

**VAPI ENTERPRISE LIMITED**

**( Formerly Known as Vapi Paper Mills Limited )**

**47 TH ANNUAL REPORT**

**F.Y. 2020-21**



## VAPI ENTERPRISE LTD.

(Formerly known as Vapi Paper Mills Limited)

213 UDYOG MANDIR, PITAMBER LANE, MAHIM (WEST), MUMBAI 400016  
TEL: 98200 68363 / 022-24449753 E-MAIL : [vapipaper@gmail.com](mailto:vapipaper@gmail.com), [vapienterpriseld@gmail.com](mailto:vapienterpriseld@gmail.com)  
CIN : L21010MH1974PLC032457

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<b>DIRECTORS</b>	:	<b>Shri Manoj R. Patel - Managing Director</b> <b>DIN : 00485197</b>
		<b>Shri Rajeev R. Patel - Whole time Director</b> <b>(Chief Financial Officer)</b> <b>DIN : 00510532</b>
		<b>Smt. Laxmiben J Patel - Director (Women)</b> <b>DIN : 00510582</b>
		<b>Shri Himanshu H. Ruia - Independent Director</b> <b>DIN : 07572617</b>
<b>COMPANY SECRETARY:</b>		<b>Ms Priyanka Kunwar (w.e.f. 01.07.2019)</b> <b>MembershipNumber : A59197</b>
<b>AUDITORS</b>		<b>Messrs, Chirag N. Shah &amp; Associates</b> <b>Chartered Accountants, Mumbai</b>
<b>REGISTERED OFFICE</b>		<b>213, Udhyog Mandir No.1,2<sup>nd</sup> Floor</b> <b>7/C, Pitamber Lane, Mahim ( West ),</b> <b>Mumbai -400 016.</b>
<b>COMPANY E-MAIL</b>		<b>vapipaper@gmail.com</b> <b>vapienterpriseld@gmail.com</b>
<b>PLANT</b>		<b>298-299, GIDC Industrial Area</b> <b>Vapi 396 195</b> <b>Dist. Valsad ( Gujarat )</b>
<b>REGISTRARS AND TRANSFER AGENTS</b>		<b>M/s BIGSHARE SERVICES PVT. LTD.</b> <b>E-2/3, Ansa Industrial Estate,</b> <b>Saki Vihar Road, Andheri (E)</b> <b>Mumbai- 400 072</b>

# VPM

## VAPI ENTERPRISE LTD. (Formerly known as VAPI PAPER MILLS LTD.)

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Regd. Off.213 UDYOG MANDIR, PITAMBER LANE, MAHIM (WEST), MUMBAI 400016  
Works : Plot No. 298/299, GIDC 2<sup>nd</sup> Phase, Industrial Area, VAPI, GUJARAT 396 195  
TEL: 98200 68363 / 022-24449753/ 093768 15945 (Works) E-MAIL : [vapipaper@gmail.com](mailto:vapipaper@gmail.com)  
Website : [www.vapienterprise.com](http://www.vapienterprise.com) CIN No. L21010MH1974PLC032457

### NOTICE

**NOTICE** is hereby given that the Forty-Seventh Annual General Meeting of VAPI ENTERPRISE LIMITED (Formerly known as Vapi Paper Mills Ltd.) will be held on Monday, 27th September 2021 at **11 AM** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS

#### **Item No.01: To receive, consider and adopt:**

The Audited Financial Statements of the Company for the financial year ended March 31st, 2021, together with the Reports of the Board of Directors and the Auditors thereon.

#### **Item No.02: Re-Appointment of a Director**

To appoint a Director in place of Mr. Rajeev Ramanbhai Patel (DIN No. 00510532) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible offers himself for reappointment.

### SPECIAL BUSINESS

#### **Item No.03: To Approve the Re-Appointment of Mr. Manoj Ramanbhai Patel as the Managing Director (Key Managerial Personnel) of the Company for a period of five years with effect from September 27th, 2021.**

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 117, 196, 197 and 203 read with Schedule V and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or reenactment(s) thereof for the time being in force), the approval of the members/shareholders of the Company be and are hereby accorded to approve the terms of re-appointment and remuneration of Mr. Manoj Ramanbhai Patel, as Managing Director (Key Managerial Personnel) of the Company, for a period of five years with effect from September 27th, 2021, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified under Part II of Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof .

**RESOLVED FURTHER THAT** the said remuneration and perquisites except commission on net profit, be payable as minimum remuneration, notwithstanding that in any financial year of the Company during the term of his office as a Managing Director, the Company may make no profits or the profits made are inadequate.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

#### **ITEM NO.04 TO APPROVE THE RE-APPOINTMENT OF MR. HIMANSHU HARISH RUIA AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass the following resolution as a special resolution:

**RESOLVED** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Part D of

Schedule II of the Listing Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be in force from time to time as recommended by Nomination and Remuneration Committee, MR. HARISH RUIA (DIN: 07572617) who holds office as an independent director up to 27th September, 2021 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013; who is eligible for re- appointment and who has given a notice in writing under Section 160 of the Companies Act, 2013, signifying his intention as a candidate for the office of Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 27th September, 2021 and whose office shall not be liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors  
For VAPI ENTERPRISE LIMITED

DATE:23/08/2021

PLACE:MUMBAI

Sd/-

PRIYANKA KUNWAR

#### NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” and Circular no. 02/2021 dated January 13, 2021 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to “Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to “Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic” (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The relevant details, pursuant to 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed to this notice.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.

4. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and relodged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, Bigshare Services Private Limited for assistance in this regard.

5. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar Transfer Agent (RTA), the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

6. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants (“DP”) in case the shares are held by them in electronic form and with company in case the shares are held by them in physical form.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form.

8. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Integrated Annual Report 2020-21 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories.

9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company through email on [VAPIENTERPRISELTD@GMAIL.COM](mailto:VAPIENTERPRISELTD@GMAIL.COM). The same will be replied by the Company suitably. The members are requested to get their shares dematerialized. The company's ISIN Code **INE464D01014** pursuant to change in face value.

11. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website <http://www.vapienterprise.com/> and websites of the Stock Exchanges i.e. BSE Limited.

12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. The Register of Members & Share Transfer Books of the Company will remain closed from 21st September, 2021 to 27th September, 2021 (both days inclusive) for the purpose of 47th Annual General Meeting (AGM) of the Company to be held on September 27th, 2021.

14. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and Members who hold shares in physical form are requested to send their e-mail address to the following:

**The Compliance Officer (Vapi Enterprise Ltd.), 213 Udyog Mandir, 7/C Pitamber Lane, Mahim (West), Mumbai 400016 or on Email : [vapienterprise@gmail.com](mailto:vapienterprise@gmail.com)**

15. Instructions for e-voting and joining the AGM are as follows:

#### **A. VOTING THROUGH ELECTRONIC MEANS**

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below:

- (i) The remote e-voting period commences on Friday, 24th September, 2021 (9:00 a.m. IST) and ends on Sunday, 26th September, 2021 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Monday, 20th September, 2021 i.e. cut-off date, (Record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- (iii) CS Anjana Manseta, Practicing Company Secretary (Membership No.10078) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (iv) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- (v) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- (vi) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (vii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9th, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with

Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demataccount number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

<b>Participants</b>	
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

(viii) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

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

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

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) **Shareholders holding shares in physical form** will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [vapienterpriseld@gmail.com](mailto:vapienterpriseld@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
2. **The Annual General Meeting will be held on ZOOM App on phone or tablet or on the webpage of ZOOM with the following credentials. To join the meeting please use the following credentials :**

**Topic: Vapi Enterprise Ltd Annual General Meeting 2021**

**Time: Monday, Sep 27th, 2021 10:30 AM India (Signing in will be open from 10.30 am to 11.30 am and meeting will commence at 11 am). Please login using link or meeting ID below and when prompted by moderator, please provide your shareholders name and folio/demat no. Upon verification, you will be joined to the meeting.**

**Join Zoom Meeting by clicking the following link**

**<https://us02web.zoom.us/join/9526924199> or use**

**Meeting ID: 895 2692 4199**

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / Tabs for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **07 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [vapienterpriseld@gmail.com](mailto:vapienterpriseld@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **07 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [vapienterpriseld@gmail.com](mailto:vapienterpriseld@gmail.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



9. Only those shareholders, who are present in the AGM/EGM 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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

#### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr.Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

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

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

#### **SPECIAL BUSINESS**

**ITEM NO.03** The Board of Directors of the Company at its meeting held on 13th August, 2021 subject to the approval of Members, re-appointed Mr. Manoj R. Patel as a Managing Director for a further period of 5 years with effect for 30th September, 2021. The approval of the members is being sought to the terms, conditions and stipulations for the re-appointment of Mr. Manoj R. Patel as a Managing Director and the remuneration payable to him. Broad particulars of the terms of re-appointment of and remuneration payable to Mr. Manoj R. Patel as a Managing Director, are as under:

1. Salary up to Rs. 1,00,000/- (Rs. One Lacs only) per month as consolidated.
2. Commission In addition, to the salary, Mr. Manoj R. Patel shall be entitled to receive commission on net profits. The commission payable to him will be determined by the Board and/or the Nomination and Remuneration Committee of the Board for each financial year. The overall remuneration including commission to him shall not exceed 5% of the net profits of the Company for each financial year or part thereof to be computed in the manner referred to under Section 197 of the Act and other applicable provisions thereof, or any statutory modification(s) or re- enactment thereof.
3. Perquisites & Allowances
  - I. House Rent Allowance in accordance with the rules of the Company.
  - II. Medical Reimbursement:: Reimbursement of Medical Expenses incurred by him for self and family subject to the ceiling of Rs. 1,00,000/- (Rs. One Lac Only) in a year.
  - III. Leave Travel Allowance : Leave Travel Allowance for him and his family, once in a year up to a sum of Rs. 40,000/- (Rs. Forty Thousand only) per year, incurred in accordance with the rules of the Company.
  - IV. Car and Telephone : Provision of car for use on Company's business and telephone, mobile and communication facilities like Internet shall not be considered as perquisites. Reimbursement of other business related expenses not to be considered as perquisites.
4. General:
  - (i) The Managing Director will perform his duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the directions given by the Board from time to time in all respects and confirm to and comply with all such directions and regulations as may from time to time be given and made by the Board and his functions will be under the overall authority of the Board of Directors.
  - (ii) The Managing Director shall adhere to the Company's Code of Business Conduct and Ethics for Directors and Management personnel.

