

# **IEL LIMITED**

Reg. Off. - Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva,  
Ahmedabad- 382445, Gujarat

Phone: 022-2204 4422, Fax: 022-2204 6024

Website: [www.nanavatigroup.com](http://www.nanavatigroup.com), E-mail: [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com)

CIN - L15140GJ1956PLC124644



02<sup>nd</sup> September, 2021

To,  
The Department of Corporate Service (DCS-CRD)  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Ref: IEL LIMITED

SECURITY CODE NO.: 524614

Sub.: FILING OF ANNUAL REPORT 2020-21 UNDER REGULATION 34(1) THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Dear Sir,

We would like to inform that the 65<sup>th</sup> Annual General Meeting ("AGM 2021") of the members of the Company will be held on **Wednesday, 29<sup>th</sup> September, 2021 AT 03:00 PM IST** through Video Conferencing (VC) or Other Audio Video Means (OAVM).

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, we are submitting herewith the copy of the Annual Report 2020-21 of the Company which is being sent through electronic mode to the Members.

The Annual Report 2020-21 will also be uploaded on the Company's website.

You are requested to kindly take the note of the above and display the same on notice of the exchange.

Thanking you,

Yours faithfully,

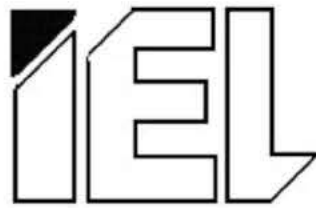
For IEL LIMITED

*Ronit*



**Ronit Champaklal Shah**  
Managing Director  
(DIN: 02851806)

**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED.)



**IEL LIMITED**

**65<sup>TH</sup> ANNUAL REPORT**  
**2020-21**

*65<sup>th</sup> Annual Report 2020-21*



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**CORPORATE INFORMATION**

<b>BOARD OF DIRECTORS</b>	:	SHRI RONIT CHAMPAKLAL SHAH (Promoter) <i>Chairman &amp; Managing Director</i>
	:	SHRI ROMIT CHAMPAKLAL SHAH (Promoter) <i>Non-Executive and Non-Independent Director</i>
	:	SMT KALPANABEN CHAMPAKLAL SHAH (Promoter) <i>Non-Executive and Non-Independent Woman Director</i>
	:	SHRI AMIT BANSILAL SHAH <i>Independent Director</i>
	:	SHRI KAVIN DINESHKUMAR DAVE <i>Independent Director</i>
<b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b>	:	MS. PRIYANKA TIWARI
<b>CHIEF FINANCIAL OFFICER</b>	:	SHRI HEMANT HARSHADKUMAR KAYASTHA
<b>STATUTORY AUDITORS</b>	:	M/s Rushabh Shreyansh & Co. <i>Chartered Accountants</i>
<b>BANKERS</b>	:	Union Bank of India Bank of Maharashtra
<b>REGISTERED OFFICE</b>	:	Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad – 382445, Gujarat, INDIA Phone: 022-22044422. Fax: 022-22046024, Website: <a href="http://www.nanavatigroup.com">www.nanavatigroup.com</a> E-mail: <a href="mailto:iel@nanavatigroup.com">iel@nanavatigroup.com</a>
<b>CIN NO</b>	:	L15140GJ1956PLC124644
<b>REGISTRAR AND SHARE TRANSFER AGENT (RTA)</b>	:	Link Intime India Pvt. Ltd, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri, Marg, Vikhroli (West) Mumbai – 400083 Tel: 022-4918 6270, Fax: 022-4918 6060, Email Id: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>



**NOTICE**

**65<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE SIXTY FIFTH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF IEL LIMITED (“THE COMPANY”) WILL BE HELD THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO VISUAL MEANS (“OAVM”) ON WEDNESDAY, 29<sup>TH</sup> SEPTEMBER, 2021 AT 03:00 PM IST TO TRANSACT THE FOLLOWING BUSINESSES:**

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**ORDINARY BUSINESS:**

**1. ADOPTION OF THE ANNUAL AUDITED STANDALONE FINANCIAL STATEMENTS AND REPORTS THEREON:**

To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors’ and the Auditors’ thereon.

**2. APPOINTMENT OF MRS. KALPANABEN CHAMPAKLAL SHAH AS A DIRECTOR RETIRING BY ROTATION:**

To consider and if thought fit to approve appointment of a Director in place of Mrs. Kalpanaben Champaklal Shah (DIN: 02786730) as a Director, who is retiring by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:**

**3. TO RE-APPOINT SHRI KAVIN DINESHKUMAR DAVE (DIN: 00926054) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS AND IN THIS REGARD TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act, Articles of Associations of the Company, regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the Listing Regulations”), approvals and recommendations of Nomination and Remuneration Committee and that of Board of Directors (“the Board”), Mr. Kavin Dineshkumar Dave (DIN: 00926054), who was appointed as an Independent Director for a term of five (5) consecutive years from 05<sup>th</sup> November, 2015 till 04<sup>th</sup> November, 2020 by the Shareholders, who has submitted a declaration that he meets the criteria of independence as provided in section 149(6) of the Act and regulation 16 of the Listing Regulations and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of Five (5) consecutive years i.e. from 05<sup>th</sup> November, 2020 upto 04<sup>th</sup> November, 2025.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds matters and things and take all such steps as may be necessary, proper and expedient or to delegate all such powers to any committee of directors, to give effect to this resolution.”

4. **TO TAKE CONSENT OF MEMBERS FOR TRANSACTIONS OF LOANS, GUARANTEE OR PROVIDING SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013 AND IF THOUGHT FIT, PASS WITH OR WITHOUT MODIFICATIONS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 (“said Section”), approval of the Shareholders of the Company be and is hereby accorded for making of loan(s) to, and/or giving of guarantee(s), and/or providing of security (ies) in connection with any loan taken/ to be taken by following Companies/entities:

(a) *Champak Chemicals Private Limited, CIN - U24231GJ1995PTC027862.*

(b) *Jay Chloro Chem Private Limited, CIN - U24119GJ2006PTC048405.*

which are covered under the category of “a person in whom any of the Director of the Company is interest” as specified in the explanation to the sub section 2 of the Section 185 up to an amount of not exceeding Rs. 10.00 Crores (Rupees Ten Crores only) for each such entity at any time as may be deemed fit by the Board of Directors of the Company from time to time in their absolute discretion, provided that such loans are utilized by the such entities for its principal business activities.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree the terms and conditions of the aforesaid loan/guarantee/security, and to take all necessary steps, to execute all such documents, instruments and writing sand to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

**By order of the Board of Directors**  
**For IEL Limited**  
**SD/-**  
**Ronit Champaklal Shah**  
**Chairman & Managing Director**  
**DIN - 02851806**

**13<sup>th</sup> August, 2021**  
**Ahmedabad**

*Registered office:*

Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva  
Ahmedabad – 382445, Gujarat, INDIA  
Tel No: 022-22044422 Fax: 022-22046024  
Email id: [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com) CIN: L15140GJ1956PLC124644

**NOTES:**

1. Considering the extra-ordinary circumstances caused by COVID-19 and in light of social distancing norms, in terms of the General Circulars No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 10/2021 dated June 23, 2021 (collectively referred to as “MCA Circulars”) and any updates thereto issued by the Ministry of Corporate Affairs (“MCA”) read with Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board

of India ("SEBI") (hereinafter collectively referred to as "the Circulars"), Companies are permitted to conduct the Annual General Meeting through Video Conferencing / Other Audio Visual Means ("VC" / "OAVM") without the physical presence of members at a common venue. Hence, in accordance with the Circulars, provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Annual General Meeting ("AGM") of the members of the Company is being held through VC /OAVM facility on Wednesday, 29<sup>th</sup> September, 2021 at 03:00 PM (IST). The venue of the meeting shall be deemed to be the Registered Office of the Company situated at Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad - 382445, Gujarat, INDIA.

2. Pursuant to the provisions of the Companies Act, 2013 ("the Act"), a Member who is entitled to attend and vote at the AGM is also 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 held through VC/OAVM the physical attendance of members is dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Act, authorized representative of the Corporate Member(s) may be appointed for the purpose of participation in the 65<sup>th</sup> AGM through VC / OAVM and also for remote e-Voting during the 65<sup>th</sup> AGM.
3. No Route map has been sent along with this Notice of the Meeting as the meeting is held through VC/OAVM.
4. Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA Circulars and the SEBI Circular, the Notice calling the AGM and the Annual Report 2020-21 has been uploaded on the website of the Company at [www.nanavatigroup.com](http://www.nanavatigroup.com). The Notice and the Annual Report 2020-21 can also be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
6. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business, if any to be transacted at the meeting is annexed hereto. The Board of Directors of the Company at its meeting held on 13<sup>th</sup> August, 2021 considered that the Special Businesses under Item No. 03 & 04 being considered unavoidable, be transacted at the 65<sup>th</sup> AGM of the Company.
7. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se, etc. as required to be disclosed as per the Companies Act, 2013, Regulation 36 (3) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2), are provided as Annexure 1 to this notice.
8. All documents referred to in the accompanying Notice and the Explanatory Statement have been uploaded on the website of the Company at [www.nanavatigroup.com](http://www.nanavatigroup.com). All shareholders will be able to inspect all documents referred to in the Notice electronically without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com).
9. The Register of Members and the Share Transfer Books of the Company shall remain closed from 23<sup>rd</sup> September, 2021 to 29<sup>th</sup> September, 2021 (both days inclusive) in connection with the AGM.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
11. Considering the difficulties caused due to the Covid-19 pandemic, MCA and SEBI have dispensed with the requirement of printing and sending physical copies of the Annual Report and the Notice of this Meeting. The Annual Report together with the Notice of this meeting have been sent through registered email id to all those members who have registered their email ids with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants as on Friday, 20<sup>th</sup> August, 2021.

