been aggregated to form the above reportable operating segments.

The Management reviews the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements. Also, the Group's financing (including finance costs and finance income) and income taxes are managed on a Group basis and are not allocated to operating segments.

Notes forming part of the Consolidated financial statements

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

(Rs. in Lakhs)

PARTICULARS	Packaging Films		Real Estate		Facility management		Business investments		Total	
	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2021	For the year ended March 31, 2020
1. REVENUE										
External sales (Gross)	111,388.56	96,602.39	3,983.22	38,012.21	1,284.03	796.58	3,591.43	5,760.04	120,247.24	141,171.24
Total Revenue	**111,388.56**	**96,602.39**	**3,983.22**	**38,012.21**	**1,284.03**	**796.58**	**3,591.43**	**5,760.05**	**120,247.23**	**141,171.24**
Less: Inter segment sales	-	-	246.26	153.87	48.21	62.88	2,723.62	2,732.93	3,018.09	2,949.70
Total revenue	**111,388.56**	**96,602.39**	**3,736.96**	**37,858.34**	**1,235.82**	**733.70**	**867.81**	**3,027.12**	**117,229.15**	**138,221.54**
2. RESULTS										
Segment results	17,452.22	8,258.76	82.38	3,222.49	(313.95)	(12.05)	(922.86)	2,375.77	16,297.79	13,844.97
Unallocated expenses (net of income)									2,343.76	1,311.12
Operating profit	**17,452.22**	**8,258.76**	**82.38**	**3,222.49**	**(313.95)**	**(70.40)**	**(922.86)**	**2,375.77**	**13,954.03**	**13,786.63**
Interest expense and finance cost									5,767.68	7,095.24
Profit before tax									**8,186.35**	**6,691.39**
Provision for taxation									2,476.86	2,282.05
Net Profit before minority interest									**5,709.49**	**4,409.34**
-Minority interest									4,941.66	666.30
Net Loss/(Profit)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**767.83**	**3,743.04**
3. OTHER INFORMATION										
A. ASSETS										
Segment assets	87,161.25	82,211.95	90,562.79	86,076.77	5,332.64	487.31	5,462.95	18,135.15	188,519.63	186,911.18
Unallocated assets									976.45	1,051.12
Total assets	**87,161.25**	**83,063.84**	**90,562.79**	**82,503.46**	**5,332.64**	**80.68**	**5,462.95**	**22,887.84**	**189,496.08**	**187,962.30**
B. LIABILITIES										
Segment liabilities	48,204.26	56,822.41	24,056.76	21,769.13	1,121.94	543.18	3,899.74	3,688.83	77,282.70	82,823.55
Unallocated liabilities									817.53	867.45
Total liabilities	**48,204.26**	**56,822.41**	**24,056.76**	**21,769.13**	**1,121.94**	**543.18**	**3,899.74**	**3,688.83**	**78,100.23**	**83,691.00**
C. OTHERS										
Capital expenditure	3,808.05	1,529.73	12,160.18	65,399.72	290.49	1.81	5.84	507.01	16,264.56	67,438.28
Depreciation and amortisation expense	3,647.48	3,533.98	938.09	771.73	1.78	1.30	371.59	304.69	4,958.94	4,611.70

Adjustments and eliminations

Finance income and costs, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a Group basis. Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a group basis. Capital expenditure consists of additions of property, plant and equipment, intangible assets and investment properties including assets from the acquisition of subsidiaries.

The following table shows the distribution of the Group's consolidated revenue by geographical market, regardless of where the goods were produced.