(iii) Mr. Manoj R. Patel satisfy all the conditions set out in Part-I of Schedule V to the Act for being eligible for the re- appointment. Mr. Manoj R. Patel, the appointee, Mr. Rajeev R. Patel and Mrs. Laxmiben J. Patel are related parties and hence should be considered as interested parties in the proposed resolution.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially, or otherwise, in the resolution.

The resolutions as set out in Item no. 03 of this Notice are accordingly recommended for your approval.

**Item No. 4:**

MR. HIMANSHU HARISH RUIA (DIN: 07572617), was appointed as an Independent Director on the Board of Directors of the Company in the Annual General Meeting held in the year 2016 to hold office for a period of 5 (Five) years in terms of Section 149 of the Companies Act, 2013, an Independent Director is eligible for re-appointment on passing of Special Resolution.

MR. HIMANSHU HARISH RUIA being eligible and offering himself for reappointment, is proposed to be appointed as an Independent Director for a Second Term of 5 (Five) years from the date of end of his tenure of the First Term. The Board upon the recommendation of the Nomination and Remuneration Committee, in its Meeting has approved the re-appointment of Mr. Himanshu Harish Ruia as an Independent Director and recommends the same for the approval by the Shareholders of the Company by way of Special Resolution.

Except, Mr.Himanshu Ruia, none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the Resolution at Item No. 04 of the Notice.

**ANNEXURE**

Details of Directors seeking appointment / re-appointment at the forthcoming Annual General Meeting

Name of Director	Mr.Manoj R. Patel	Mr. HimanshuHarish Ruia	Mr.Rajeev Patel
Age	51	48	46
Nationality	Indian	Indian	Indian
Qualification	Masters of Science	Bachelors of Commerce	Bachelors of Engineering
Expertise in specific functional areas	Management Science.	Paper Trading and Imports. Business Management	Engineering and Business Management
Date of first appointment on the Board	14/08/1998	12/02/2016	25/05/2004
Shareholding in the company	1,12,055	NIL	78,687
Number of meetings of the board attended during the year	5	5	5
Directorships of other Boards as on 31st March, 2021	None	None	Applied Electrostatics and Controls Pvt Ltd. Polycone Paper Ltd.
Directorships/Membership/Chairmanship of committee of other Boards	NIL	NIL	Director

By Order of the Board of Directors  
For VAPI ENTERPRISE LIMITED

SD/-  
PRIYANKA KUNWAR

DATE: 23/08/2021  
PLACE:MUMBAI



**VAPI ENTERPRISE LTD.**  
(Formerly known as VAPI PAPER MILLS LTD.)

Regd. Off.213 UDYOG MANDIR, PITAMBER LANE, MAHIM (WEST), MUMBAI 400016  
Works : Plot No. 298/299, GIDC 2<sup>nd</sup> Phase, Industrial Area, VAPI, GUJARAT 396 195  
TEL: 98200 68363 / 022-24449753/ 093768 15945 (Works) E-MAIL : [vapipaper@gmail.com](mailto:vapipaper@gmail.com)  
Website : [www.vapienterprise.com](http://www.vapienterprise.com) CIN No. L21010MH1974PLC032457

To,  
The Members,

Your Directors have pleasure in presenting their 47th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31st, 2021.

**1. Financial summary or highlights/Performance of the Company (Standalone)**

The Board's Report shall be prepared based on the stand alone financial statements of the company.

Particulars	2020-2021(Amt in Rs.)	2019-2020(Amt in Rs.)
Revenue from Operations	2,30,65,419	2,50,17,055
Other Income	55,21,079	75,44,604
<b>Total Income</b>	<b>2,85,86,498</b>	<b>3,25,61,659</b>
<b>Expenses</b>		
Operating expenditure	2,30,34,297	24828782
Depreciation and amortization expense	18,60,393	13,37,299
<b>Total expenses</b>	<b>2,48,94,690</b>	<b>2,61,66,081</b>
Profit before finance costs and tax	36,91,808	63,95,578
Finance costs	0	1,23,779
Exceptional Items	79,021	11,33,301
Profit before tax (PBT)	<b>36,12,787</b>	<b>51,38,498</b>
Tax expense	5,15,000	0
<b>Profit for the year</b>	<b>30,97,787</b>	<b>51,38,498</b>
Opening balance of retained earnings	(14,61,72,937)	(15,13,11,435)
Closing balance of retained earnings	(14,30,75,150)	(14,61,72,937)

**2. Impact of COVID 19 Pandemic on the performance**

The outbreak of the deadly COVID-19 virus and the ensuing lockdown imposed across the country affected business operations primarily in the 1<sup>st</sup> Quarter 2020-2021. As the health of the employees and workers became a priority, stoppage of operations for an uncertain period resulted in a large financial burden on the one hand and workforce idling on the other. COVID-19 is an unprecedented challenge. The lockdown gave India time to make a concerted effort to flatten the outbreak curve. However, towards later part of the year consequent to significant opening of the economic activity across the nation the demand picked up compared to that during the initial period of Covid-19.

**3. Company's performance**

During the year Company has earned revenue of Rs 2.30 Crore (Previous year Rs. 2.50 Crore) and earned a profit of Rs 30.97 Lacs (Previous year Profit Rs. 51.38 Lacs).

The company continues to safeguard company assets in a conservative manner and continues to constantly evaluate value enhancing opportunities for the company. It is stated long term goal of the company in case of any transactions to be net worth positive and to improve financial position of the company to enable long term value creation for shareholders by increase in share value, dividends and/or share buybacks.

4. **Dividend**

Considering the financial position of the company and to conserve valuable resources, the Directors do not recommend a dividend for the period under consideration.

5. **Human Resources**

During the year, relations with employees remained cordial.

Your Company has always believed that Human Resource is the most important resource and continues to work for its development. The functioning and activities were further aligned to Company's Business objectives. The Human Resource Development activities focused on multi-skill training, performance etc.

6. **Subsidiary companies**

The Company does not have any subsidiary, associate companies & joint ventures. There has been no material change in the nature of the business of the subsidiaries.

7. **Particulars of loans, guarantees and investments**

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

8. **Deposits**

The Company has not accepted any deposits from the public within the meaning of Section 73 and 76 of the Companies Act, 2013 and Rules made there under. There were no unclaimed or unpaid deposits as on March 31, 2020.

9. **Extract Of Annual Return**

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

10. **Related Party Transactions**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

11. **Significant Orders Passed By The Regulators, Courts Or Tribunal Impacting Going Concern And Company's Operations**

To the best of our knowledge, the company has not received any such orders passed by the regulators, courts or tribunals during the year, which may impact the going concern status or company's operations in future.

12. **Material Changes And Commitments If Any Affecting The Financial Position Of The Company**

No material changes and commitments affecting the financial position of the company have occurred between the end of financial year to which the financial statements relate and the date of the Directors' Report.

13. **Directors' Responsibility Statement**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors, in the case of a **listed company**, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### 14. **Declaration by Independent Directors**

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

#### 15. **Independent Directors' Meeting**

As per Para V11 (1) of Schedule 1V to the Companies Act 2013, Independent Directors (IDs) are required to hold at least one meeting without the attendance of Non-independent directors and members of management. For the financial year 2020-21, the IDs of a company have not been able to hold such a meeting, the same shall not be viewed as a violation as per Ministry of Corporate Affairs Circular No. 11/2020 dated 24th March 2020.

#### 16. **Directors and Key Managerial Personnel**

##### **Retirement by rotation**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Mr. Rajeev Patel, (DIN: 00510532), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

##### **Key Managerial Personnel(KMP)**

The following have been designated as the Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sr.No.	Name of the Person	Designation
1.	Mr. Manoj Patel	Managing Director
2.	Mr. Rajeev Patel	Chief Financial Officer
3.	Ms. Priyanka Kunwar	Company Secretary

There has been no change in the KMPs during the year under review.

There has been no change in the constitution of Board of Directors of the Company during the financial year 2020-21.