12. The Members are requested to dematerialize their shareholdings with their Depository Participants as the Company's Shares are traded compulsorily under Demat mode in the Stock Exchanges.
13. The Securities and Exchange Board of India (SEBI) has amended Regulation 40 of SEBI LODR. Pursuant to amended Regulation 40 of SEBI LODR, effective 1<sup>st</sup> April, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. The Company in this regard has sent letters to the shareholders holding shares in physical form informing them about the above requirement. All shareholders holding shares in physical form are requested to demat their shares at the earliest.
14. Members holding shares in single name and/or in physical mode are advised to make nomination in respect of their shareholding in the Company. Nomination forms can be obtained from the Company's Registered Office.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company.
16. Members are requested to:
  - (a) Intimate to the Company's Registrar and Share Transfer Agents-Link Intime India Private Limited, changes, if any, in their registered addresses and e-mail id at an early date, in case shares held in physical form;
  - (b) Intimate respective Depository Participant, changes, if any, in their registered addresses or e-mail id at an early date, in case of shares held in dematerialized form;
  - (c) Quote their folio numbers/client ID/DP ID in all correspondence; and
  - (d) Consolidate their holdings into one folio in the identical order of names.
  - (e) Update their PAN and Bank account details by sending a self-attested copy of the PAN along with original cancelled cheque bearing their name on it or bank passbook/statement attested by their Bank to the Registrar and Share Transfer Agents of the Company.
  - (f) Members may opt for the direct credit of dividend / ECS wherein members get the credit of dividend directly in their designated bank account. This ensures direct and immediate credit with no chance of loss of bank instrument in transit. To avail this facility, the members are requested to update with their DP, the active bank account details including 9 digit MICR code and IFSC code, in case the holding is in dematerialized form. In case of shares held in physical form, the said details may be communicated to the RTA by quoting registered folio number and attaching photocopy of the cheque leaf of the active bank account along with a self-attested copy of the PAN card. Additionally, members holding shares in physical form can update their bank account details to the RTA.
17. Pursuant to Section 101 and 136 of the Act read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. As per provisions of Section 20 of the Act read with Rules thereunder, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering at his office or address, or by such electronic or other mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his / her Depository Participant / the Company's Registrar & Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the Company in its Annual General Meeting. In cases, where any member has not registered his / her e-mail address with the Company, the service of documents, etc. will be effected by other modes of service as provided in Section 20 of the Act read with the relevant Rules thereunder.

Those members, who desire to receive notice / financial statement / documents through e-mail, are requested to communicate their e-mail ID and changes thereto from time to time to his / her Depository Participant / the Company's Registrar & Share Transfer Agent, as the case may be;



Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with RTA (in case of Shares held in physical form).

18. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December, 2020 and under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, every Listed Company is 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.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings ("SS-2") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
20. In terms of provisions of section 107 of the Act, as the Company is providing the facility of remote e-voting to the members, there shall be no voting by show of hands at the AGM.
21. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.
22. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
23. The institutional members are encouraged to attend and vote at the AGM.
24. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
25. Pursuant to SEBI Circular on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Shareholders are therefore advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**(a) Login method for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 evoting is in progress as per the information provided by company. On clicking the evoting 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 an 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 NSDL	<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 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> <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</li> </ol>



	under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit Demat account number 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 & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 & voting during the meeting.

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

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

Login type	Helpdesk details
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

**(c) Login method for Remote 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	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)</li> <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)	<ul style="list-style-type: none"> <li>• 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.</li> <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>

- (7) After entering these details appropriately, click on "SUBMIT" tab.
- (8) 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.
- (9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (10) Click on the EVSN for the relevant <IEL Limited> on which you choose to vote.
- (11) 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.
- (12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (13) 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.
- (14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (16) 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.
- (17) **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;

iel@nanavatigroup.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 THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- (1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- (2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- (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.
- (4) Only those Members / shareholders, who will be present in the AGM through VC / OAVM 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 available during the AGM.
- (5) If any votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC / OAVM, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only the members participating in the meeting.
- (6) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (7) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (8) 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.
- (9) 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 atleast 7 days prior to meeting mentioning their name, Demat account number/folio number, email id, mobile number at iel@nanavatigroup.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at iel@nanavatigroup.com. These queries will be replied to by the Company suitably by email.
- (10) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time as appropriate for smooth conduct of the AGM.
- (11) Convenience of different persons positioned indifferent time zones has been kept in mind before scheduling the time for this Meeting.

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

On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars, the Company has sent the Notice of AGM and e-voting instructions only in electronic form to the registered email addresses of the shareholders whose email addresses are registered with the Company / Depositories. Therefore, those shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below

- (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 at [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com).
- (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.
- (4) 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.
- (5) 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 Futorex, 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.

**General Guidelines for shareholders:**

- I. The remote e-voting begins on Sunday, 26<sup>th</sup> September, 2021 (09:00 AM IST) and will end on Tuesday, 28<sup>th</sup> September, 2021 (5:00 p.m. IST) both days inclusive. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/ entitlement date of Wednesday, 22<sup>nd</sup> September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast and confirmed by the Member, he shall not be allowed to change it subsequently.
- II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- III. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
- IV. The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on Wednesday, 22<sup>nd</sup> September, 2021 for determining the eligibility to vote by electronic means or at the Meeting.
- V. Any person who becomes a member of the Company after the date of this Notice of the Meeting and holding shares as on the cut-off date i.e. Wednesday, 22<sup>nd</sup> September, 2021 may obtain the User ID and Password by sending an email request to [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com). Members may also send a request to Ms. Priyanka Tiwari, Company Secretary and Compliance Officer of the Company, by writing to her at IEL Limited, Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad – 382445, Gujarat, INDIA.
- VI. The Company has appointed Shri Kunal Sharma, Practicing Company Secretary (Membership No: FCS 10329 and COP No: 12987) as the Scrutinizer to scrutinize the remote e-voting process and casting of vote through the e-voting system during the AGM in a fair and transparent manner.
- VII. The Scrutinizer shall not later than 48 hours from the conclusion of the Meeting, issue consolidated Scrutinizer's Report of remote e-voting and e-voting at AGM, of the total votes casted in favor or against, if any, to the Chairman of the Meeting or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting.
- VIII. The results declared along with the Scrutinizer's Report shall also be placed on the Company's website [www.nanavatigroup.com](http://www.nanavatigroup.com) and on the website of CDSL and communicated to BSE Limited where the shares of the Company are listed.
- IX. The resolutions shall be deemed to be passed on the date of Annual General Meeting of the Company, subject to receipt of sufficient votes.

- X. You can also update your mobile number and Email id in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting in future. The same may be used in case the Member forgets the password and the same need to be reset.
- XI. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
- XII. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the Cut-off Date i.e. Wednesday, 22<sup>nd</sup> September, 2021 only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and e-voting thereat.

**Contact Details:**

Company	<b>M/s IEL LIMITED</b> <b>Reg. Office: Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad – 382445, Gujarat, INDIA, Tel No: 022-22044422, Fax: 022-22046024, Email id: <a href="mailto:iel@nanavatigroup.com">iel@nanavatigroup.com</a> CIN: L15140MH1956PLC009720</b>
Registrar and Share Transfer Agent	<b>M/s Link Intime India P. Ltd.</b> <b>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai – 400083, Tel: 022-4918 6270, Fax: 022-4918 6060, Email Id: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a></b>
E-voting Agency	<b>Central Depository Services (India) Ltd</b> <b>Email id: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a></b>
Scrutinizer	<b>CS Kunal Sharma</b> <b>Practicing Company Secretary</b> <b>501-502, Skylar, Near Shalin Bungalows, Corporate Road, Prahaladnagar, Satellite, Ahmedabad 380 015</b> <b>Tel.: +91 9173430216</b> <b>Email id: <a href="mailto:cskunalsharma@gmail.com">cskunalsharma@gmail.com</a></b>

By order of the Board of Directors  
For IEL Limited  
SD/-  
Ronit Champaklal Shah  
Chairman & Managing Director  
DIN - 02851806

**13<sup>th</sup> August, 2021**  
**Ahmedabad**

*Registered office:*

Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva  
Ahmedabad – 382445, Gujarat, INDIA  
Tel No: 022-22044422 Fax: 022-22046024  
Email id: [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com) CIN: L15140GJ1956PLC124644

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item no: 03:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”) an Independent Director shall hold office for a term upto five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board Report. Further, no Independent Director shall hold office for more than two consecutive terms.



At the 60<sup>th</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2016, Mr. Kavin Dineshkumar Dave (DIN: 00926054) was appointed as an Independent Director pursuant to the provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 for a term of five (5) consecutive years from 05<sup>th</sup> November, 2015 till 04<sup>th</sup> November, 2020.

The Nomination and Remuneration Committee on the basis of his skills, experience, knowledge and report of his performance evaluation recommended re- appointment of Mr. Kavin Dineshkumar Dave (DIN: 00926054) as an Independent Director for a second term of five consecutive years on the Board of the Company w.e.f 05<sup>th</sup> November, 2020.

The Board of Directors ("Board"), in its meeting held on 30<sup>th</sup> October, 2020 and 13<sup>th</sup> August, 2021 reviewed the declarations made by Mr. Kavin D. Dave (DIN: 00926054) with respect to meeting of the criteria of the independence as provided in Section 149 (6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and was of opinion that he fulfills the conditions specified in the Act, the rules made there-under and in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is also independent of the Management.

The Company has received a notice in writing from a member under section 160 of the Act proposing his candidature for the office of Mr. Kavin D. Dave (DIN: 00926054) as an Independent Director. Mr. Kavin D. Dave (DIN: 00926054) meets the criteria of independence as provided in section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations. He is not disqualified from being appointed as a Director in terms of section 164 of the Act and has given his consent to act as a Director.

The details required as per the provisions of the Listing Regulations and Secretarial Standard on General Meetings, issued by the Institute of Company Secretaries of India have been provided in Annexure-A to the Notice.