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

Gross Revenue	For year ended March 31, 2021	For year ended March 31, 2020
i. within India	92,064.00	115,060.00
ii. Outside India	25,165.14	23,160.94
	117,229.14	**138,220.94**

The revenue from external customers includes revenue from one customer which is equal to 10% or more of entity's revenue. Gross amount of revenue amounts to Rs. 12,780.77 lakhs; (March 31, 2020: Rs. 13,181.41 Lakhs)

(Rs. in Lakhs)

Trade receivables	As at March 31, 2021	As at March 31, 2020
i. within India	8,776.35	9,269.23
ii. Outside India	4,451.00	3,802.43
Total Trade receivables (Gross)	**13,227.35**	**13,071.66**
Less: Provision for doubtful receivables	(100.45)	(122.01)
Trade receivables	**13,126.90**	**12,949.65**

The Group has common property, plant and equipment (PPE) for manufacturing goods for domestic market and overseas market. Hence, separate figures for PPE/additions to PPE cannot be furnished.

b) Non-current assets other than investments, tax assets, net defined benefit assets (relating to post-employment benefit plans), and rights arising under insurance contracts:

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
i. within India	137,288.27	128,425.41
ii. outside India	-	-
	137,288.27	**128,425.41**

42. Material partly owned subsidiaries

All the subsidiaries are incorporated in India. The financial information of subsidiaries that have material non-controlling interests is provided below:

a) Proportion of equity interest held by non-controlling interests:

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Proportion of equity interest held by non-controlling interests	49.00%	49.00%	49.00%	49.00%	14.83%	14.83%

Notes forming part of the Consolidated financial statements

b) Information regarding non-controlling interest

(Rs. in Lakhs)

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Accumulated balances of non-controlling interest	18,726.16	12,345.23	3,401.89	3,403.83	985.71	1,026.25	23,113.76	16,775.31
Total Comprehensive income allocated to non-controlling interest	4,910.93	732.60	(1.96)	(27.12)	(40.30)	(31.26)	4,868.66	674.22

The summarised financial information of the subsidiaries is provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit and loss for the year ended March 31, 2021 and March 31,2020:

(Rs. in Lakhs)

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Revenue (including other incomes)	112,432.42	97,331.74	-	-	43.57	22.99	112,475.99	97,354.73
Cost of raw material and components consumed	72,865.81	70,631.60	-	-	-	-	72,865.81	70,631.60
Changes in inventories of finished goods, traded goods, stock in trade and work-in-progress	(688.35)	(1,231.72)	-	-	-	-	(688.35)	(1,231.72)
Employee benefits expense	4,450.57	3,925.75	-	-	-	0.81	4,450.57	3,926.56
Other expenses	4,048.84	12,932.96	4.00	55.37	49.43	29.51	4,102.27	13,017.84
Depreciation and amortization expense	3,647.48	3,533.98	-	-	33.55	1.61	3,681.03	3,535.59
Finance costs	14,704.69	5,332.87	-	-	230.85	52.76	14,935.54	5,385.63
Profit before tax	**13,403.38**	**2,206.30**	**(4.00)**	**(55.37)**	**(270.25)**	**(61.69)**	**13,129.13**	**2,089.24**
Less: Income tax	3,232.11	727.34	-	-	1.78	149.11	3,233.89	876.45
Profit for the year	**10,171.27**	**1,478.96**	**(4.00)**	**(55.37)**	**(272.03)**	**(210.81)**	**9,895.24**	**1,212.78**
Add/(Less): Other Comprehensive Income/loss	(148.97)	16.15	-	-	-	-	(148.97)	16.15
Total comprehensive income	**10,022.30**	**1,495.11**	**(4.00)**	**(55.37)**	**(272.03)**	**(210.81)**	**9,746.27**	**1,228.93**

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Attributable to non-controlling interests	4,910.93	732.60	(1.96)	(27.12)	(40.30)	(31.26)	4,868.66	674.22
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-

Summarised balance sheet as at March 31, 2021 and March 31, 2020

(Rs. in Lakhs)