##### **Re-appointment of Independent Directors for a Second Term**

Mr. Himanshu Harish Ruia (DIN: 07572617), Independent Director of the Company is proposed to be re-appointed as an Independent Director of the Company at this Annual General Meeting for a second term of five consecutive years in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

##### **Re-Appointment of Mr. Manoj Ramanbhai Patel as the Chairman and Managing Director of the Company**

Mr. Manoj Patel (DIN: 00485197), Managing Director of the Company is proposed to be reappointed as a Chairman and Managing Director of the Company at this Annual General Meeting for a next year of Five Consecutive years in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

None of the Director resigned from the directorship of the Company during the year.

#### 17. **Particulars of Employees**

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### 18. **Vigil Mechanism**

In accordance with the provisions of the Act and listing regulations, Vigil Mechanism for directors and employees to report genuine concerns has been established.

19. **Meetings**

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year 5 (Five ) Board Meetings were held.

<b>Sr.No.</b>	<b>Date of Meeting</b>
1	30/06/2020
2	14/08/2020
3	02/09/2020
4	13/11/2020
5	13/02/2021

20. **Statutory Auditor**

Members of the Company at the Annual General Meeting that was held on 30th September, 2019 have reappointed M/s Chirag N. Shah & Associates, Chartered Accountant(Firm Registration No. 118215W), as a Statutory Auditor of the Company for a period of 5 years which term expires on 30th September 2024 subject to the ratification at every Annual General Meeting and as per Notification issued by MCA the Company need not place the resolution for ratification at the AGM and hence no resolution is placed before the AGM.

21. **Auditors' Report**

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

22. **Cost Auditors**

The Company is not required to maintain cost records as per The Companies (Cost Records and Audit) Amendments Rules, 2014.

23. **Secretarial Audit Report**

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

24. **Audit Committee**

The Audit Committee acts in accordance with the terms of reference specified by the Board of Directors of the Company. Further during the period under review, the Board of Directors of the Company had accepted all the recommendations of the Committee. During the financial year ended on 31st March 2021, the Audit Committee met Four times on 30/06/2020, 14/08/2020, 13/11/2020 and 13/02/2021.

25. **Nomination and Remuneration Committee**

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

26. **Stakeholders Relationship Committee**

As per Section 178(5) of Companies Act, the Board of Directors of a company has constituted a Stakeholder Relationship Committee consisting of a Chairperson and such other members as may be decided by the Board. The Committee has been constituted to strengthen the investor relations and to inter-alia, look into issues relating to shareholders grievances pertaining to transfer of shares, non- receipt of declared dividends, non-receipt of Annual Report, issues concerning de-materialization etc.

27. **Risk management policy**

A statement indicating development and implementation of a risk management policy for the Company including identification therein of elements of risk, if any, this in the opinion of the Board may threaten the existence of the company.

28. **Details Of Policy Developed And Implemented By The Company On Its Corporate Social Responsibility Initiatives**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

29. **Internal financial control systems and their adequacy**

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

30. **Significant & Material Orders Passed By The Regulators Or Courts Or Tribunals Impacting The Going Concern Status Of The Company**

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status and the Company's future operations.

31. **Particulars Of Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo**

There was no technology absorption and no foreign exchange earnings or outgo, during the year under review. Hence, the information as required under Section 134(3)(m) of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014, is to be regarded as Nil. The Company has not entered into any technology transfer agreement.

32. **Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013**

The Company has in place a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

33. **Acknowledgements**

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

Place : Mumbai  
Date :04/06/2021

SD/-  
  
MANOJ R PATEL  
MANAGING DIRECTOR  
DIN 00485197

SD/-  
  
RAJEEV PATEL  
DIRECTOR  
DIN 00510532

**ANNEXURE INDEX**

<b><u>Annexure</u></b>	<b><u>Content</u></b>
<b><u>I</u></b>	Annual Return Extracts in MGT 9
<b><u>II</u></b>	MR-3 Secretarial Audit Report





a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	0	200	200	0.01	0	200	200	0.01	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total(B)(1)	0	200	200	0.01	0	200	200	0.01	0
2. Non Institutions									
a) Bodies Corp.	3666	500	4166	0.18	3566	500	4066	0.18	0
(i) Indian									
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital up to Rs. 1 Lakh	309365	634555	943920	41.37	305694	633455	939149	41.16	-0.21
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh	267804	62700	330504	14.49	274850	62700	337550	14.80	0.31
c) Others (HUF)	11802	0	11802	0.52	11263	0	11263	0.49	-0.02
d) NRI	0	12000	12000	0.53	333	12000	12333	0.54	0.01
e) Clearing Member	2050	0	2050	0.09	81	0	81	0.00	-0.09
f) NRI (Repat)	82561	0	82561	3.62	82561	0	82561	3.62	0.00
g) NRI (Non Repat)	9200	0	9200	0.4	9200	0	9200	0.4	0.00
Sub-total(B)(2)	686448	709755	1396203	61.20	687548	708655	1396203	61.20	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	<b>686448</b>	<b>709955</b>	<b>1396403</b>	<b>61.21</b>	<b>687548</b>	<b>708855</b>	<b>1396403</b>	<b>61.21</b>	0
C Shares held by Custodian for GDRs &ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	1078645	1202805	2281450	100%	1079745	1201705	2281450	100%	0

ii.Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1.	MANOJ RAMANBHAI PATEL	112055	4.91	0	112055	4.91	0	0
2.	LAXMIBEN J PATEL	94700	4.15	0	94700	4.15	0	0
3.	RAJEEV R PATEL	78687	3.45	0	78687	3.45	0	0
4.	DEVIBEN R PATEL	68952	3.02	0	68952	3.02	0	0
5.	LAJ INVESTMENTS PRIVATE LTD	37803	1.66	0	37803	1.66	0	0
6.	BHULA RAMJI PATEL	29000	1.27	0	29000	1.27	0	0
7.	NEETA PATEL	29000	1.27	0	29000	1.27	0	0
8.	INDUBEN RAMESHBHAI PATEL	22500	0.99	0	22500	0.99	0	0

9.	PATEL RANCHHODBHAI KALYANBHAI	18300	0.80	0	18300	0.80	0	0
10.	PATEL KANTILAL R	14500	0.64	0	14500	0.64	0	0
11.	RAMESHCHANDRA JIVANJEE PATEL	14500	0.64	0	14500	0.64	0	0
12.	MITESH MANOO PATEL	14500	0.64	0	14500	0.64	0	0
13.	HEMANT KUMAR PATEL	14500	0.64	0	14500	0.64	0	0
14.	RUPAL A PATEL	14000	0.61	0	14000	0.61	0	0
15.	SANJAY A PATEL	14000	0.61	0	14000	0.61	0	0
16.	NAGINBHAI LALLUBHAI PATEL	12900	0.57	0	12900	0.57	0	0
17.	ATUL BHULABHAI PATEL	12600	0.55	0	12600	0.55	0	0
18.	HARISH BHULABHAI PATEL	12200	0.53	0	12200	0.53	0	0
19.	PADMESH PATEL	12000	0.53	0	12000	0.53	0	0
20.	NALINIBEN KANTUBHAI PATEL	11800	0.52	0	11800	0.52	0	0
21.	KANTUBHAI RANCHODBHAI PATEL	11800	0.52	0	11800	0.52	0	0
22.	PREETY NAGINBHAI PATEL	10200	0.45	0	10200	0.45	0	0
23.	JASODABEN BHULABHAI PATEL	10050	0.44	0	10050	0.44	0	0
24.	HEMANT RANCHHODBHAI PATEL	10000	0.44	0	10000	0.44	0	0
25.	HEMU HEMANTBHAI PATEL	10000	0.44	0	10000	0.44	0	0
26.	GUNWANTBHAI G PATEL	10000	0.44	0	10000	0.44	0	0
27.	NARESHBHAI GOVINDBHAI PATEL	10000	0.44	0	10000	0.44	0	0
28.	MOHANLAL LALLUBHAI PATEL	10000	0.44	0	10000	0.44	0	0
29.	NAGINBHAI GOVINBHAI PATEL	10000	0.44	0	10000	0.44	0	0
30.	NANUBHAI S PATEL	10000	0.44	0	10000	0.44	0	0
31.	PAEL LALLUBHAI BHANABHAI	9900	0.43	0	9900	0.43	0	0
32.	JASODABEN B PATEL	9350	0.41	0	9350	0.41	0	0
33.	SUKHADA ARUN PATEL	7900	0.35	0	7900	0.35	0	0
34.	NALINIBEN MANUBHAI PATEL	7800	0.34	0	7800	0.34	0	0
35.	MITESH MANOOBHAI PATEL	6000	0.26	0	6000	0.26	0	0
36.	JAYSHREE MANOOBHAI PATEL	6000	0.26	0	6000	0.26	0	0
37.	DARSHNA MANOOBHAI PATEL	5800	0.25	0	5800	0.25	0	0
38.	PUSHPABEN N PATEL	5300	0.23	0	5300	0.23	0	0
39.	PARESH RAMUBHAI PATEL	5000	0.22	0	5000	0.22	0	0
40.	NATVERBHAI LALLUBHAI PATEL	5000	0.22	0	5000	0.22	0	0
41.	NEELABEN NATVARBHAI PATEL	5000	0.22	0	5000	0.22	0	0
42.	NARESH RAMUBHAI PATEL	5000	0.22	0	5000	0.22	0	0
43.	PATEL SANJAY ARUNBHAI	5000	0.22	0	5000	0.22	0	0
44.	BIPIN C PATEL	5000	0.22	0	5000	0.22	0	0
45.	JAGDISHBHAI LALLUBHAI PATEL	5000	0.22	0	5000	0.22	0	0
46.	BHANUBEN S PATEL	4800	0.21	0	4800	0.21	0	0
47.	PUSPABEN NAGINBHAI PATEL	4000	0.18	0	4000	0.18	0	0
48.	ARUN RAMBHAI PATEL	3950	0.17	0	3950	0.17	0	0
49.	ANIL RAMBHAI PATEL	3600	0.16	0	3600	0.16	0	0
50.	CHUNILAL M PATEL	3000	0.13	0	3000	0.13	0	0
51.	PATEL GANGABEN LALLUBHAI	3000	0.13	0	3000	0.13	0	0
52.	ARUNBHAI RAMBHAI PATEL	3000	0.13	0	3000	0.13	0	0
53.	PATEL BHANUBEN SHANTILAL	3000	0.13	0	3000	0.13	0	0
54.	JAYESHKUMAR I PATEL	3000	0.13	0	3000	0.13	0	0
55.	MAHESH MANUBHAI PATEL	3000	0.13	0	3000	0.13	0	0
56.	PATEL SHANTILAL LALLUBHAI	3000	0.13	0	3000	0.13	0	0
57.	RAJENDRA MANUBHAI PATEL	3000	0.13	0	3000	0.13	0	0
58.	MANOOBHAI JIVANBHAI PATEL	2800	0.12	0	2800	0.12	0	0