A copy of the letter of appointment of Mr. Kavin D. Dave (DIN: 00926054) as an Independent Director setting out the terms and conditions would be available for electronic inspection without any fee by the members.

Accordingly, it is proposed to re-appoint Mr. Kavin D. Dave (DIN: 00926054) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company with effect from 05<sup>th</sup> November, 2020 till 04<sup>th</sup> November, 2025.

Save and except Mr. Kavin D. Dave (DIN: 00926054), being re-appointed and his relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is, in any manner, concerned or interested, financially or otherwise, in the respective resolution set out at Item No. 03 of the Notice.

The Board recommends the Special Resolution set out at Item No. 03 of the Notice for approval by the shareholders.

**Item no: 04:**

In the ordinary course of the business and subject to availability of the cash flows, the Company may extend financial assistance in the nature of loans / guarantees / securities for the business requirements of other entities in which the Directors of the Company are interested in terms of Section 185 of the Companies Act, 2013. In terms of the amendments notified effective from May 7, 2018, inter-alia replacing the provisions of the Section 185 of Companies Act, 2013, the Company with the approval of members by way of Special Resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities.



Accordingly with a view to enable the Company to advance loan to entities in which Directors are interested directly or indirectly under section 185 of the Companies Act, 2013 the approval of the members are sought by a Special Resolution. The Board of Directors recommend the Special Resolution for approval by the members.

**Following are the Group Companies to whom the financial assistance may be provided from time to time:**

<i>Name of the Company</i>	<i>Particulars of Loans to be given, guarantee to be given or security to be provided</i>	<i>Purpose</i>
<i>Champak Chemicals Private Limited</i>	<i>Aggregate amount of Loans to be given or guarantee or security to be given shall not exceed an amount of Rs. 10.00 Crores at any point of time.</i>	<i>Business Purpose</i>
<i>Jay Chloro Chem Private Limited</i>	<i>Aggregate amount of Loans to be given or guarantee or security to be given shall not exceed an amount of Rs. 10.00 Crores at any point of time.</i>	<i>Business Purpose</i>

All the Promoter Directors and their relatives are interested in this resolution. None of the Key Managerial Personnel of the Company / their relatives or Independent Directors are, in any manner, concerned or interested, financially or otherwise, in the respective resolution set out at Item No. 04 of the Notice.

The Board recommends the Special Resolution set out at Item No. 04 of the Notice for approval by the shareholders.

**13<sup>th</sup> August, 2021**  
**Ahmedabad**

*Registered office:*

Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva  
Ahmedabad - 382445, Gujarat, INDIA  
Tel No: 022-22044422 Fax: 022-22046024  
Email id: [iel@nanavatigroup.com](mailto:iel@nanavatigroup.com) CIN: L15140GJ1956PLC124644

**By order of the Board of Directors**  
**For IEL Limited**  
SD/-  
**Ronit Champaklal Shah**  
**Chairman & Managing Director**  
**DIN - 02851806**

**Annexure – 1 to the Notice**

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting:  
(Pursuant to Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015).

Name with Age and Qualifications	Experience	Details of Directorships in other Companies including Listed Companies	Details of Membership of Committees of all the Companies	No of Meetings attended during the Year	Brief Resume of Directors	Disclosure on relationship between Directors Inter-se
<p><b>Mr. Kavin D. Dave</b></p> <p>Date of Birth: 25/01/1975</p> <p><b>45 years</b></p> <p><b>B.Com, F.C.A., A.C.S.</b></p>	<p>He is a Commerce graduate, Chartered Accountant and also a Company Secretary. Presently practicing as a Chartered Accountant and also as a Management Consultant. He has experience of more than twenty years in the areas of accounts, taxation, finance, banking, company law matters, transaction structuring, business advisory and other commercial matters.</p>	<p>(i) Focal Corporate Services Private Limited.</p> <p>(ii) Focal Business Advisory Private Limited</p>	<p><b>IEL Limited</b></p> <p>1. Audit Committee.</p> <p>2. Nomination and Remuneration Committee.</p> <p>3. Stakeholders Relationship Committee.</p>	<p>2 (Two)</p>	<p>The Board of Directors appointed Mr. Kavin Dave as an Independent Director of the Company for second term w.e.f on 05<sup>th</sup> November, 2020 till 04<sup>th</sup> November, 2025.</p> <p>He holds 2,300 Equity Shares in the Company.</p>	<p>NIL</p>
<p><b>Mrs. Kalpanaben Champaklal Shah</b></p> <p>Date of Birth: 01/06/1970</p> <p><b>51 Years</b></p> <p><b>Undergraduate</b></p>	<p>She is presently partner in various Firms and LLPs and also engaged in various social activities.</p>	<p>NIL</p>	<p>NIL</p>	<p>4 (Four)</p>	<p>She has been appointed as a Non-Executive and Non-Independent Director of the Company at the last AGM held on 28<sup>th</sup> September, 2020.</p> <p>She holds 6,89,380 Equity Shares in the Company.</p>	<p>Mother of Mr. Ronit Champaklal Shah and Mr. Romit Champaklal Shah</p>

**DIRECTORS' REPORT**

**To,**  
**The Members**  
**IEL Limited**

Your Directors have pleasure in presenting 65<sup>th</sup> Annual Report together with the Audited Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2021.

**1. FINANCIAL RESULTS:**

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the (Companies Accounts) Rules, 2014. The Company's financial performance for the year ended March 31, 2021 is summarized below:

	<i>Amount in Rs Lakhs</i>	
	<b>Current Year (2020-21)</b>	<b>Previous Year (2019-20)</b>
<b>Total Revenue</b>	<b>133.76</b>	<b>408.63</b>
<b>Profit / (Loss) before Interest, Depreciation, Exceptional / Extraordinary Items, Tax &amp; Amortizations (EBITDA)</b>	<b>22.74</b>	<b>11.58</b>
Interest/Finance Cost (Net)	0.23	0.33
Depreciation	8.80	9.01
<b>Profit/(Loss) before Exceptional / Extraordinary items &amp; tax</b>	<b>13.70</b>	<b>2.24</b>
Exceptional / Extraordinary expenses	0	0
<b>Profit/(Loss) before Tax</b>	<b>13.70</b>	<b>2.24</b>
Tax Adjustments (Net)	--	--
<b>Profit/(Loss) after Tax</b>	<b>13.70</b>	<b>2.24</b>

**2. STATE OF COMPANY'S AFFAIRS AND FINANCIAL PERFORMANCE:**

During the financial year 2020-21, the Company has earned revenues of INR 133.76 Lakhs as against that of INR 408.63 Lakhs for the previous year. The Business operations has posted Net Profit after Tax of INR 13.70 Lakhs as against that of INR 2.24 Lakhs for the previous year.

**3. PROSPECTS & DEVELOPMENTS:**

Over last couple of years the efforts of the management of the Company was successful in establishing and diversify into trading export business for chemicals. Also now the Company concentrating to scale up the same with a focus to develop export trading and indenting business of chemicals and commodity. Due to outbreak of COVID-2019 pandemic the efforts to scale up the business of the Company has not delivered desired results and also remained limited due to uncertainties, lack of adequate funding, volatility and lockdowns. Your Company is looking to leverage its business experience of more than six decades towards expanding trading activities by diversifying product portfolio and also concentrating development of trading of other intermediates and derivatives of chemicals to create a maintainable long-term revenue and business growth.

**4. CHANGE IN NATURE OF BUSINESS, IF ANY:**

During the Financial Year 2020-21, the Company has not changed its nature of business. The Company is engaged in the Business of Trading of Chemicals and Marketing Support Services.

**5. DIVIDEND:**

Due to past losses, your Directors have not recommended any dividend for the year on Equity Shares of the Company.

**6. TRANSFER TO RESERVES:**

During the year under review, the Company has not transferred any amount to the general reserve.

**7. SHARE CAPITAL:**

As on 31<sup>st</sup> March, 2021, the Share Capital structure of the Company stood as follows:

Particulars	No of Shares	Amount
<b>Authorized Share Capital</b>		
Equity Shares of Rs. 10/- each	50,00,000	5,00,00,000
Zero Coupon Redeemable Preference Shares of Rs. 100/- each	4,00,000	4,00,00,000
<b>Total</b>	<b>54,00,000</b>	<b>9,00,00,000</b>
<b>Issued, Subscribed and Paid up Share Capital</b>		
Equity Shares of Rs. 10/- each	33,37,633	3,33,76,330
Zero Coupon Redeemable Preference Shares of Rs. 100/- each	90,000	90,00,000
<b>Total</b>	<b>34,27,633</b>	<b>4,23,76,330</b>

During the year under review, the Company has not issued any Shares with or without differential rights or Debentures or any other securities by way of Public offer, Private Placement, Preferential allotment, Rights issue, Bonus Issue, Sweat Equity Shares, and Employee Stock Option Scheme or in any such other manners.

**Depository System:**

As the members are aware, the Company's Equity shares are compulsorily tradable in electronic form. As on 31<sup>st</sup> March 2021, 85.16% of the Company's total paid up Equity Capital representing 28,42,133 Equity shares are in dematerialized form.

The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 mandate that the transfer, except transmission and transposition, of securities shall be carried out in dematerialized form only with effect from 1<sup>st</sup> April 2019. In view of the numerous advantages offered by the Depository system as well as to avoid frauds, members holding shares in physical mode are advised to avail of the facility of dematerialization from either of the depositories. The Company has, directly as well as through its RTA, sent intimation to shareholders who are holding shares in physical form, advising them to get the shares dematerialized.

**8. SEGMENT WISE PERFORMANCE:**

The Company has only one reportable segment of activity i.e. "Trading in Chemicals", in accordance with the definition of "Segment" as per the IND AS. The performance of the Company is discussed separately in this Report.