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Current assets, including cash and cash equivalents	32,426.47	27,434.57	1,493.09	2,864.51	131.97	1,684.59	34,051.53	31,983.67
Non-current assets	54,814.79	55,324.44	17,124.40	11,155.42	3,547.30	2,217.79	75,486.49	68,697.65
Current liabilities, including tax payable	25,510.47	42,667.02	384.46	71.38	1,199.40	3,597.38	27,094.33	46,335.78
Non-current liabilities, including deferred tax liabilities	23,513.45	14,896.92	11,252.90	7,001.96	323.97	-	35,090.32	21,898.88
Total equity	**38,217.34**	**25,195.07**	**6,980.18**	**6,946.59**	**2,156.54**	**305.37**	**47,354.06**	**32,447.03**
Attributable to:								
Equity holders of parent	19,491.18	12,849.84	3,578.29	3,542.76	1,170.83	(720.88)	24,240.30	15,671.72
Non-controlling interest	18,726.16	12,345.23	3,401.89	3,403.83	985.71	1,026.25	23,113.76	16,775.31

Summarised cash flow information as at March 31, 2021 and March 31, 2020

(Rs. in Lakhs)

Particulars	Max Speciality Films Limited		Max Square Limited		Pharmax Corporation Limited		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Operating	14,748.04	8,324.69	(314.06)	(8.90)	78.02	(637.35)	14,512.00	7,678.44
Investing	(3,283.97)	(1,778.83)	(1,818.41)	(13,971.07)	(1,105.94)	1,710.72	(6,208.32)	(14,039.18)
Financing	(11,203.58)	(6,457.22)	2,775.57	14,005.25	982.52	(1,012.28)	(7,445.49)	6,535.75
Net increase in cash and cash equivalents	260.49	88.64	643.10	25.28	(45.40)	61.09	858.19	175.01

Notes forming part of the Consolidated financial statements

43. Business combinations and acquisition of non-controlling interests

Acquisitions during the year ended 31 March 2020

On November 25, 2019, the Group acquired 85.17% of equity shares of Pharmax Corporation Limited (PCL). The fair values of the identifiable assets and liabilities of PCL as at the date of acquisition were:

	Fair Value (Rs. in Lakhs)
Assets	
Property, plant and equipment	6.20
Investment Property	8,974.80
Investment	699.06
Loans	38.00
Trade receivables	0.47
Cash and Cash equivalents	8.57
Other financial assets	2,337.42
Other current assets	57.12
Total Assets	**12,121.64**
Liability	
Other financial liabilities	126.46
Trade payables	171.17
Other financial liabilities	4,693.57
Other current liabilities	0.21
Total liabilities	**4,991.41**
Total identifiable net assets at fair value	**7,130.23**
Non-controlling interests measured at fair value	1,057.18
Purchase consideration transferred	**6,073.05**

From the date of acquisition, Pharmax Corporation Limited had contributed Rs. 22.99 lakhs of revenue and Rs. (61.69) lakhs to the profit before tax from continuing operations of the Group. If the combination had taken place at the beginning of the year, revenue from continuing operations would have been Rs. 138,241.05 lakhs and the profit before tax from continuing operations for the Group would have been Rs. 6,508.75 lacs for the year ended March 31, 2020.

44. Details of expenditure on research and development activities is as under:

(Rs. in Lakhs)

	March 31, 2021	March 31, 2020
Revenue expenditures		
Salary & wages (including other employee benefits)	255.00	153.83
Raw material, stores and spare consumed	96.10	81.10
Total revenue expenditure	**351.10**	**234.93**
Capital expenditure (included in Property plant and equipment)		
Capital equipments	130.51	149.53
Total capital expenditure	**130.51**	**149.53**

Notes forming part of the Consolidated financial statements

45. Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital attributable to the equity shareholders of the Group, securities premium and all other equity reserves. The primary objective of the Group's capital management is that it maintain an efficient capital structure and maximize the shareholder value. The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, The Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep the gearing ratio between 30% to 60%. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, other bank balances.