59.	BHULABHAI RAMABHAI PATEL	2600	0.11	0	2600	0.11	0	0
60.	MAHENDRABHAI C PATEL	2000	0.09	0	2000	0.09	0	0
61.	LAJ INVESTMENTS PVT LTD	1550	0.07	0	1550	0.07	0	0
62.	RAMBHAI HIRABHAI PATEL	1000	0.04	0	1000	0.04	0	0
63.	PATEL ANIL RAMBHAI	500	0.02	0	500	0.02	0	0
64.	SHANTILAL L PATEL	400	0.02	0	400	0.02	0	0
65.	JAYSHREE MANOVBHAI PATEL	150	0.01	0	150	0.01	0	0
66.	SHANTILAL L PATEL	100	0.00	0	100	0.00	0	0
	Total	885047	38.79	0	885047	38.79%	0	0

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	885047	38.79	885047	38.79
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year	885047	38.79	885047	38.79

**IV. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	7,72,92,720	0	7,72,92,720
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not	0	0	0	0
Total (i+ii+iii)	0	7,72,92,720	0	7,72,92,720
Change in Indebtedness during the financial year				
- Addition	0	0	0	0
- Reduction	0	21,64,030	0	21,64,030
Net Change	0	21,64,030	0	21,64,030
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid	0	7,51,28,690	0	7,51,28,690
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	7,51,28,690	0	7,51,28,690

**V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. No.	Particulars of Remuneration	Manoj R Patel (Managing Director)	Total Amount
1.	Gross salary	9,60,000	9,60,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0

4.	Commission - as % of profit	0	0
5.	Others, please specify	0	0
6.	Total(A)	9,60,000	9,60,000
	Ceiling as per the Act	N/A	N/A

**C. Remuneration to other Directors:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	0	0	0	0	0
	Total(1)					
	<u>Other Non-Executive Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	0	0	0	0	0
	Total(2)	0	0	0	0	0
	Total(B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration	0	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0	0

**D. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961 (b)Value of perquisites u/s17(2)Income-taxAct,1961 (c)Profits in lieu of salary under section 17(3)Income-taxAct,1961	0	381,500	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as % of profit	0	0	0	0
5.	Others, please specify	0	0	0	0
6.	Total	0	381,500	0	0

**VI. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES:**

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/Compounding fees imposed	Authority [RD/NCLT/Court]	Appeal made. If any(give details)
<b>A. Company</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. Directors</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. Other Officers In Default</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

# ANJANA MANSETA & CO.

## COMPANY SECRETARIES

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### ANNEXURE II

Form No. MR-3

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> 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  
**VAPI ENTERPRISE LIMITED**  
213 Udyog Mandir,  
2nd Floor 87-C,  
Pitamber Lane, Mahim (West)  
Mumbai 400016  
Maharashtra

We, Anjana Manseta & Co., Practicing Company Secretaries have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VAPI ENTERPRISE LIMITED (Formerly Known as Vapi Paper Mills Limited) (L21010MH1974PLC032457)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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 ended on 31<sup>st</sup> 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. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **VAPI ENTERPRISE LIMITED** ("The Company") for the year ended on 31<sup>st</sup> March, 2021 according to the provisions of:
  - I. The Companies Act, 2013 (the Act) and Companies Act, 1956 (to the extent applicable) (The Act) and the Rules made there under;
  - 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 there under;

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Office Add.: 003, Radha Kunj CHS LTD,  
Ram Mandir Marg, TPS III Babhai Naka, Borivali (W), Mumbai- 400092 Email:  
csamandco@gmail.com/m.anjana20@gmail.com



# ANJANA MANSETA & CO.

## COMPANY SECRETARIES

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IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment(FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);

**Note: The FEMA, 1999 was not applicable to the company during the year under review.**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company:-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (**Not Applicable to the Company during the Audit Period under review**);
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;(**Not Applicable to the Company during the Audit Period under review**);
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(**Not Applicable to the Company during the Audit Period under review**);
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not Applicable to the Company during the Audit Period under review**); and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (**Not Applicable to the Company during the Audit Period under review**);

VI. Other Laws Applicable Specifically to the Company namely:

- a. Environmental Laws Of India such as Environmental (Protection) Act, 1986;
- b. Indian Labour and Industrial Laws such as The Employees' State Insurance Act, 1948, The Contract Labour (Prohibition And Regulation) Act, 1986;



# ANJANA MANSETA & CO.

## COMPANY SECRETARIES

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- c. The Indian Contract Act, 1872;
- d. Laws Of Property such as Transfer Of Property Act, 1882.

**I have also examined compliance with the applicable clauses of the following:**

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.(Applicable to the extent notified and enforced during the period of audit).
- ii. The Listing Agreements entered into by the Company with the BSE Limited, National Stock Exchange of India Limited.
- iii. We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

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

In respect of other laws specifically applicable to the Company, I have relied on the information/record produced by the Company during the course of my audit and the reporting is limited to that extent.

**I further report that,**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. Majority decisions of the Board and committee thereof were carried out with requisite majority and are recorded as part of the minutes.

**I further report that,**

Based on review of compliance mechanism established by the Company and on the basis of the information given by the CS and CFO, we are of the opinion 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.



# ANJANA MANSETA & CO.

## COMPANY SECRETARIES

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I further report that,

During the audit period there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations.

**Date: 02/06/2021**

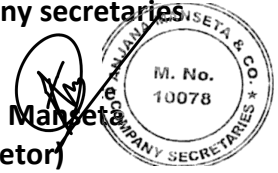
**Anjana Manseta & Co.**  
**Company secretaries**

**Anjana Manseta**  
**(Proprietor)**

**FCS No. : 10078**

**CP No. : 10668**

**UDIN: F010078C000410280**



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



# ANJANA MANSETA & CO.

## COMPANY SECRETARIES

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### Annexure A

To,  
The Members  
**VAPI ENTERPRISE LIMITED**  
213 Udyog Mandir,  
2nd Floor 87-C,  
Pitamber Lane, Mahim (West)  
Mumbai 400016  
Maharashtra

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance.
3. About the correctness of the contents of the Secretarial Records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. 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.

**Date: 02/06/2021**

**Anjana Manseta & Co.**  
**Company secretaries**

  
**Anjana Manseta**  
**(Proprietor)**  
**FCS No.: 10078**  
**CP No.: 10668**

**UDIN: F010078C000410280**

## **INDEPENDENT AUDITOR'S REPORT**

**To the members of Vapi Enterprise Limited (Formerly known as Vapi Paper Mills Limited)**

**Report on the Audit of the Standalone Financial Statements**

### **1. Qualified Opinion**

We have audited the financial statements of Vapi Enterprise Limited ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March 2021, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31<sup>st</sup>, 2021 and profit/loss, changes in equity and its cash flows for the year ended on that date.

### **2. Basis for Opinion**

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

### 3. Basis for Qualified Opinion

- i. *In our opinion, the following accounting standards are not complied by the company:*
  - a. *Indian Accounting Standard (Ind AS-19) on "Employee Benefits"; regarding non-provisioning of employee benefits*
  - b. *Indian Accounting Standard (Ind AS-105) on "Non-current Assets Held for Sale and Discontinued Operations"*
  - c. *Indian Accounting Standard (Ind AS-12) on "Income tax".*

*The effect of the above on assets and liabilities, as well as loss and reserves is not ascertainable.*

- ii. *We are unable to form an opinion about the obligations of:*
  - a. *Rs.47,48,076/- is Long term borrowings from inter corporate which is subject to confirmations.*
  - b. *Balance of Rs.10,59,605/- of long-term trade payables are subject to confirmation and adjustment, if any, required upon such confirmations are not determinable.*
  - c. *Gratuity Expense of Rs.5,39,637 and Leave Encashment Expense of Rs.1,22,139 during the year are recorded on cash basis and no provisions were done for the same. The Gratuity and Leave Encashment Expenses are recorded on cash basis.*
  - d. *Balance of Rs.9,70,405/- of long-term Trade receivables are subject to confirmation and adjustment, if any, required upon such confirmations are not determinable.*

*The effects of the matters referred to Para above on assets and liabilities, as well as Losses and reserves could not be ascertainable.*

#### 4. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Qualified Opinion section we have determined the matters described below to be the key audit matters to be communicated in our report.