**9. SUBSIDIARIES, JOINT VENTURES & ASSOCIATES:**

Your Company doesn't have any Subsidiaries, Joint Ventures and Associates.

**10. MANAGEMENT DISCUSSION AND ANALYSIS:**

Outbreak of COVID-19 pandemic has resulted into health crises and unexpected social and economical challenges which will be having far reaching impact on the worldwide economies. The unprecedented situation has also resulted into contradictions in GDP of most of the countries and adversely impacted business climates besides providing various challenges and limitations.

The pandemic affected both demand and supply, at least in the short-term. Your Company is also not an exception to the impact of pandemic since due to shortage of finance, past losses, uncertainties and volatilities have limited the Company to scale up its diversified business. As lockdowns eased across the world economic activities gradually started to recover and the management is expecting to stabilize the situation by end of current financial year so as to give proper environment to scale up the business of the Company.

The Management Discussion and Analysis Report as required under Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report and provides overview of the business and operations of the Company.

**11. PUBLIC DEPOSITS:**

The Company has not accepted any public deposits nor any amount of principal or interest thereof was outstanding in terms of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, for the financial year ended.

The Company has received declarations from its Directors that all the Loans extended/to be extended by them to the Company are their owned funds only and not borrowed from any person or entity.

**12. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT:**

In terms of Section 134(3) (l) of the Companies Act, 2013, except as disclosed elsewhere in this Report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this Report.

**13. CORPORATE GOVERNANCE:**

Pursuant to Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Corporate Governance provisions as specified is not applicable to the Company, since the paid up share capital of the Company and the Net Worth is below the threshold limits prescribed under the SEBI LODR.

**14. INDUSTRIAL RELATIONS:**

The relationship with employees at all level remained cordial and harmonious during the year. We appreciate for committed contribution made by employees of the Company at all the levels to sustain during the challenging business scenario.

**15. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT OF THE COMPANY:**

In accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Board of Directors has formulated the Nomination and Remuneration Policy on the basis of recommendations made by the Nomination and Remuneration Committee. The Policy is also available on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL). The salient features of the policy is as under:

**Nomination and Remuneration Policy of the Company:**

In accordance with the Nomination and Remuneration Policy, the Nomination and Remuneration Committee has, inter alia, the following responsibilities:

- Formulate the criteria for appointment as a Director:

The Committee shall formulate broad guidelines and parameters required to be fulfilled for becoming a Director of the Company and review the same ongoing basis. The broad parameters are qualifications, skills, expertise, inter personal qualities, positive attributes, experience, social standing, and etc. factors.

- Identify persons who are qualified to be Directors:

The Committee shall identify persons who are qualified to become Directors and who satisfy the criteria laid down. The process of identification shall include ascertaining, meeting, screening and reviewing candidates for appointment as Directors, whether Independent, Non-Executive or Executive.

- Nominate candidates for Directorships subject to the approval of Board:

The Committee recommends to the Board the appointment of potential candidates as Non- Executive Director or Independent Director or Executive Director, as the case may be.

- Approve the candidates required for senior management positions:

The Committee shall lay down criteria qualifications, skills, expertise and qualities required for senior management positions like Managing Director & CEO, CFO and Company Secretary and members of the Management Committee of the Company.

- Evaluate the performance of the Board:

The Committee shall determine a process for evaluating the performance of every Director, Committees of the Board and the Board. The Committee may seek the support and guidance of external experts and agencies for this purpose as may be required.

- Evaluate the performance of the Managing Director or Whole-time Director and determine their compensation:

The Committee shall evaluate the performance of the Managing Director or Whole-time Director by setting their Key Performance Objectives at the beginning of each financial year. The Committee shall also approve their compensation package(s) in accordance with applicable laws, in line with the Company's objectives,



shareholders' interests, comparable with industry standards and in commensurate with the role and responsibilities.

- Review performance and compensation of senior management:

The Committee shall review the performance of the senior management of the Company. The Committee shall ensure that the remuneration to the Key Managerial Persons and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company, roles and responsibilities, functional areas, industry standards etc. factors.

**16. BOARD DIVERSITY:**

The Company recognizes the importance of a diverse Board in its process. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender which will help to provide better directions and supervision to the affairs of the Company. The Board has adopted the Board diversity policy which sets out the approach to diversity of the Board of Directors. The Policy is also available on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL).

**17. PARTICULARS OF EMPLOYEES:**

Disclosures with respect to the remuneration of Directors as required under Section 197 (12) of the Companies Act, 2013 and Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in "**Annexure [A]**" that forms part of this Report

No employee of the Company was in receipt of remuneration more than the limits specified under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, during the financial year ended 31<sup>st</sup> March 2021.

**18. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

As on March 31, 2021, the Board comprised of Seven (7) Directors out of which Two (2) are Executive Directors, Three (3) are Non-Executive and Non-Independent Directors including Woman Director and other Two (2) are Independent Directors. The composition of the Board is in conformity with the Companies Act, 2013 and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Appointments:**

During the financial Year 2020-21, Mr. Ronit C. Shah (Executive, Non-Independent and Promoter), Mr. Romit C. Shah (Non-Executive, Non-Independent and Promoter) and Mrs. Kalpanaben C. Shah (Non-Executive, Non-Independent Woman and Promoter) were appointed as an Additional Directors on the Board of the Company by passing board resolution w.e.f 26<sup>th</sup> August, 2020.

Further, in the same meeting, subject to the Shareholders approval at the 64<sup>th</sup> Annual General Meeting of the Company, the Board has appointed Mr. Ronit C. Shah as a Managing Director of the Company w.e.f 27<sup>th</sup> August, 2020 for period of 5 Years. Further, his appointment as a Managing Director has been approved by the Shareholders of the Company at the 64<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2020.

Furthermore, Mr. Romit C. Shah and Mrs. Kalpanaben C. Shah were regularized and were appointed as the Directors of the Company by the members of the Company at the 64<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2020.

**Retire by Rotation:**

Pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of your Company, Mrs. Kalpana C. Shah (DIN: 02786730), Non-Executive and Non-Independent Woman Director of the Company is liable to retire by rotation at the ensuing AGM and being eligible offered herself for reappointment.

Appropriate resolution for her re-appointment is being placed for your approval at the ensuing AGM. The brief resume of Mrs. Kalpana C. Shah (DIN: 02786730), and other related information has been detailed in the Notice forming part of this Annual Report.

Your Directors recommend her re-appointment as Non-Executive and Non-Independent Director of your Company.

**Re-appointments:**

During the period under review, Mr. Kavin D. Dave (DIN: 00926054), who was appointed as an Independent Director by the Shareholders of the Company at the 60<sup>th</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2016 for a term of five (5) consecutive years from 05<sup>th</sup> November, 2015 till 04<sup>th</sup> November, 2020 was re-appointed by the Board of the Directors of the Company at their meeting held on 30<sup>th</sup> October, 2020 for second term of 5 years commencing from 05<sup>th</sup> November, 2020 till 04<sup>th</sup> November, 2025, being eligible and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director.

The Board of Directors has recommended the re-appointment of Mr. Kavin Dineshkumar Dave (DIN: 00926054), for second term of 5 years commencing from 05<sup>th</sup> November, 2020 till 04<sup>th</sup> November, 2025 in the upcoming 65<sup>th</sup> Annual General Meeting of the Company. It is also to be noted that he is not disqualified from being re-appointed as a Director in terms of section 164 of the Act and have also given his consent to act as an Independent Director. He is not debarred from holding the office of a Director by virtue of any SEBI order or any other Authority.

Your Directors recommend his re-appointment as Independent Director of your Company. The Notice convening the 65<sup>th</sup> AGM includes the proposal for above re-appointment.

**Retirements and Resignations along with facts of resignation:**

During the Financial Year 2020-21, Mrs. Gayatri Priyam Jhaveri has resigned from the office of Non-Executive and Non-Independent Woman Director of the Company due to her social commitments and change in the Promoters of the Company with effect from closing of the business hours on 26<sup>th</sup> August, 2020.

Further, in the same meeting, Mr. Priyam Shantilal Jhaveri has resigned from the post of Managing Director of the Company with effect from closing of the business hours on 26<sup>th</sup> August, 2020 due to other commitments and change in the Promoters of the Company.

Subsequently during the current Financial Year 2021-22, Mr. Priyam Shantilal Jhaveri has tendered his Resignation from the office of Chairman and Director (Promoter and Executive Director) with effect from the closing of the business hours on 31<sup>st</sup> May, 2021 due to his pre-occupancies.

Also during the current Financial Year 2021-22, Mr. Ankur Mahendra Maneck has tendered his Resignation from the office of Non-Executive and Non-Independent Director with effect from the closing of the business hours on 31<sup>st</sup> May, 2021 due to his pre-occupancies.

**Key Managerial Personnel:**

As on 31st March, 2021, Pursuant to the provisions of Section 203 of the Companies Act, 2013, Shri, Ronit Champaklal Shah, Managing Director, Shri Hemant Harshadkumar Kayastha, Chief Financial Officer and Ms. Priyanka Tiwari, Company Secretary & Compliance Officer are the Key Managerial Personnel's of your Company.

Further, during the current Financial Year, Shri Anil Ravindrakumar Kapoor has resigned from the office of Chief Financial Officer of the Company due to his unavoidable personal reasons with effect from the closing of the business hours on 30<sup>th</sup> June, 2021 and also Mr. Arpit Jayantibhai Vyas, Company Secretary and Compliance Officer of the Company has resigned from his office with effect from the closing of the business hours on 30<sup>th</sup> July, 2021 due to his personal reasons and unavoidable circumstances.

During the period under review, the Board has appointed Mr. Ronit Champaklal Shah (DIN - 02851806) as a Managing Director of the Company for a period of 5 years w.e.f. 27<sup>th</sup> August, 2020 at a remuneration and other terms and conditions as recommended by Nomination and Remuneration Committee of the Company.