(Rs. in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Borrowings	47,039.25	50,158.62
Other financial liabilities	7,557.31	11,564.15
Trade payables	13,928.73	13,999.27
Less: Cash and Cash equivalents	979.40	1,192.16
Other bank balances	7,969.28	9,707.52
Net debt	**59,576.61**	**64,822.36**
Equity share capital	14,662.41	14,662.41
Other equity	73,619.68	72,833.73
Non-controlling interest	23,113.76	16,775.31
Total equity	**111,395.85**	**104,271.45**
Total capital and net debt	**170,972.46**	**169,093.81**
Gearing ratio	35%	38%

46. Additional information pursuant to paragraph 2 of Division II of Schedule III to the Companies Act 2013 - 'General instructions for the preparation of consolidated Ind AS Financial statements':

As at and for the year ended March 31, 2021:

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(Rs. in Lakhs)	As % of consolidated profit/(loss)	(Rs. in Lakhs)	As % of consolidated other comprehensive income/(loss)	(Rs. in Lakhs)	As % of consolidated total comprehensive income/(loss)	(Rs. in Lakhs)
Parent								
Max Ventures and Industries Limited	77.76%	86,626.50	12.22%	697.55	(4.97%)	7.61	12.69%	705.16

Notes forming part of the Consolidated financial statements

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(Rs. in Lakhs)	As % of consolidated profit/ (loss)	(Rs. in Lakhs)	As % of consolidated other comprehensive income/ (loss)	(Rs. in Lakhs)	As % of consolidated total comprehensive income/ (loss)	(Rs. in Lakhs)
Subsidiary								
Max Speciality Films Limited	17.50%	19,491.18	90.85%	5,187.35	49.62%	(75.98)	91.99%	5,111.37
Max Estates Limited	53.81%	59,938.28	(21.23%)	(1,211.88)	6.39%	(9.79)	(21.99%)	(1,221.67)
Max I. Limited	2.00%	2,231.47	(33.05%)	(1,886.76)	0.00%	-	(33.96%)	(1,886.76)
Max Square Limited*	3.21%	3,578.29	(0.04%)	(2.04)	0.00%	-	(0.04%)	(2.04)
Pharmax Corporation Limited*	1.05%	1,170.83	(4.06%)	(231.73)	0.00%	-	(4.17%)	(231.73)
Max Asset Services Limited	2.49%	2,778.29	(6.29%)	(358.94)	0.00%	-	(6.46%)	(358.94)
Max Towers Private Limited *	30.16%	33,596.60	(9.28%)	(529.88)	1.28%	(1.96)	(9.57%)	(531.85)
Non controlling interests in all subsidiaries	20.75%	23,113.76	86.55%	4,941.66	47.68%	(73.00)	87.62%	4,868.66
Eliminations	(108.74%)	(121,129.34)	(15.69%)	(895.83)	0.00%	-	(16.12%)	(895.83)
	100.00%	**111,395.85**	**100.00%**	**5,709.49**	**100.00%**	**(153.11)**	**100.00%**	**5,556.38**

* Step down subsidiary of Max Estates Limited

As at and for the year ended March 31, 2020:

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(Rs. in Lakhs)	As % of consolidated profit/ (loss)	(Rs. in Lakhs)	As % of consolidated other comprehensive income/ (loss)	(Rs. in Lakhs)	As % of consolidated total comprehensive income/ (loss)	(Rs. in Lakhs)
Parent								
Max Ventures and Industries Limited	82.31%	85,823.08	25.83%	1,138.72	13.82%	2.62	25.77%	1,141.34
Subsidiary								
Max Speciality Films Limited	12.32%	12,849.49	17.11%	754.27	43.51%	8.24	17.22%	762.51
Max Estates Limited	39.19%	40,864.50	(28.92%)	(1,275.28)	(1.53%)	(0.29)	(28.81%)	(1,275.57)
Max I. Limited	4.39%	4,578.54	37.49%	1,652.89	0.00%	-	37.33%	1,652.89
Max Square Limited*	3.40%	3,542.76	(0.64%)	(28.25)	0.00%	-	(0.64%)	(28.25)
Pharmax Corporation Limited*	(0.69%)	(720.88)	(4.07%)	(179.55)	0.00%	-	(4.05%)	(179.55)
Max Asset Services Limited	(1.25%)	(1,306.01)	(1.96%)	(86.55)	0.00%	-	(1.95%)	(86.55)