<b><u>Key Audit Matters- Going Concern Assumption and financial planning</u></b>	<b><u>How our audit addressed the key audit matter</u></b>
<p>The availability of sufficient funding and the testing of whether the company will be able to continue meeting its obligations are important for the going concern assumption and, as such, are significant aspects of our audit. This test or assessment is largely based on the expectations of and the estimates made by management. The expectations and estimates can be influenced by subjective elements such as estimated future cash flows, forecasted results and margins from operations. Estimates are based on assumptions, including expectations regarding future developments in the economy and the market.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>• We have specifically devoted attention to the assumptions made with respect to future operability by verifying revenue generating agreements entered into by the company with various parties.</li> <li>• We have inquired and have also been provided written representations from the management regarding not having any future plan for closure of the business or sale of major assets.</li> <li>• We have performed review analytical procedures with respect to revenue accrued after the reporting date in order to ascertain viability of the business in the near future.</li> </ul>

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

The Company's Board of Directors and Management is responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, but does not include the financial statements and our auditor's report thereon.

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

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

## **6. Responsibilities of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters

related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast

significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

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

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 Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements (Refer Note – 24 to the financial statements;
  2. The Company did not have long-term contracts including derivative contracts – hence provision for material foreseeable losses is not applicable.
  3. There were no amounts which required to be transferred to the Investor Education and Protection Fund by the Company.
  4. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021



h. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

**For Chirag N Shah & Associates  
Chartered Accountants (118215W)**

**SD/-**

**Chirag Shah**

**Partner**

**Membership No. 105145**

**Place of Signature: Mumbai**

**Date: 04/06/2021**

**UDIN: 21105145AAAAAX7079**

**"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 8 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. a. The Company has *not* maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
  - b. The fixed assets *have not been* physically verified by the management. In the absence of physical verification, we are not in a position to comment on the discrepancies, if any, between physical and book balances and the impact thereof.
  - c. According to the information and explanation given to us, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company. In respect of immovable properties taken on lease, the agreements are in the name of the company.
- ii. The Company does not hold any inventories. Thus paragraph 3(ii) of the order is not applicable.
- iii. According to the information and explanations given to us, the company has not granted any secured or unsecured loan to a firm, company, limited liability Partnerships or other parties covered in the section 189 of the Companies Act during the year. However, the register is not maintained as per Sec 189 of the Companies Act, 2013. Therefore clause (iii) of the order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities covered u/s 185 and 186 of the Companies Act, 2013; accordingly, clause (iv) of the order is not applicable.
- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the CARO 2016 are not applicable to the Company.
- vi. As per the information and explanation given to us, the company is not required to maintain cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) of the Companies Act, 2013. Therefore, the provisions of Clause (vi) of paragraph 3 of the CARO 2016 are not applicable to the Company.
- vii. According to the information and explanations given to us and the the records of the Company examined by us, in our opinion, the Company is

regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and service tax, and other material statutory dues, as applicable, with the appropriate authorities

According to the records of the Company, there are no amounts of dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess which have not been deposited as on March 31, 2021 on account of disputes except below:

Type of Tax payment	Forum under which case is pending	Year	Amount Details
Sales Tax	Appellate Tribunal	2010-2011	Demanded Rs 256503 Paid Rs 185417 Payable Rs 71086 which is challenged hence not provided

- viii. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not borrowed from any financial institutions, banks and debenture holders, thus paragraph 3(viii) of the order is not applicable.
- ix. In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instrument) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.
- x. To the best of our knowledge and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- xii. According to the information and explanations given to us, in our opinion, the company is not Nidhi Company as prescribed under section 406 of the

Act. Accordingly, paragraph 3(xii) of the order is not applicable to the company.

- xiii. According to the information and explanations given to us and based on the examination of the records of the company, all the transactions with related parties are in compliance with section 188 and 177 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- xiv. According to the information and explanations given to us and based on the examination of the records of the company, the company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review, thus paragraph 3(xiv) of the order is not applicable.
- xv. According to the information and explanations given to us and based on the examination of the records of the company, the company has not entered in to any non-cash transactions with directors or persons connected with him. Thus paragraph 3(xv) of the order is not applicable to the company.
- xvi. According to the information and explanations given to us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934, thus paragraph 3(xvi) of the order is not applicable.

**For Chirag N Shah & Associates**

**Chartered Accountants**

**FRN.118215W**

**SD/-**

**Chirag Shah**

**Partner**

**Membership No: 105145**

**Place: Mumbai**

**Date: 04/06/2021**

**UDIN: 21105145AAAAAX7079**

**“Annexure – B” to the Auditors’ Report**

(Referred to in paragraph 8 (f) under ‘Report on other legal and regulatory requirements’ section of our report of even date)

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

**Qualified Opinion**

We have audited the internal financial controls over financial reporting of Vapi Enterprise Limited (Formerly Known as “Vapi Paper Mills Limited”), as of March 31, 2021 in conjunction with our audit of the 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 and the board of directors are responsible for establishing and maintaining internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on the internal control. 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.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over

financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

### **Meaning of Internal Financial Controls over Financial Reporting**

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

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

Due to the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,

projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Chirag N Shah & Associates**

**Chartered Accountants**

**FRN: 118215W**

**SD/-**

**Chirag Shah**

**Partner**

**Membership No: 105145**

**Place: Mumbai**

**Date: 04/06/2021**

**UDIN: 21105145AAAAAX7079**

**VAPI ENTERPRISE LIMITED**  
**( Formerly known as Vapi Paper Mills Limited )**  
**Balance Sheet as at 31st March 2021**

Sr.No.	Particulars	Note No.	As at March 31,2021	As at March 31,2020
<b>A</b>	<b>ASSETS</b>			
(1)	<u>Non-current assets</u>			
	(a) Property, Plant and Equipment	2	1,79,62,790	1,97,82,194
	(b) Capital Work in progress		-	-
	(C) Financial Assets			
	(i) Investments	3	2,00,000	2,00,000
	(ii) Trade Receivables	4	9,70,405	10,00,412
	(iii) Loans	5	47,888	22,630
	(d) Other Non Current Assets	6	46,65,275	56,89,040
(2)	<u>Current assets</u>			
	(a) Financial Assets			
	(i) Trade receivables	7	31,57,452	27,91,838
	(ii) Cash and cash equivalents	8	62,46,900	38,94,591
	(iii) Loans	9	2,29,000	1,95,401
	(b) Other current assets	10	7,54,120	13,62,937
	<b>Total Assets</b>		<b>3,42,33,830</b>	<b>3,49,39,043</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>			
(1)	<u>Equity</u>			
	(a) Equity Share capital	11	2,28,14,500	2,28,14,500
	(b) Other Equity	12	(7,56,81,103)	(7,87,78,892)
(2)	<u>LIABILITIES</u>			
(a)	<u>Non-current liabilities</u>			
	Financial Liabilities			
	(i) Borrowings	13	7,51,28,690	7,72,92,720
	(ii) Trade payables	14	10,59,605	10,59,605
	(iii) Other	15	84,70,000	62,52,280
(b)	<u>Current liabilities</u>			
	(i) Financial Liabilities			
	- Trade payables	16	3,85,785	9,67,478
	(ii) Other current liabilities	17	20,56,353	53,31,351
	<b>Total Equity and Liabilities</b>		<b>3,42,33,830</b>	<b>3,49,39,043</b>
	<b>Significant accounting polices</b>	1		
	<b>Notes to the financial statements</b>	24-39		

As per our report of even date  
**For Chirag N Shah & Associates**  
**Chartered Accountants**  
FRN No: 118215W

SD/-  
**Chirag Shah**  
**Partner**  
Membership No. 105145  
Place: Mumbai  
Date: 04/06/2021

For, and on behalf of the board  
**For Vapi Enterprise Limited**

SD/-  
**Manoj R. Patel**  
**Director**  
DIN: 00485197  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Rajeev R. Patel**  
**Director(CFO)**  
DIN: 00510532  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Laxmiben Patel**  
**Director**  
DIN: 00510582  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Priyanka Kunwar**  
**Company Secretary**  
Membership No:A59197  
Place: Mumbai  
Date: 04/06/2021



**VAPI ENTERPRISE LIMITED**  
**( Formerly known as Vapi Paper Mills Limited )**  
**Statement of Profit and Loss for the period ended 31st March 2021**

Sr.NO	Particulars	Note No.	As at March 31,2021	As at March 31,2020
I	Revenue From Operations	18	2,30,65,419	2,50,17,055
II	Other Income	19	55,21,079	75,44,604
III	<b>Total Income (I + II)</b>		<b>2,85,86,498</b>	<b>3,25,61,659</b>
IV	EXPENSES			
	Employee benefits expense	20	85,34,133	1,02,89,200
	Finance costs	21	-	1,23,779
	Depreciation and amortization expense	2	18,60,393	13,37,299
	Other expenses	22	1,45,00,164	1,45,39,582
	<b>Total expenses</b>		<b>2,48,94,690</b>	<b>2,62,89,860</b>
V	<b>Profit/(loss) before exceptional items and tax (III- IV)</b>		<b>36,91,808</b>	<b>62,71,799</b>
VI	Exceptional Items	23	79,021	11,33,301
VII	<b>Profit/(loss) before tax(V-VI)</b>		<b>36,12,787</b>	<b>51,38,498</b>
VIII	Income Tax expense:		5,15,000	-
IX	<b>Profit/(loss) for the period (VII + VIII)</b>		<b>30,97,787</b>	<b>51,38,498</b>
X	Earnings per equity share (basic/diluted)		1.36	2.25
	Significant accounting polices	1		
	Notes to the financial statements	24-39		