Further, Ms. Priyanka Tiwari, has also appointed as the Company Secretary and Compliance Officer of the Company w.e.f. 11<sup>th</sup> November, 2020. In the same board meeting, Mr. Hemant Harshadkumar Kayastha has also been appointed as the as Chief Financial Officer (CFO) and to act as a Whole time Key Managerial Personnel (KMP) of the Company with effect from 11<sup>th</sup> November, 2020.

**Annual Evaluation of Board's Performance:**

In terms of the requirement of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), an annual performance evaluation of the Board, its Committees and the Directors was undertaken which included the evaluation of the Board as a whole, Board Committees and peer evaluation of the Directors. The criteria for performance evaluation covers the areas relevant to the functioning of the Board and Board Committees such as its composition, oversight and effectiveness, performance, skills and structure etc. The performance of individual directors was evaluated on the parameters such as preparation, participation, conduct, independent judgment and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation of the Directors, the Directors being evaluated had not participated.

**Declaration of Independence:**

Your Company has received declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 confirming that they fulfill the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as under Regulation 16(b) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs ("IICA").

**Familiarization Program for Independent Directors**

At the time of the appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/ her role, function, duties and responsibilities. Further, the Independent Directors are introduced with the corporate affairs, new developments and business of the Company from time to time. The Familiarization program is also available on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL).

### **Pecuniary relationship**

During the year under review, except those disclosed in the Audited Financial Statements, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

### **Code of Conduct**

Your Company has adopted a Code of Conduct for all the employees including Board Members and Senior Management Personnel of the Company in accordance with the requirement under the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Code of Conduct has been posted on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL). All the Board Members and the Senior Management Personnel have affirmed their compliance with the said Code of Conduct for the financial year ended 31<sup>st</sup> March, 2021.

### **19. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:**

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Insider Trading policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company as well as consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by the employees and to maintain the highest ethical standards of dealing in the Company's Shares. The Code is also available on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL).

The Company has adopted the amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in terms of the SEBI (Prohibition of Insider Trading) Regulation, 2015 (as amended). The same has been filed with the BSE Limited and also uploaded on the website of the Company.

### **20. COMMITTEES OF THE BOARD:**

As on 31<sup>st</sup> March, 2021, the Board of Directors has following committees:

- a. Audit Committee.
- b. Nomination and Remuneration Committee.
- c. Stakeholder's Relationship Committee.

#### ***Audit Committee***

The compositions of Audit Committee is as follows:

<b>Name</b>	<b>Designation</b>	<b>Nature of Directorship</b>
Shri Amit B. Shah	Chairman	Independent Director
Shri Kavin D. Dave	Member	Independent Director
Shri Romit Champaklal Shah	Member	Non-Executive and Non-Independent Director

The composition and terms of reference of the Audit Committee are in conformity with the Section 177 of the Companies Act, 2013 together with Regulation 18 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the minutes of the Audit Committee are placed before the Board for its information. All the members of the Audit Committee are financially literate and have requisite experience in financial management. Shri Kavin D. Dave Independent Director is a practicing Chartered

Accountant and Company Secretary thereby having adequate knowledge and experience in the areas of Accounts, Taxation, Company Law and Audit etc.

The terms of reference of the Audit Committee are as under:

- Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board for appointment, re-appointment and if required, the replacement or removal of the Statutory Auditor and the fixation of the fees;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - (a) Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
  - (b) Changes, if any, in accounting policies and practices and reasons for the same
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - (d) Significant adjustments made in the financial statements arising out of audit findings
  - (e) Compliance with listing and other legal requirements relating to financial statements
  - (f) Disclosure of any related party transactions
  - (g) Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing with the management performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Scrutiny of Inter-Corporate Loans and Investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Discussions with internal auditors any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussions with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- The Audit Committee shall mandatorily review the following information.
  - a. Management discussion and analysis of financial condition and results of operations;
  - b. Statement of significant related party transactions (as defined by the audit committee), submitted by Management ;
  - c. Management letters/letters of internal control weaknesses issued by the statutory auditors ;
  - d. Internal audit reports relating to internal control weakness ; and
  - e. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.



- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- To look into any other matter which may be referred to it by the Board.
- In addition to the above, the Committee shall have such functions / role / powers as may be specified in the Companies Act, Listing Agreement with Stock Exchanges or any other applicable law.

The Audit Committee met Four (4) times during the financial year and the details of the meeting are as follows:

Sr. No	Date of Meeting	Attendance of Chairman/Members
1.	29 <sup>th</sup> June, 2020	Chairman & All other members were present
2.	26 <sup>th</sup> August, 2020	Chairman & All other members were present
3.	11 <sup>th</sup> November, 2020	Chairman & All other members were present
4.	13 <sup>th</sup> February, 2021	Chairman & All other members were present

Shri Amit B. Shah, Chairman of the Audit Committee was present at the last Annual General Meeting. The Company Secretary of the Company is the Secretary of the Committee. The Internal Auditor and the representatives of the Statutory Auditors also attend the Audit Committee meetings, besides the executives invited by the Audit Committee to be present thereat. The Internal Auditor report directly to the Audit Committee.

***Nomination and Remuneration Committee.***

The compositions of Nomination and Remuneration Committee is as follows:

Name	Designation	Nature of Directorship
Shri Amit B. Shah	Chairman	Independent Director
Shri Kavin D. Dave	Member	Independent Director
Shri Romit Champaklal Shah	Member	Non-Executive and Non-Independent Director

The Composition of this committee is also in compliance with the requirements of Section 178 of the Companies, Act 2013, and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The compensation grades of the senior managerial personnel are governed by the HR policies of the Company. Managerial remuneration is regulated in terms of Section 197,198, Schedule V and other applicable provisions of the Companies Act, 2013.

***Terms of reference***

The terms of reference of the Nomination and Remuneration Committee are as under:

- The Committee shall have meetings periodically as it may deem fit.
- The Committee shall invite such of the executives to be present at the meetings of the Committee required by it.
- The Committee shall have the following powers and functions :
  - a. Identify persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;



- b. Carry on the evaluation of every Director's performance;
  - c. Formulate criteria for determining qualifications, positive attributes and independence of a Director;
  - d. Recommend to the Board a policy, relating to the remuneration of the directors, Key Managerial Personnel and other employees;
  - e. Formulate criteria for evaluation of Independent Directors and the Board; and
  - f. Devise a policy on Board Diversity;
  - g. Recommend to the Board, all remuneration, in whatever form, payable to senior management.
- To administer and supervise Employee Stock Option Schemes (ESOS) including framing of policies related to ESOS and reviewing grant of ESOS.
  - To Review HR Policies and initiatives.

In accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has formulated the Nomination and Remuneration Policy of the Company.

The Details of Remuneration paid to all the Directors has been included in the Form MGT 9 forms part of the Directors Report. The Company does not have any stock option scheme for any of its director or employees.

The Nomination and Remuneration Committee met Six (6) times during the financial year, and the details of the meeting are as follows:

Sr. No	Date of Meeting	Attendance of Chairman/Members
1.	29 <sup>th</sup> June, 2020	Chairman & All other members were present
2.	30 <sup>th</sup> July, 2020	Chairman & All other members were present
3.	26 <sup>th</sup> August, 2020	Chairman & All other members were present
4.	30 <sup>th</sup> October, 2020	Chairman & All other members were present
5.	11 <sup>th</sup> November, 2020	Chairman & All other members were present
6.	13 <sup>th</sup> February, 2021	Chairman & All other members were present

Shri Amit B. Shah, being, Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting. The Company Secretary of the Company is the Secretary of the Committee.

#### **Stakeholder's relationship Committee.**

The compositions of Stakeholder's relationship Committee is as follows:

Name	Designation	Nature of Directorship
Shri Amit B. Shah	Chairman	Independent Director
Shri Kavin D. Dave	Member	Independent Director
Shri Romit Champaklal Shah	Member	Non-Executive and Non-Independent Director

#### **Terms of Reference**

The terms of reference of the Committee are as under:

- To specifically look into the Redressal of Investors' Grievances pertaining to:
  - a. Transfer and Transmission of Shares and Debentures.
  - b. Non-Receipt of Annual Reports.
  - c. Dividends, Interests and Redemption Proceeds of Debentures.

- d. Dematerialization of Shares and Debentures.
- e. Replacement of Lost, Stolen, Mutilated Share and Debenture Certificates.
- f. Non-receipt of Rights, Bonus, Split Share Certificates.
- To look into other related issues towards strengthening Investors' Relations.
- To consider and approve issuance of Share/Debenture Certificates including Duplicate Share/ Debenture Certificates.
- To look into the reasons for any defaults in the payment to the Depositors, Debenture Holders, Shareholders (in case of nonpayment of Declared Dividends) and Creditors.
- To review the reports submitted by the Registrars and Share Transfer Agents of the Company at half-yearly basis.
- To Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- To Review of measures taken for effective exercise of voting rights by shareholders.
- To Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

The Stakeholder's relationship Committee met Four (4) times during the financial year, and the details of the meeting are as follows:

Sr. No	Date of Meeting	Attendance of Chairman/Members
1.	29 <sup>th</sup> June, 2020	Chairman & All other members were present
2.	26 <sup>th</sup> August, 2020	Chairman & All other members were present
3.	11 <sup>th</sup> November, 2020	Chairman & All other members were present
4.	13 <sup>th</sup> February, 2021	Chairman & All other members were present

There were no pending complaints/ transfers as on 31<sup>st</sup> March, 2021 and also there were no complaints which were not resolved to the satisfaction of Shareholders. The summary of status of complaints/ request received, disposed and pending as on March 31, 2021 is as under:

No. of complaints/request received	No. of complaints/request not solved to the satisfaction of shareholders/investors	No. of pending complaints/request
NIL	NIL	NIL

All Share transfer and correspondence thereon are handled by the Company's Registrars and Share Transfer Agents viz. Link Intime India Private Limited, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai – 400083, Tel: 022-4918 6270, Fax: 022-4918 6060, Email Id: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).