Notes forming part of the Consolidated financial statements

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(Rs. in Lakhs)	As % of consolidated profit/ (loss)	(Rs. in Lakhs)	As % of consolidated other comprehensive income/ (loss)	(Rs. in Lakhs)	As % of consolidated total comprehensive income/ (loss)	(Rs. in Lakhs)
Max Towers Private Limited *	32.70%	34,092.97	37.94%	1,672.80	2.38%	0.45	37.79%	1,673.25
Non controlling interests in all subsidiaries	16.09%	16,775.31	15.11%	666.30	41.84%	7.92	15.23%	674.22
Eliminations	(88.45%)	(92,228.32)	2.13%	94.00	0.00%	-	2.12%	94.00
	100.00%	**104,271.45**	**100.00%**	**4,409.35**	**100.00%**	**18.93**	**100.00%**	**4,428.28**
* Step down subsidiary of Max Estates Limited								

47. The outbreak of Coronavirus disease (COVID-19) pandemic globally and in India and consequent nationwide lockdown ordered by the Governments has caused significant disturbance and slowdown of economic activity. The management has assessed the impact of this pandemic on its business operations and has assessed the recoverability and carrying values of its financial and non-financial assets as at the balance sheet date using various internal and external information up to the date of approval of these consolidated Ind AS financial statements. Basis this the management has concluded that neither there is any material adverse impact on operations of the Group nor any material adjustments required at this stage in the consolidated Ind AS financial statements of the Group for the year ended March 31, 2021.

However, the impact assessment of Covid-19 is a continuing process given the uncertainties associated with its nature and duration. The impact of Covid-19 may be different from that estimated as at the date of approval of these consolidated Ind AS financial statements and the Group will continue to monitor any material changes to future economic conditions.

48. The figures have been rounded off to the nearest lakhs of rupees up to two decimal places. The figure 0.00 wherever stated represents value less than Rs. 50,000/-. The previous year figures has been regrouped/ rearranged wherever necessary to make them comparable.

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants
ICAI Firm Registration Number: 301003E/ E300005

per Pravin Tulsyan
Partner
Membership Number: 108044

Place : Gurugram
Date: June 11, 2021

For and on behalf of the Board of Directors of Max Ventures and Industries Limited

Dinesh Kumar Mittal
(Director)
DIN: 00040000

Sahil Vachani
(Managing Director & Chief Executive Officer)
DIN: 00761695

Nitin Kumar Kansal
(Chief Financial Officer)

Saket Gupta
(Company Secretary)

Place : New Delhi
Date: June 11, 2021

MAX VENTURES & INDUSTRIES LIMITED
Max Towers, L-12, C-001/A/1, Sector - 16B, Noida - 201301 (U.P.)
Telephone: +91 120 4743 222
www.maxvil.com

Notice

NOTICE is hereby given that the 6th (Sixth) Annual General Meeting ('AGM') of the Members of Max Ventures and Industries Limited ('the Company') will be held on Thursday, September 23, 2021 at 1400 hours through Video Conference / Other Audio Visual Means, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of the Auditors thereon.
3. To appoint a director in place of Mr. Analjit Singh (DIN: 00029641), who retires by rotation and being eligible offers himself for re-appointment.