As per our report of even date  
**For Chirag N Shah & Associates**  
**Chartered Accountants**  
FRN No: 118215W

SD/-  
**Chirag Shah**  
**Partner**  
Membership No. 105145  
Place: Mumbai  
Date: 04/06/2021

For, and on behalf of the board  
**For Vapi Enterprise Limited**

SD/-  
**Manoj R. Patel**  
**Director**  
DIN: 00485197  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Rajeev R. Patel**  
**Director(CFO)**  
DIN: 00510532  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Laxmiben Patel**  
**Director**  
DIN: 00510582  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Priyanka Kunwar**  
**Company Secretary**  
Membership No:A59197  
Place: Mumbai  
Date: 04/06/2021

**VAPI ENTERPRISE LIMITED**  
( Formerly known as Vapi Paper Mills Limited )  
**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH,2021**

	PARTICULARS	Year ended 31st March,2021	Year ended 31st March, 2020
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	<b>Net Profit before tax as per Profit and Loss Account</b>	36,12,787	51,38,498
	Adjusted for:		
	Depreciation and Amortisation Expenses	18,60,393	13,37,299
	Provision for Tax	(5,15,000)	-
	Amounts Written off/(Back)	(14,000)	(1,08,298)
	Finance Costs	-	1,23,779
	Dividend Income	(15,000)	(25,281)
	Interest Income	(1,62,466)	(1,95,197)
		<b>11,53,927</b>	<b>11,32,301</b>
	<b>Operating Profit before Working Capital Changes</b>	<b>47,66,714</b>	<b>62,70,799</b>
	Adjusted for:		
	Trade and Other Receivables	12,96,975	(1,36,216)
	Amounts Written off/Back	14,000	1,08,298
	Trade and Other Payables	(16,38,971)	(21,09,555)
	Long Term Loans and Advances(Receivable)	(25,258)	7,370
	Short term loan and advance(Receivable)	(33,599)	(96,101)
	<b>Cash Generated from Operations</b>	<b>43,79,862</b>	<b>40,44,596</b>
	Taxes Paid		
	<b>Net Cash from Operating Activities</b>	<b>43,79,862</b>	<b>40,44,596</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assets	(40,990)	(13,44,450)
	Capital WIP	-	7,69,639
	Interest Income	1,62,466	1,95,197
	Dividend Income	15,000	25,281
	<b>Net Cash (used in ) Investing Activities</b>	<b>1,36,476</b>	<b>(3,54,333)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Other long term liability	-	-
	Repayment from Long-term Borrowings	(21,64,030)	(7,50,001)
	Interest Paid	-	(1,23,779)
	<b>Net Cash (used in ) / from Financing Activities</b>	<b>(21,64,030)</b>	<b>(8,73,779)</b>
	<b>Net Increase in Cash and cash Equivalents (A + B + C )</b>	<b>23,52,307</b>	<b>28,16,484</b>
	Opening Balance of Cash and Cash Equivalents	38,94,591	10,78,107
	<b>Closing Balance of Cash and Cash Equivalents</b>	<b>62,46,900</b>	<b>38,94,591</b>
The notes are integral part of these financial statements.			

As per our report of even date  
**For Chirag N Shah & Associates**  
**Chartered Accountants**  
FRN No: 118215W

SD/-  
**Chirag Shah**  
**Partner**  
Membership No. 105145  
Place: Mumbai  
Date: 04/06/2021

For, and on behalf of the board  
**For Vapi Enterprise Limited**

SD/-  
**Manoj R. Patel**  
**Director**  
DIN: 00485197  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Rajeev R. Patel**  
**Director(CFO)**  
DIN: 00510532  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Laxmiben Patel**  
**Director**  
DIN: 00510582  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Priyanka Kunwar**  
**Company Secretary**  
Membership No:A59197  
Place: Mumbai  
Date: 04/06/2021

**VAPI ENTERPRISE LIMITED**  
**( Formerly known as Vapi Paper Mills Limited )**  
**Statement of Changes in Equity for the period ended 31st March 2021**

**A. Equity Share Capital**

	Note No	No of shares	Amount
As at 1 April 2019		22,81,450	2,28,14,500
Issued during the year		-	-
Bought back during the year		-	-
<b>As at 31 March 2020</b>	<b>11</b>	<b>22,81,450</b>	<b>2,28,14,500</b>
Issued during the year		-	-
Bought back during the year		-	-
<b>As at 31 March 2021</b>	<b>11</b>	<b>22,81,450</b>	<b>2,28,14,500</b>

**B. Other Equity**

	Note No	Revaluation Surplus				Total
		Capital Reserve	Securities Premium Reserve	General reserve	Retained Earnings	
<b>As at 1st April 2019</b>			4,34,06,480	2,39,87,567	(15,13,11,435)	(8,39,17,388)
Profit of FY 19-20					51,38,498	51,38,498
<b>As at 31st March 2020</b>	12		4,34,06,480	2,39,87,567	(14,61,72,937)	(7,87,78,890)
Profit of FY 20-21		-	-	-	30,97,787	30,97,787
<b>As at 31st March 2021</b>	12	-	4,34,06,480	2,39,87,567	(14,30,75,150)	(7,56,81,103)

As per our report of even date  
**For Chirag N Shah & Associates**  
**Chartered Accountants**  
FRN No: 118215W

For, and on behalf of the board  
**For Vapi Enterprise Limited**

SD/-  
**Chirag Shah**  
**Partner**  
Membership No. 105145  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Manoj R. Patel**  
**Director**  
DIN: 00485197  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Rajeev R. Patel**  
**Director(CFO)**  
DIN: 00510532  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Laxmiben Patel**  
**Director**  
DIN: 00510582  
Place: Mumbai  
Date: 04/06/2021

SD/-  
**Priyanka Kunwar**  
**Company Secretary**  
Membership No:A59197  
Place: Mumbai  
Date: 04/06/2021

**VAPI ENTERPRISE LIMITED**  
**(Formerly known as Vapi Paper Mills Limited)**  
**NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED ON 31ST MARCH,2021**

**Note 1: Significant accounting policies**

**a. Corporate Information**

Vapi Enterprise Limited (Formerly known as Vapi Paper Mills Limited) provides services of lease rental and job work services with many businesses. The company have been in the business for the last 46 years.

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is 213, Udhyog Mandir No.1,2nd Floor, 7/C, Pitamber Lane, Mahim- West, Mumbai -400 016.

**b. Basis of preparation**

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis. The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. However amendment to Ind AS 116 does not have any impact on the amounts recognised in current year.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

**c. Estimates and Judgements**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

*Estimation of uncertainties relating to the global health pandemic from COVID-19*

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, revenues and investment. the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

**d. Foreign Currency Transactions**

- i. Foreign Currency Transactions are recorded on the basis of the exchange rate prevailing on the date of transaction.
- ii. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- iii. Monetary items which are denominated in foreign currency are restated at the exchange rates prevailing at the Balance Sheet date.
- iv. Profit/ loss on translation thereon is credited or charged to the Profit and Loss Account except in case of long-term liabilities, where they relate to acquisition of Fixed Assets, in which case they are adjusted to carrying cost of such assets.

**e. Revenue recognition**

The company's contract with the customers includes providing of premises on operating lease and manufacturing of products on job work basis. Hence the company recognises its revenue based on terms of the contract.

The dividend income is recognised based on establishment of the right to receive such income. The interest income is recognised on accrual basis

**f. Property, plant and equipment**

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life.

*Depreciation methods, estimated useful lives and residual value*

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The Depreciation is calculated on written down value (WDV) method to allocate their cost, net of their residual values, over their estimated useful lives. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to Companies Act, 2013.

*Impairment*

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Reversal of impairment loss recognised in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exist or have decreased.

**g. Income Taxes**

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity.

- i. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.
- ii. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized

**h. Investments**

Non-current investments are stated at cost. Provision for diminution in the value of Non-current Investments is made only if such a decline is other than temporary, if any.

**i. Inventories**

Inventories of stock in process, finished goods and raw materials have been valued at lower of cost or net realizable value. Inventory of stores and spares are stated at cost. For this purpose, cost is arrived at on the First in First out basis.

**j. Employee Benefits**

The company accounts for leave encashment benefits, bonus and gratuity on declaration.

**k. Borrowing Cost**

Borrowing costs that are attributable to the acquisition / construction of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is an asset that requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

**l. Provisions and Contingencies**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present

obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

**m. Leases**

*The Company as a lessee*

The Company's lease asset classes primarily consist of leases for land. Leases on which significant portion of the risks and rewards of ownership are effectively retained by the lessor, are classified as operating leases. Operating leases payments are charged to the Statement Profit and Loss on a straight- line basis over the lease term.