Ms. Priyanka Tiwari has been appointed as the Company Secretary and Compliance Officer as required by the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has been entrusted with the task of overseeing the Share Transfer work done by the Registrars and Share Transfer Agents and attending to grievances of the Shareholders and Investors intimated to the Company directly or through SEBI and Stock Exchanges. All complaints/grievances intimated during the year, have been resolved.

There are no pending legal matters, in which the Company has been made a party, before any other Court(s)/ Consumer Forum(s) etc., on Investors grievances.

Shri Amit B. Shah, Chairman of the Stakeholder's relationship Committee was present at the last Annual General Meeting. The Company Secretary of the Company is the Secretary of the Committee.

**21. NUMBER OF MEETINGS OF THE BOARD AND AUDIT COMMITTEE MEETINGS:**

The Board of Directors met Five (5) times during the financial year, and the details of the meeting are as follows:

Sr. No	Date of Meeting
1.	29 <sup>th</sup> June, 2020
2.	30 <sup>th</sup> July, 2020
3.	26 <sup>th</sup> August, 2020
4.	30 <sup>th</sup> October, 2020
5.	11 <sup>th</sup> November, 2020
6.	13 <sup>th</sup> February, 2021

Name of the Director(s)	No of Board Meetings attended		Attendance at the last AGM held on 28 <sup>th</sup> September, 2020
	Held/Entitled	Attended	
Shri Priyam Shantilal Jhaveri	6	6	Yes
Smt. Gayatri Priyam Jhaveri	3	3	Yes
Shri Ankur M. Maneck	6	6	Yes
Shri Amit B. Shah	6	6	Yes
Shri Kavin D. Dave	6	2	Yes
Shri Ronit C. Shah	4	4	Yes
Shri Romit C. Shah	4	4	Yes
Smt. Kalpanaben C. Shah	4	4	Yes

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Every Director currently on the Board of the Company has personally attended at least one Board / Committee of Directors' Meeting in the financial year 2020-21. All the information required to be furnished to the Board was made available along with detailed Agenda.

As per Schedule IV of the Companies Act, 2013, a separate meeting of Independent Directors without the attendance of Non-Independent Directors was held on 13<sup>th</sup> February, 2021 to discuss the agenda items as required under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors reviewed the performance of non-independent directors and the Board as whole, reviewed the performance of the Chairman of the Company taking into account the views of executive and non-executive directors and assessed the quality, quantity and timeliness flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The Independent Directors expressed their satisfaction with overall functioning and implementations of their suggestions.

The Board meets at least once in every quarter to review quarterly performance, business operations, general affairs of the Company and considering approval of financial results. The agenda along with notice of each meeting in writing is circulated in advance to the Board Members. The Board is also free to recommend the inclusion of any method for discussion and consideration in consultation with the Chairman. The information as specified in Schedule II of the Securities Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 is regularly made available to the Board. The minutes of the meeting of Board and its Committees are captured in accordance with the provisions of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 and Secretarial Standards in respect of Board Meeting and also circulated in advance to all Directors and Members of the Committee and confirmed at subsequent meeting.

**22. DIRECTORS' RESPONSIBILITY STATEMENT:**

As required under Section 134(3) (c) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2021, the applicable accounting standards, have been followed and there are no material departures from the same;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31<sup>st</sup> March, 2021 and of the profit and loss statement of the Company for the financial year ended 31<sup>st</sup> March, 2021;
- (c) proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the annual accounts have been prepared on a 'going concern' basis;
- (e) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and operating effectively; and
- (f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

**23. EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in Form MGT- 9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, are set out herewith as "**Annexure [B]**" and form an integral part to this Report.

The copy of Form MGT 9 is also uploaded on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL).

**24. RELATED PARTY TRANSACTIONS:**

During the financial year 2020-21, all transactions entered into with the Related Parties as defined under Section 2(76) of the Companies Act, 2013 read with the Companies (Specification of Definitions Details) Rules, 2014 and Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were in the ordinary course of the business and carried on an arm's length basis.

The Company has a process in place to periodically review and monitor Related Party Transactions. The Audit Committee has approved all related party transactions for the FY 2020-21 and estimated transactions for FY 2021-22.

There were no materially significant related party transactions that may have conflict with the interest of the Company.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board of Directors may be accessed on the Company's website at [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL). Disclosures on related party transactions are set out in Notes to the Financial Statements forming part of this Annual Report.

The disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in the Form AOC-2 is set out herewith as “Annexure [C]” and forms an integral part to this Report

**25. PARTICULARS OF LOANS, GUARANTEE AND INVESTMENTS:**

The Company has disclosed the full particulars of the loans given, investments made or guarantees given or security provided as required under section 186 of the Companies Act, 2013, Regulation 34(3) and Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in Notes forming part of the financial statements.

**26. RISK MANAGEMENT:**

The Company manages, and monitors on the principal risks and uncertainties that can impact its ability to achieve its objectives. Pursuant to section 134 (3) (n) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015. At present the company has not identified any element of risk which may threaten the existence of the company. Discussion on risks and concerns are covered in the Management Discussion and Analysis Report, which forms part of this Annual Report.

**27. VIGIL MECHANISM AND WHISTLE BLOWER POLICY:**

The Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy provides for a framework and process whereby concerns can be raised by its employees against any kind of discrimination, harassment, victimization or any other unfair practice being adopted against them. The Code is also available on the website of the Company [www.Nanavatigroup.com/IEL](http://www.Nanavatigroup.com/IEL).

**28. CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not required to give information relating to Corporate Social Responsibility as the Company does not fall under the applicable threshold limit mentioned under section 135 of the Companies Act, 2013.

The Company is striving to make good profit in the coming years and the Board of Directors of the Company assures to contribute funds in future.

**29. AUDITORS AND AUDITORS' REPORT:**

**Statutory Auditors:**

At the 64<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2020, M/s Rushabh Shreyansh & Co, Chartered Accountants (FRN: 131457W) were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 64<sup>th</sup> Annual General Meeting till the conclusion of the 69<sup>th</sup> Annual General Meeting of the Company to fill the vacancy created by M/s Patkar & Pendse, Chartered Accountants (FRN: 107824W). Further, M/s Rushabh Shreyansh & Co, Chartered Accountants (FRN: 131457W) have confirmed that they are not disqualified from continuing as Auditors of the Company.

Further in terms of Clause 40 of Companies (Amendment) Act, 2017 which was notified vide Notification dated S.O. 1833 (E) dated 7th May 2018 and effective from the date, the Proviso of Section 139(1) relating to ratification of Appointment of Auditors at every Annual General Meeting of the Company has been omitted and the requirement of Ratification of Auditors Appointment is no longer required as per the Companies Act, 2013.



Therefore, the resolution for ratification of Appointment of Statutory Auditors M/s Rushabh Shreyansh & Co, Chartered Accountants, has not been provided for the approval of the Shareholders and not formed as a part of Notice of the 65<sup>th</sup> AGM of the Company.

**Cost Auditor:**

The appointment of Cost Auditor for the Company is not applicable to the Company.

**Secretarial Audit:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed M/s Kunal Sharma & Associates to conduct the Secretarial Audit of your Company. The Secretarial Audit Report is annexed herewith as “Annexure - [D]” to this Report.

**30. EXPLANATION ON AUDITORS REPORT:**

*Statutory Auditor*

The notes to the accounts referred to in the Auditors’ Report are self-explanatory and therefore do not call for any separate or further comments or explanations.

*Secretarial Auditor*

The notes to the accounts referred to in the Auditors’ Report are self-explanatory and therefore do not call for any separate or further comments or explanations.

**31. FRAUDS REPORTED BY AUDITORS:**

No frauds are reported by the Auditors which fall under the purview of sub section (12) of Section 143 of the Companies Act, 2013.

**32. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

In view of no manufacturing activity in the Company, the information required under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 with respect to the information on conservation of energy, technology absorption are not applicable.

Information of Foreign Exchange Earning and expenses for the financial year 2020-21 is provided below:

<b>Particulars</b>	<b>2020-21</b>	<b>2019-20</b>
Earnings in Foreign Currency:		
• Export of Goods	93,40,316	3,31,89,620
Expenditure in Foreign Currency:		
• Export Charges	NIL	11,44,530

**33. INTERNAL FINANCIAL CONTROLS:**

The Company has adequate internal controls and checks in commensurate with its size and activities. The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including, 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 disclosures.

The Report on the Internal Financial Control under Clause (i) of sub section 3 of Section 143 of the Companies Act, 2013 is forming part of the financial statement for the year under review

**34. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Your Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. During the year under review, there was no case filed pursuant to the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

**35. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS:**

During the year under review, the Company has complied with the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively, issued by The Institute of Company Secretaries of India.

**36. SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS:**

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

**37. SHIFTING OF REGISTERED OFFICE OF THE COMPANY:**

During the Financial Year 2020-2021, the Board of Directors at their meeting held on 29<sup>th</sup> June, 2020 and the Shareholders of the Company at the 64<sup>th</sup> AGM held on 28<sup>th</sup> September, 2020 had approved the agenda to shift the Registered office of the Company falling under the jurisdiction of the "State of Maharashtra" to the jurisdiction of the "State of Gujarat" and also accordingly amended Clause II of the Memorandum of Association of the Company..

Further, the Regional Director had approved the shifting of registered office and amendment Memorandum of Association of the Company vide their Order No: RD/SECTION 13/SRN R74756248/540 dated 17<sup>th</sup> June, 2021.

Accordingly, the Company has shifted its registered office from "Nanavati Mahalaya, 18, Homi Mody Street, Fort, Mumbai - 400001" situated in the State of Maharashtra falls under the Jurisdiction of Registrar of Companies - Mumbai, Maharashtra to the address at "Shed No - 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad, Gujarat - 382445" situated in the State of Gujarat falls under the Jurisdiction of Registrar of Companies, Ahmedabad.