By Order of the Board
For **Max Ventures and Industries Limited**

Saket Gupta
Company Secretary
Membership No. ACS 20687

Place: Noida, U.P.
Date: August 25, 2021

NOTES:

1. Due to outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 14/2020 dated April 08, 2020 read with General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 2/2021 dated January 13, 2021 and other applicable circulars issued by the Securities and Exchange Board of India ('SEBI'), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for calendar year 2021. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Companies Act, 2013 ('Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Sixth AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. National Securities Depositories Limited ('NSDL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 15 below and is also available on the website of the Company at www.maxvil.com.
2. Although, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself, however, since this AGM is being conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. Details required under the provisions of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") ('SS-2') and Regulation 36 of Listing Regulations including brief profile of director seeking reappointment, is annexed hereto.
4. Corporate members intending to appoint their authorised representatives to attend the AGM are requested to send to the Company scanned (PDF/JPEG format) certified copy of the Board Resolution, authorising their representative to attend and vote on their behalf at the AGM.
5. In accordance with, the General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 2/2021 dated January 13, 2021 issued by MCA and Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/2020/79 dated May 12, 2020 read with

Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the Financial Statements (including Report of Board of Directors, Auditor's Report or other documents required to be attached therewith), said statements including this Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

6. Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to update their e-mail addresses by writing to the RTA at info@masserv.com along with the copy of the signed request letter mentioning the Folio No., name and address of the Member, copy of any one share certificate (front & back), self-attested copy of the PAN card, and self-attested copy of address proof (eg: Aadhar Card, Driving License, Election Identity Card, Passport). Members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to the Company at investorhelpline@maxvil.com.

7. The Notice of AGM along with Annual Report for the Financial Year 2020-21, is available on the website of the Company at www.maxvil.com, on the website of Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.

8. Members are informed that in case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

9. Relevant documents referred to in the accompanying Notice shall be available for inspection by the Members through electronic mode, basis the request being sent on e-mail id of the Company at investorhelpline@maxvil.com.

10. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act and the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Certificate from Secretarial Auditors of the Company certifying that the implementation of ESOP Plan of the Company has being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 will be available for inspection, basis the request being sent on e-mail id of the Company at investorhelpline@maxvil.com.

11. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 17, 2021 to Thursday, September 23, 2021 (both days inclusive).

12. Members are requested to send all their correspondence directly to MAS Services Limited, Registrar & Share Transfer Agent of the Company at T-34, 2nd Floor, Okhla Industrial Area Phase II, New Delhi - 110020. Tel – 011 – 26387281/82/83, Fax–011–26387384; E–mail: info@masserv.com.

13. **Members are requested to notify to the Company/Registrar and Share Transfer Agent of their e-mail address and any change in the correspondence address. Also in case of shares held in dematerialized form, the change of address needs to be amended in the records of the depository participants.**

14. **The members holding shares in physical form are further requested to convert their shareholding from Physical form to Demat form with a Depository Participant of their choice. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, transfer of securities shall not be processed unless securities are held in dematerialized form with a depository, w.e.f April 1, 2019. In other words, request for transfer of shares held in physical form will not be processed w.e.f. 01.04.2019 and it shall be mandatory to demat the securities before transfer. Holding shares in demat form has following advantages:**

    i. **Freedom from physical storage**

    ii. **Elimination of chances of theft, mutilation, defacement.**

    iii. **Easy to sell and realize sale proceeds and/**

or dividend in the bank account linked with the Depository.

iv. **Contribution to the 'Green Initiative'**

15. **Procedure for joining the AGM through VC / OAVM**

(a) In view of the outbreak of the COVID-19 pandemic and pursuant to the Circulars issued by the Ministry of Corporate Affairs and SEBI, physical attendance of the Members at the AGM venue is not required and the AGM shall be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

(b) The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

(c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

(d) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 19, 2021 at 0900 hrs. and ends on Wednesday, September 22, 2021 at 1700 hrs. 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. September 16, 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.

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.	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.nsdl.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 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. 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.
Individual Shareholders holding securities in demat mode with CDSL	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.

Type of shareholders	Login Method
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.

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?

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

1. Your User ID details are given below :
2. **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***

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

   a) If you are already registered for e-Voting, then you can user 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**

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

   Click on "**Forgot User Details/ Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

5. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

6. Now, you will have to click on "Login" button.

7. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join AGM 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

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 sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.co.in.

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.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

   Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

3. 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.

   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 (company email id). The same will be replied by the company suitably.