*The Company as a lessor*

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

**VAPI ENTERPRISE LIMITED**  
**FY 2020-21**  
**Depreciation working**

**Note 2 : Property, Plant and Equipment (As at 31st March 2021)**

Description	Gross Block			Depreciation/Amortisation				Net Block		
	As at 01.04.2020	Addition/ Adjustment	Deductions/A djustments	As at 31.03.2021	As at 01.04.2020	For the year	Deductions/A djustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
<b>Leased Assets:</b>										
Lease hold land	3,79,998			3,79,998				-	3,79,998	3,79,998
<b>Own Assets:</b>										
Factory Building	1,08,81,097	-	-	1,08,81,097	1,03,37,042	-	-	1,03,37,042	5,44,055	5,44,055
Office & Godown	3,66,92,402			3,66,92,402	1,79,31,215	18,24,003	-	1,97,55,219	1,69,37,184	1,87,61,187
Plant & Machinery	42,15,859			42,15,859	42,05,977	-	-	42,05,977	9,882	9,882
Furnitures & Fixtures	7,66,164			7,66,164	7,48,317	-	-	7,48,317	17,848	17,848
Office Equipments	16,29,154	40,990		16,70,144	15,59,930	36,390	-	15,96,320	73,823	69,223
<b>Total</b>	<b>5,45,64,675</b>	<b>40,990</b>	<b>-</b>	<b>5,46,05,665</b>	<b>3,47,82,482</b>	<b>18,60,393</b>	<b>-</b>	<b>3,66,42,875</b>	<b>1,79,62,790</b>	<b>1,97,82,194</b>

**VAPI ENTERPRISE LIMITED**  
**( Formerly known as Vapi Paper Mills Limited )**  
**FY 2019-20**

**Note 2 : Property, Plant and Equipment (As at 31st March 2020)**

Description	Gross Block			Depreciation/Amortisation				Net Block		
	As at 01.04.2019	Additions/ Adjustments	Deductions/A djustments	As at 31.03.2020	As at 01.04.2020	For the year	Deductions/A djustments	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
<b>Leased Assets:</b>										
Lease hold land	3,79,998	-		3,79,998	-			-	3,79,998	3,79,998
<b>Own Assets:</b>										
Factory Building	1,08,81,097	-		1,08,81,097	1,03,37,042			1,03,37,042	5,44,055	5,44,055
Office & Godown	3,53,93,270	12,99,132		3,66,92,402	1,66,06,994	13,24,221		1,79,31,215	1,87,61,187	1,87,86,276
Plant & Machinery	42,15,859	-		42,15,859	42,05,977	-		42,05,977	9,882	9,882
Furnitures & Fixtures	7,66,164	-		7,66,164	7,48,317	-		7,48,317	17,848	17,848
Office Equipments	15,83,836	45,318		16,29,154	15,46,852	13,078		15,59,930	69,223	36,983
<b>Total</b>	<b>5,32,20,224</b>	<b>13,44,450</b>	<b>-</b>	<b>5,45,64,675</b>	<b>3,34,45,182</b>	<b>13,37,299</b>	<b>-</b>	<b>3,47,82,481</b>	<b>1,97,82,194</b>	<b>1,97,75,042</b>



**Note3: (Non Current Investments)**

	As at 31.03.21	As at 31.03.20
<b>(Valued at cost)</b>		
<b>Quoted Investment in Trust Securities (Long Term at cost)</b>		
Unit Trust of India		
*10,000 Units of Rs. 10 each fully paid up	1,00,000	1,00,000
<b>Unquoted Investment in Equity Shares (Long Term at Cost)</b>		
The Zoroasterian Co-op Bank Ltd.	1,00,000	1,00,000
4,000 Equity Shares of Rs 25 each fully paid up (Previous year 4,000 Equity Shares of Rs 25 each fully paid up)		
	<b>2,00,000</b>	<b>2,00,000</b>
<b>Aggregate Values</b>		
1. Aggregate amount of quoted investments	1,00,000	1,00,000
2. Market Value of quoted investments	14,81,847	8,60,602
3. Aggregate amount of unquoted investments	1,00,000	1,00,000

\*5000 units are held under name of "Atlas Paper Mills Ltd" which was merged with the Company

**Note 4 : Non-current trade receivable**

	As at 31.03.21	As at 31.03.20
<b>Unsecured &amp; considered good</b>		
From others	9,70,405	10,00,412
<b>Doubtful</b>		
From others	-	2,11,575
<b>Total</b>	<b>9,70,405</b>	<b>12,11,987</b>
<b>Less: Allowance for doubtful debts</b>	<b>-</b>	<b>(2,11,575)</b>
<b>Total trade receivables</b>	<b>9,70,405</b>	<b>10,00,412</b>

**Note 5 : Loans (Unsecured)**

	As at 31.03.21	As at 31.03.20
<b>Loans</b>		
To Employees	47,888	22,630
<b>Considered Good</b>	<b>47,888</b>	<b>22,630</b>

**Note 6 : Others Non-Current assets**

	As at 31.03.21	As at 31.03.20
<b>Security Deposits</b>		
With Government	11,72,415	11,72,415
With others	3,000	3,000
<b>Others</b>		
Deposit against Appeal	34,82,360	34,82,360
Balances with Revenue Authorities	7,500	10,31,265
<b>Total</b>	<b>46,65,275</b>	<b>56,89,040</b>

**Note 7 : Current-trade receivable**

	As at 31.03.21	As at 31.03.20
<b>Unsecured and considered good</b>		
From Others	31,57,452	27,91,838
<b>Total</b>	<b>31,57,452</b>	<b>27,91,838</b>

**Note 8 : Cash and Cash Equivalent**

	As at 31.03.21	As at 31.03.20
Balances with banks-In current account	62,34,570	38,79,108
Cash on hand	12,330	15,482
<b>Total</b>	<b>62,46,900</b>	<b>38,94,591</b>

**Note 9 : Current Loan**

	As at 31.03.21	As at 31.03.20
<b>Loans</b>		
To Employees	2,29,000	1,95,401
<b>Total</b>	<b>2,29,000</b>	<b>1,95,401</b>

**Note 10 : Other current asset**

	As at 31.03.21	As at 31.03.20
<b>Advances other than capital advances</b>		
Interest receivable on Electricity Deposit	50,428	68,586
<b>Others</b>		
Balance with Revenue Authorities	6,97,628	12,86,457
Prepaid expenses	6,064	7,894
<b>Total</b>	<b>7,54,120</b>	<b>13,62,937</b>

**Note 11 : SHARE CAPITAL**

<b>Note 11.1 : Authorised Share Capital</b>	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
3,000,000 Equity Shares of Rs.10 each (P.Y 3,000,000/- of Rs.10 each)	3,00,00,000	3,00,00,000
20,000 12 % Redeemable Cumulative Preference Shares of Rs. 100/- each redeemable at par at any time (P.Y 20,000 of Rs.100 each)	20,00,000	20,00,000
<b>Total</b>	<b>3,20,00,000</b>	<b>3,20,00,000</b>

<b>Note 11.2 : Issued, Subscribed and Paid up</b>	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
2,281,450 Equity shares of Rs.10 each fully paid up (P.Y 2,281,450 of Rs.10each)	2,28,14,500	2,28,14,500
<b>Total</b>	<b>2,28,14,500</b>	<b>2,28,14,500</b>

<b>Note 11.3 : Reconciliation of number of equity shares outstanding at the beginning and at the end of the year:</b>	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Number of shares outstanding at the beginning of the year	22,81,450	22,81,450
Add: Changes during the year	Nil	Nil
<b>Number of shares outstanding at the end of the year</b>	<b>22,81,450</b>	<b>22,81,450</b>

(C) Terms/Rights attached to equity shares The Company has equity shares having a face value of Rs. 10 /- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend 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 equity shareholders 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) The Company has not issued any share as fully paid up without payment being received in cash or as bonus shares nor any share has been bought back by the Company since its incorporation

**Note 12 : Other equity**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
<b>(i) Securities Premium</b> As per last Balance sheet	<b>4,34,06,480</b>	<b>4,34,06,480</b>
<b>(ii) General Reserve</b> As per last Balance sheet	<b>2,39,87,567</b>	<b>2,39,87,567</b>
<b>(iii) Retained Earnings</b> Balance as at beginning of the year	(14,61,72,937)	(15,13,11,437)
Add: Profit/( Loss) during the year	30,97,787	51,38,498
Balance as at end of the year	<b>(14,30,75,150)</b>	<b>(14,61,72,939)</b>
<b>Total</b>	<b>(7,56,81,103)</b>	<b>(7,87,78,892)</b>

**Nature and purpose of other reserves****(i) Securities Premium Reserve**

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the act.

**(ii) General Reserve**

General reserve is used for strengthening the financial position and meeting future contingencies and losses

**Note 13 : Long term borrowing**

	As at 31.03.21	As at 31.03.20
<b>Unsecured</b>		
Term Loans-From Directors	7,03,80,614	7,25,44,644
Term Loans-Inter Corporates	47,48,076	47,48,076
<b>Total</b>	<b>7,51,28,690</b>	<b>7,72,92,720</b>

**Note 13.1 : Disclosure regarding repayment of term loans**

The Loans are interest-free and are repayable on demand.