The Company had intimated the change of Registered office to Registrar of Companies, Ahmedabad in the E-Form INC 22 and the same been approved on 04<sup>th</sup> August, 2021 and the Certificate of Registration of Regional Director order for Change of State dated 04<sup>th</sup> August, 2021 has been issued by Registrar of Companies, Ahmedabad. Upon issue of Certificate, the CIN of the Company has been changed from L15140MH1956PLC009720 to L15140GJ1956PLC124644.

**38. ACKNOWLEDGEMENT:**

The Directors hereby wish to place on record their appreciation for the support extended by its banker, suppliers, employees and all other stakeholders without whose support the overall satisfactory performance would not have been possible during the pandemic.

By order of the Board of Directors  
For IEL Limited  
SD/-  
Ronit Champaklal Shah  
Chairman & Managing Director  
DIN - 02851806

13<sup>th</sup> August, 2021  
Ahmedabad

“Annexure - [A] to the Directors Report”

**RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE’S REMUNERATION**

- (i) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year, percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year ;

S. No	Name of the Director/KMP	Designation	Remuneration	Median remuneration of the employees	Ratio of the remuneration of each director to the median remuneration of the employees	% increase in remuneration during FY 2020-21
1.	Priyam Shantilal Jhaveri	Managing Director	NIL	60736	NA	No Increase in the Salary
2.	Gayatri Priyam Jhaveri (upto 26/08/2020)	Non-Executive and Non-Independent Director	3000	60736	0.04:1	No Increase in the Salary
3.	Ankur Mahendra Maneck	Non-Executive and Non-Independent Director	3000	60736	0.04:1	No Increase in the Salary
4.	Amit Bansilal Shah	Independent Director	3000	60736	0.04:1	No Increase in the Salary
5.	Kavin Dineshkumar Dave	Independent Director	NIL	60736	NA	No Increase in the Salary
6.	Ronit Champaklal Shah	Managing Director	NIL	60736	NA	No Increase in the Salary
7.	Romit Champaklal Shah (w.e.f 26/08/2020)	Non-Executive and Non-Independent Director	NIL	60736	NA	No Increase in the Salary
8.	Kalpanaben	Non-Executive	NIL	60736	NA	No Increase in

	Champaklal Shah (w.e.f 26/08/2020)	and Non- Independent Director				the Salary
9.	Anil Ravindrakumar Kapoor (upto 30/06/2020)	Chief Financial Officer (CFO)	140000	60736	2.30:1	No Increase in the Salary
10.	Arpit J. Vyas (upto 30/07/2020)	Company Secretary and Compliance Officer	60736	60736	1:1	No Increase in the Salary
11.	Priyanka Tiwari (w.e.f 11/11/2020)	Company Secretary and Compliance Officer	52000	60736	0.85:1	No Increase in the Salary
12.	Hemant H. Kayastha (w.e.f 11/11/2020)	Chief Financial Officer (CFO)	NIL	60736	NA	No Increase in the Salary

Notes:

- Mr. Priyam Jhaveri, the Managing Director has voluntarily forgone Managerial Remuneration during the financial year.
- Only sitting fees were paid to the Non-Executive Directors and Independent Directors during the financial year 2019-20 and 2020-21 and there in no change in the amount of sitting fees for each of meeting attended, therefore, % increase in remuneration is not applicable.

**(ii) The percentage increase in the median remuneration of the employees in the financial year:**

Permanent employees on the rolls of the Company as on March 31, 2021	3
The median remuneration of employees of the Company during the financial year	60736
% increase in the median remuneration of employees in the financial year	(90.02%)

**(iii) The relationship between average increase in remuneration and Company performance:**

During the year under review there was no increase in remuneration of employees.

**(iv) Variation in the market capitalization, price earnings ratio of the Company with the last public offer:**

Particulars	March 31, 2020	March 31, 2020	Variation (%)
Market Capitalization	335.43 Lakhs	45.72 Lakhs	633.66%
Price earnings ratio	24.51	22.83	7.35%

**(v) Average percentage increase already made in the salaries of employees other than the key managerial personnel in Financial Year 2020-21 and its comparison with the percentage increase in the managerial remuneration:**

During the year under review there was no increase in managerial remuneration.

**(vi) The key parameters for any variable component of remuneration availed by the Directors:**

No variable components of remuneration are availed by the Directors of the Company during the year under review.

**(vii) The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:**

The parameters of this point are not applicable to the Company.

**(viii) Affirmation that the remuneration is as per the remuneration policy of the Company:**

The remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees as recommended by the Nominations Committee and approved by the Board from time to time.

**By order of the Board of Directors**  
**For IEL Limited**  
SD/-  
**Ronit Champaklal Shah**  
**Chairman & Managing Director**  
DIN - 02851806

13<sup>th</sup> August, 2021  
Ahmedabad

“Annexure [B] to the Directors Report”

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on **31<sup>st</sup> March, 2021**  
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN:-	L15140MH1956PLC009720 upto 03/08/2021. L15140GJ1956PLC124644 w.e.f 04/08/2021.
ii)	Registration Date	06/02/1956
iii)	Name of the Company	IEL Limited
iv)	Category / Sub-Category of the Company	Company Limited by shares, Indian Non- Government Company
v)	Address of the Registered office and contact details	Shed No 15, Shyam Hari Industrial Estate, Phase 4, GIDC, Vatva, Ahmedabad - 382445, Gujarat, INDIA Tel No: 022-22044422 Fax: 022-22046024 Email id: <a href="mailto:iel@nanavatigroup.com">iel@nanavatigroup.com</a>
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Link Intime India P. Ltd. C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai - 400083, Tel: 022-4918 6270, Fax: 022-4918 6060, Email Id: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-



Sr. No.	Name and description of Main products / services	NIC code of the Product/ service	% to total turnover of the company
1	Trading of Chemicals, etc.	47990	100.00

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sr. No.	Name & address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable section
<i>Not Applicable</i>					

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):**

**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	1763900	278000	2041900	61.18	2075833	125000	2200833	65.94	4.76
b) Central Govt.	-	-	-	-	-	-	-	-	--
c) State Govt.(s)	-	-	-	-	-	-	-	-	--
d) Bodies Corp.	151433	0	151433	4.54	0	0	0	0.00	(4.54)
e) Banks / FI	-	-	-	-	-	-	-	-	--
f) Any other	-	-	-	-	-	-	-	-	--
<b>Sub-total (A)(1):</b>	<b>1915333</b>	<b>278000</b>	<b>2193333</b>	<b>65.72</b>	<b>2075833</b>	<b>125000</b>	<b>2200833</b>	<b>65.94</b>	<b>0.22</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	--
b) Other - Individuals	-	-	-	-	-	-	-	-	--
c) Bodies Corp.	-	-	-	-	-	-	-	-	--
d) Banks/FI	-	-	-	-	-	-	-	-	--
e) Any other	-	-	-	-	-	-	-	-	--
<b>Sub-total (A)(2):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>--</b>
<b>Total Shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>1915333</b>	<b>278000</b>	<b>2193333</b>	<b>65.72</b>	<b>2075833</b>	<b>125000</b>	<b>2200833</b>	<b>65.94</b>	<b>0.22</b>

<b>B. Public Shareholding</b>										
<b>1. Institutions</b>										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	--
b) Banks / FI	0	4300	4300	0.13	0	4300	4300	0.13	--	
c) Central Govt.(s)	-	-	-	-	-	-	-	-	--	
d) State Govt.(s)	-	-	-	-	-	-	-	-	--	
e) Venture Capital Funds	-	-	-	-	-	-	-	-	--	
f) Insurance Companies	-	-	-	-	-	-	-	-	--	
g) FIs	-	-	-	-	-	-	-	-	--	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	--	
i) Others (specify)	-	-	-	-	-	-	-	-	--	
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>4300</b>	<b>4300</b>	<b>0.13</b>	<b>0</b>	<b>4300</b>	<b>4300</b>	<b>0.13</b>	<b>--</b>	
<b>2. Non-Institutions</b>										
a) Bodies Corp.										
i) Indian	45075	60300	105375	3.16	44775	60300	105075	3.15	(0.01)	
ii) Overseas	0	12000	12000	0.36	0	12000	12000	0.36	--	
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	437265	236200	673465	20.18	425047	236100	661147	19.81	(0.37)	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	248291	0	248291	7.44	260576	-	260576	7.81	0.37	
NBFCs registered with RBI	4730	0	4730	0.14	0	0	0	0	(0.14)	
c) Others (specify)										
Non-Resident Indians (Repat)	600	52000	52600	1.58	600	52000	52600	1.58	--	
Foreign Nationals	-	-	-	-	-	-	-	-	--	
Clearing Members	1000	-	1000	0.03	1632	0	1632	0.05	0.02	
Trusts	-	-	-	-	-	-	-	-	--	

Foreign Bodies – DR	-	-	-	-	-	-	-	-	--
Office Bearers	-	900	900	0.03	-	900	900	0.03	--
Directors / Relatives	1800	4900	6700	0.20	1800	4900	6700	0.20	--
Hindu Undivided Family	34939	0	34939	1.05	31870	-	31870	0.95	(0.09)
<b>Sub-total (B)(2):-</b>	<b>773700</b>	<b>366300</b>	<b>1140000</b>	<b>34.16</b>	<b>766300</b>	<b>366200</b>	<b>1132500</b>	<b>33.93</b>	<b>(0.22)</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>773700</b>	<b>370600</b>	<b>1144300</b>	<b>34.28</b>	<b>766300</b>	<b>370500</b>	<b>1136800</b>	<b>34.06</b>	<b>(0.22)</b>
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	--
<b>Grand Total (A+B+C)</b>	<b>2689033</b>	<b>648600</b>	<b>3337633</b>	<b>100.00</b>	<b>2842133</b>	<b>495500</b>	<b>3337633</b>	<b>100.00</b>	<b>--</b>