(h) Other Information:

1. The Board of Directors has appointed Mr. Devesh Kumar Vasisht, (C.P. No. 13700), failing him Ms. Priyanka (C.P. No 16187) Partner, M/s Sanjay Grover & Associates, Company Secretaries having office at B-88, 1st Floor, Defence Colony, New Delhi- 110024, as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

2. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make, within a period not exceeding forty eight (48) hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit forthwith to the Chairman or a person authorized by him in writing.

3. The Results shall be declared within forty-eight (48) hours of conclusion of the AGM and the Results along with the consolidated Scrutinizer's Report shall be immediately thereafter placed on the Company's website www.maxvil.com and on the website of NSDL and communicated to BSE Ltd. and National Stock Exchange of India Ltd.

ANNEXURE

Information of the Director seeking re-appointment at the forthcoming Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with provisions of the Companies Act, 2013 and SS- 2 issued by the Institute of Company Secretaries of India, as on the date of Notice, is as follows:

Name of Director	Mr. Analjit Singh
Age	67 years
Date of Appointment	January 15, 2016
Qualification	MBA from Graduate School of Management, Boston University, USA.
Experience and expertise	Mr. Analjit Singh is the Founder & Chairman of The Max Group, a leading Indian multi business enterprise, with interests in life insurance (Max Life), real estate (Max Estates), senior living (Antara). The Max Group is renowned successful joint ventures with some pre-eminent firms including Mitsui Sumitomo & Toppan, Japan; New York Life Insurance Company; Bupa Plc, Life Healthcare, SA; DSM, Netherlands, Hutchison Whampoa; Motorola, Lockheed Martin and others. Amongst privately held family businesses, Mr. Analjit Singh is the founder of Leeu Collection, a group of leisure boutique hotels in Franschhoek, South Africa; The Lake District, UK; and soon to be opened in Florence, Italy. The Leeu Collection also includes a significant presence in wine and viticulture through Mullineux Leeu Family Wines in SA. Mr. Analjit Singh was awarded the Padma Bhushan, India's second highest civilian honour, by the President of India in 2011. An alumnus of The Doon School and Shri Ram College of Commerce, University of Delhi, Mr Analjit Singh holds an MBA from the Graduate School of Management, Boston University. He has been conferred with an honorary doctorate by Amity University. He is also a Director on the Board of Sofina NV/SA, Belgium. Till August 2018, he was the non-executive Chairman of Vodafone India. Mr. Analjit Singh is a member of the Founder Executive Board of the Indian School of Business (ISB), India's top ranked B-School and has served as Chairman of the Board of Governors of The Indian Institute of Technology, Roorkee and The Doon School. Mr. Analjit Singh has served on the Prime Minister's Indo US CEO and Indo UK CEO Council and till recently served as the Honorary Consul General of the Republic of San Marino in India.
Remuneration Last Drawn	As mentioned in Report on Corporate Governance
Number of Meetings of Board attended during the year	As mentioned in Report on Corporate Governance
Shareholding (Equity shares of face value ₹10/- each)	41,41,481
Relationship with other Directors / KMPs	Mr. Sahil Vachani, Managing Director & CEO, is husband of Mrs. Tara Singh Vachani, daughter of Mr. Analjit Singh.
Directorships held in other Indian Listed Companies	1. Max Financial Services Limited 2. Max India Limited

Directorships held in other Indian Companies (unlisted companies)	1. Delhi Guest Houses Private Limited 2. Max Ventures Private Limited 3. BAS Enterprises Private Limited 4. Piveta Estates Private Limited 5. Siva Realty Ventures Private Limited 6. Max Ventures Investment Holdings Private Limited 7. Max Life Insurance Company Limited 8. P V T Ventures Private Limited 9. SKA Diagnostic Private Limited
Membership / Chairmanship of Committees of the Company	Member of Nomination & Remuneration Committee
Membership / Chairmanship of Committees held in other Indian companies	1. Max Financial Services Limited • Nomination & Remuneration Committee - Member 2. Max India Limited • Nomination & Remuneration Committee - Member