During the year Rs. 21,64,030/- has been repaid to the directors

**Note 14 : Non-Current trade Payables**

	As at 31.03.21	As at 31.03.20
Total outstanding dues of creditors other than micro enterprises and small enterprises	10,59,605	10,59,605
Total outstanding dues of micro enterprises and small enterprises(Refer Note 29)	-	-
<b>Total</b>	<b>10,59,605</b>	<b>10,59,605</b>

**Note 15 : Other Liabilities**

	As at 31.03.21	As at 31.03.20
<b>Others</b>		
Rent Deposit from Tenant	84,70,000	62,52,280
<b>Total</b>	<b>84,70,000</b>	<b>62,52,280</b>

**Note 16 : Current Trade Payables**

	As at 31.03.21	As at 31.03.20
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,85,785	9,67,478
Total outstanding dues of micro enterprises and small enterprises(Refer Note 29)	-	-
<b>Total</b>	<b>3,85,785</b>	<b>9,67,478</b>

**Note 17 : Other current liability**

	As at 31.03.21	As at 31.03.20
<b><u>Advances Received From Customers</u></b>	-	768
<b><u>Other Payables</u></b>		
Rent deposit	1,30,000	38,56,800
Employee Benefits Payable	5,05,812	7,74,100
Statutory Dues	3,64,485	4,41,471
Outstanding Liability for Expenses	10,56,056	2,58,212
<b>Total</b>	<b>20,56,353</b>	<b>53,31,351</b>

**VAPI ENTERPRISE LIMITED**  
**( Formerly known as Vapi Paper Mills Limited )**  
**NOTES TO FINANCIAL STATEMENTS**

**Note 18 : Revenue From Operations**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Job Work	2,46,48,191	2,50,17,055
Less: Sales return	(15,82,772)	-
<b>Total</b>	<b>2,30,65,419</b>	<b>2,50,17,055</b>

**Note 19 : Other Income**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Rent Income	53,43,165	73,23,234
Interest Income	1,62,466	1,95,197
Dividend Income From Long Term Investment	15,000	25,281
Discount	448	892
<b>Total</b>	<b>55,21,079</b>	<b>75,44,604</b>

**Note 20 : Employee Benefits Expense**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Salary, Allowances, Bonus	71,98,140	86,99,757
Directors Remuneration: Managing Director	9,60,000	9,00,000
Contribution To Provident And Other Funds	3,45,353	6,37,925
Staff Welfare Expenses	30,640	51,518
<b>Total</b>	<b>85,34,133</b>	<b>1,02,89,200</b>

**Note 21 : Finance Costs**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Interest Paid On Trade Deposits	-	1,17,995
Interest Paid To Statutory Authority	-	5,784
<b>Total</b>	<b>-</b>	<b>1,23,779</b>

**Note 22 : Other Expenses**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Power And Fuel	64,47,781	72,02,966
Legal And Professional Fees	46,33,061	32,29,696
Rates And Taxes And Fees	13,22,898	13,67,502
Security Expenses	5,10,000	5,10,404
Water Charges	4,46,565	4,80,746
Repairs To Godown	3,14,714	4,00,311
Rent on Plant & Machinery	3,00,000	2,62,499
Travelling Expenses	5,449	2,19,367
Provision for Bad Debts	-	2,11,575
Office Expenses	31,676	1,71,977
Telephone Expenses/Internet Expenses	86,980	94,391
Vehicle Expenses	87,077	93,946
Miscellaneous Expenses	1,43,701	61,635
Commission Charges	-	50,000
GIDC NA Charges Expenses	47,410	47,404
Conveyance Expenses	27,091	40,164
Interest Paid	760	-
<b>Auditor Remuneration:</b>		
Statutory Audit Fees	45,000	45,000
Tax Related Matters	35,000	35,000
Other Services	15,000	15,000
<b>Total</b>	<b>1,45,00,164</b>	<b>1,45,39,582</b>

**Note 23 : Exceptional Items**

	<b>As at 31.03.21</b>	<b>As at 31.03.20</b>
Prior Period Expenses	93,021	6,63,980
Penalty	-	5,77,620
Short /excess Provision for Expenses of Earlier Year	(14,000)	(1,08,298)
<b>Total</b>	<b>79,021</b>	<b>11,33,301</b>

**VAPI ENTERPRISE LIMITED**  
**(Formerly known as Vapi Paper Mills Limited)**

**NOTES TO FINANCIAL STATEMENTS**

**24. Contingent Liabilities:** Rs.10,71,086/- (Previous Year Rs.10,71,086/- )

No	Particulars	31st March 2021	31st March 2020
1	Appeal against Sales Tax	71,086	71,086
2	Appeal against DGVCL	10,00,000	10,00,000

**25. Capital Commitment:** Estimated amounts of contracts remaining to be executed on capital account is Nil (Net of advances)

**26. Going Concern Assumption:** The Company's net worth is negative as on March 31, 2021. The management is hopeful of making net worth positive out of the surplus that had been generated from present activities and also by bringing required funds to finance losses. Now having regard to these the accounts are prepared on going concern.

**27. Current Assets, Loans and Advances:** In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business, provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.

**28. Trade and Other Receivables:** Balance of Trade Payables, Trade Deposits, Advance from Customers, Trade Receivables, Non-Current and Current Loans and Advances are subject to confirmation by the parties. In case of doubts regarding recoverability of receivables the provision for bad debt have been provided accordingly.

**29. MSME Trade Payables:** There are no identifiable Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days at the Balance Sheet date. The Micro, Small and Medium Enterprises have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

**30. Disclosure for operating leases under Ind AS 116s – "Leases":**

Disclosure in respect of the assets given and taken on leave and license agreement under operating lease is as under:

SR No	Particulars	2020-21	2019-20
1.	Lease income recognized in the Statement of Profit and Loss for the year	Rs.53,43,165	Rs.73,23,234/-

SR No	Particulars	2020-21	2019-2020
2.	Future minimum receipt under the agreements, which are non-cancellable are as follows:		
	Not later than one year	Rs. Nil	Rs. Nil
	i) Later than one year and not later than five years	Rs. Nil	Rs. Nil
	ii) Later than five years.	Rs. Nil	Rs. Nil
3.	Lease Expenses recognized in the Statement of Profit and Loss for the year.	Rs.3,00,000	Rs.2,62,499

**31. Expenditure in foreign currency:** during the year on account of Travelling expenses Rs. Nil (Previous Year Rs Nil )

**32. CIF Value of Imports of Raw Materials and Capital goods:** Rs. Nil (Previous Year Rs. Nil )

**33. Remittance in Foreign Currency on account of Dividend:** Rs. Nil (Previous Year Rs. Nil)

**34. Earnings in foreign exchange and expenditure in foreign currency:** Rs. Nil (Previous Year Rs. Nil)

**35. Related Party Disclosures:**

**A. List of Related Parties**

**a. Key Management Personnel:**

- i. Shri Manoj R. Patel (Managing Director)
- ii. Shri Rajeev R. Patel (Whole Time Director)
- iii. Smt. Laxmiben J. Patel (Director)

**b. Other Related Parties:**

- i. M/s Poly Cone Paper Limited (Company with common director)
- ii. Laj Investments Private Limited (Company with common director)



**B. Transactions with Related Parties:**

Sr. No.	Particulars	Key Management Personnel		Associate Companies	
		2020-21	2019-20	2020-21	2019-20
<b>A.</b>	<b>Transaction during the year</b>				
I	Remuneration	9,60,000	9,00,000	NIL	NIL
II	Unsecured Loan Taken	NIL	NIL	NIL	NIL
III	Unsecured Loan repaid	21,64,030	7,50,000	NIL	NIL
IV	Interest	NIL	NIL	NIL	NIL
<b>B</b>	<b>Outstanding balances at the year end:</b>				
I	Unsecured Loan	7,03,80,614	7,25,44,645	47,48,076	47,48,076
II	Remuneration	NIL	NIL	NIL	NIL

C. Post-Employment Benefits of key managerial person are not identified and accounted.

**36. Accounting of income taxes:** In view of the uncertainty of availment of tax benefit on accumulated business losses and unabsorbed depreciation, the company has not considered any deferred tax assets as required to be disclosed under Ind AS 12 "Income tax".

**37. Earnings per Share:**

Particulars	2020-21	2019-20
Profit / (Loss) in Rupees	30,97,787	51,38,498
Weighted average number of equity shares outstanding	22,81,450	22,81,450
Basic and diluted Profit / (Loss ) per share in Rupees	1.36	2.25

**38. Impairment of Assets:** None of the assets of the company having decline in the value of the assets which of permanent nature hence impairment treatment is not required for any of the assets.

**39. Other Points:** Previous year's figures have been regrouped and /or rearranged whenever necessary.

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**The notes are integral part of these financial statements.**

**As per our Audit Report of even date attached**

**For Chirag N Shah & Associates,  
Chartered Accountants  
Registration No: 118215W**

**For VAPI ENTERPRISE LIMITED**

SD/-  
**Chirag Shah**  
(Partner)  
(M No. 105145)  
Date: 04/06/2021

SD/-  
**Manoj R. Patel**  
(Managing Director)  
DIN: 00485197  
Date: 04/06/2021

SD/-  
**Rajeev R. Patel**  
(Director/CFO)  
DIN: 00510532  
Date: 04/06/2021

SD/-  
**Laxmiben J. Patel**  
(Director)  
DIN: 00510582  
Date: 04/06/2021

SD/-  
**Priyanka Kunwar**  
(Company Secretary)  
Membership No: A59197  
Date: 04/06/2021