(ii) *Shareholding of Promoters*

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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	Shantilal Bhogilal Jhaveri	1146900	34.36	0	0	0.00	0	(34.36)
2	Priyam Shantilal Jhaveri	497000	14.89	0	0	0.00	0	(14.89)
3	Dinesh Bhogilal Jhaveri	130000	3.89	0	0	0.00	0	(3.89)
4	Gayatri Priyam Jhaveri	90000	2.70	0	0	0.00	0	(2.70)
5	Jhaveri Pradeep Ramniklal	75000	2.25	0	75000	2.25	0	--
6	Nanavati Speciality Chemicals Pvt. Ltd.	151433	4.54	0	0	0.00	0	(4.54)
7	Jhaveri Kusumben Ramniklal	70000	2.10	0	50000	1.50	0	(0.60)
8	Sonera Priyam Jhaveri	30000	0.90	0	0	0.00	0	(0.90)
9	Preeti M Sonawala	3000	0.09	0	0	0.00	0	(0.09)
10	Ronit Champaklal Shah	0	0.00	0	697073	20.88	0	20.88
11	Kalpanaben Champaklal Shah	0	0.00	0	689380	20.65	0	20.65
12	Romit Champaklal Shah	0	0.00	0	689380	20.65	0	20.65

<b>Total</b>	<b>2193333</b>	<b>65.72</b>	<b>0</b>	<b>2200833</b>	<b>65.94</b>	<b>0</b>	<b>0.22</b>
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(iii) *Change in Promoters' Shareholding (please specify, if there is no change):*

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year		Increase/Decrease (Nos)	Increase/Decrease (%)	Shareholding at the end of the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	Shantilal Bhogilal Jhaveri	1146900	34.36	Decrease: 17/07/2020- 1146900	Decrease: 34.36	0	0.00
2.	Priyam Shantilal Jhaveri	497000	14.89	Decrease: 28/08/2020- 497000	Decrease: 14.89	0	0.00
3.	Dinesh Bhogilal Jhaveri	130000	3.89	Decrease: 30/06/2020- 130000	Decrease: 3.89	0	0.00
4.	Gayatri Priyam Jhaveri	90000	2.70	Decrease: 28/08/2020- 90000	Decrease: 2.70	0	0.00
5.	Jhaveri Pradeep Ramniklal	75000	2.25	No Change		75000	2.25
6.	Nanavati Speciality Chemicals Pvt. Ltd.	151433	4.54	Decrease: 28/08/2020- 151433	Decrease: 4.54	0	0.00
7.	Jhaveri Kusumben Ramniklal	70000	2.10	Decrease: 30/06/2020- 20000	Decrease: 0.60	50000	1.50
8.	Sonera Priyam Jhaveri	30000	0.90	Decrease: 18/12/2020- 30000	Decrease: 0.90	0	0.00
9.	Preeta Sonawala M	3000	0.09	Decrease: 06/11/2020- 3000	Decrease: 0.09	0	0.00
10.	Ronit Champaklal Shah	0	0.00	Increase: 26/06/2020: 7500 24/07/2020: 639573 25/12/2020: 50000	Increase: 20.88	697073	20.88
11.	Kalpanaben Champaklal Shah	0	0.00	Increase: 24/07/2020: 50737 04/09/2020: 132053 25/12/2020: 50000	Increase: 20.65	689380	20.65

12.	Romit Champaklal Shah	0	0.00	Increase: 04/09/2020: 606380 11/12/2020: 3000 25/12/2020: 50000	Increase: 20.65	689380	20.65
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**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)**

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Increase/ Decrease (Nos)	Increase/ Decrease (%)	Shareholding at the end of the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	Gautam Rasiklal Ashra	88666	2.65	No Change		88666	2.65
2.	Pritty Devi Sarawagi	23774	0.71	Increase: 12/06/2020: 16078 26/06/2020: 100 14/08/2020: 100	-	40052	1.20
3.	Ravi Khant	0	0.00	Increase: 18/09/2020: 30000 Decrease: 25/09/2020:1500 30/09/2020:500 22/01/2021:1 Increase: 12/02/2021: 1000	-	28999	0.87
4.	Sanjay Kumar Sarawagi	27025	0.80	Increase: 05/06/2020: 501 19/06/2020: 10	-	27536	0.82
5.	Rahul Anantra Mehta	0	0.00	Increase: 03/07/2020: 200 31/07/2020: 1 02/10/2020:1 16/10/2020:100 06/11/2020:2000 7/11/2020: 200 04/12/2020: 2025 11/12/2020: 1 31/12/2020: 500 08/01/2021: 1689 22/01/2021: 100 29/01/2021: 100 05/02/2021: 17 12/02/2021: 9500	Increase: 0.77	20946	0.77



				19/02/2021: 4250 26/02/2021: 270 05/03/2021: 4730			
6.	Domebell Investment Pvt Ltd	25100	0.75	No Change			
7.	Kamlesh Rajnikant Mehta	20946	0.63	No Change		20946	0.63
8.	Sadhana Nitro Chem Limited	18000	0.53	No Change		18000	0.53
9.	Kalpesh Gandhi	18000	0.53	No Change		18000	0.53
10.	Rajesh Bhatia	15000	0.45	No Change		15000	0.45
11.	Anand Rameshchandra Dalal	30000	0.90	Decrease: 28/08/2020: 30000	Decrease: 0.90	0	0.00
12.	Sangeetha S	15787	0.47	Decrease: 29/01/2021: 517 12/02/2021: 10500 19/02/2021: 4500 26/02/2021: 270	Decrease: 0.47	0	0.00

(v) **Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Directors/ KMP Name	Shareholding at the beginning of the year		Increase/ Decrease (Nos)	Increase/ Decrease (%)	Shareholding at the end of the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	Ronit Champaklal Shah	0	0.00	Increase: 26/06/2020: 7500 24/07/2020: 639573 25/12/2020:50000	Increase: 20.88	697073	20.88
2.	Kalpanaben Champaklal Shah	0	0.00	Increase: 24/07/2020: 50737 04/09/2020:132053 25/12/2020:50000	Increase: 20.65	689380	20.65
3.	Romit Champaklal Shah	0	0.00	Increase: 04/09/2020:606380 11/12/2020: 3000 25/12/2020:80000	Increase: 20.65	689380	20.65
4.	Amit Bansilal Shah	--	--	-	-	--	--
5.	Kavin Dineshkumar Dave	2300	0.06	-	-	2300	0.06
6.	Hemant Harshadkumar Kayastha	--	--	-	-	--	--
7.	Priyanka Tiwari	--	--	-	-	--	--

**V. INDEBTEDNESS:**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	NIL	-	NIL
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>NIL</b>	-	<b>NIL</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	1,10,000	-	<b>1,10,000</b>
• Reduction	-	NIL	-	NIL
<b>Net Change</b>	-	<b>1,10,000</b>	-	<b>1,10,000</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	1,10,000	-	<b>1,10,000</b>
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>1,10,000</b>	-	<b>1,10,000</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

A. Remuneration of Managing Director, Whole-Time Director and/or Manager: NIL

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Gayatri P. Jhaveri	Ankur M. Maneck	Amit B. Shah	Kavin D. Dave	Kalpanaben C. Shah	Romit C. Shah	
1.	Independent Directors							
	• Fee for attending board / committee meetings	NIL	NIL	3000	NIL	NIL	NIL	3000
	• Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total (1)</b>	<b>NIL</b>	<b>NIL</b>	<b>3000</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>3000</b>
2.	Other Non-Executive Directors							
	• Fee for attending board / committee meetings	3000	3000	NIL	NIL	NIL	NIL	6000
	• Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total (2)</b>	<b>3000</b>	<b>3000</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>6000</b>
	Total (B)=(1+2)	<b>3000</b>	<b>3000</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>6000</b>

Total Managerial Remuneration	3000	3000	3000	NIL	NIL	NIL	9000
Overall Ceiling as per the Act	As per Limits under Companies Act, 2013						

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel					Total
		CEO	Company Secretary		CFO		
		NIL	Arpit J. Vyas	Priyanka Tiwari	Anil R. Kapoor	Hemant H. Kayastha	
1.	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	60736	52000	140000	NIL	252736
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL
4.	Commission						
	- as % of profit	NIL	NIL	NIL	NIL	NIL	NIL
	- others, specify	NIL	NIL	NIL	NIL	NIL	NIL
5.	Others, please Specify	NIL	NIL	NIL	NIL	NIL	NIL
	Bonus	NIL	NIL	NIL	NIL	NIL	NIL
	Leave Salary	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	<b>60736</b>	<b>52000</b>	<b>140000</b>	NIL	<b>252736</b>

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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					
Punishment			NIL		
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment			NIL		
Compounding					

**“Annexure [C] to the Directors Report”**

**FORM AOC - 2**

*(Pursuant to Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014)*

**Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	N.A.
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which (a) the special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013	

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party	Nature of relationship	Nature, Duration, Terms of contracts/arrangements/transactions	Amount (In Rs.)
Phthalo Colors & Chemicals (I) Limited	Enterprises over which key management personnel are able to exercise significant influence	Rendering of Marketing Support Services Duration 1 Year (renewable)	510000
Phthalo Colors & Chemicals (I) Limited	Enterprises over which key management personnel are able to exercise significant influence	Purchase of Material	4453000

**By order of the Board of Directors**  
**For IEL Limited**  
SD/-  
**Ronit Champaklal Shah**  
**Chairman & Managing Director**  
DIN - 02851806

13<sup>th</sup> August, 2021  
Ahmedabad

*“Annexure - [D] to the Directors Report”*

**Form MR-3**

**SECRETARIAL AUDIT REPORT**

**For the Financial Year ended on 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 Personnel) Rules, 2014]

To  
The Members of  
IEL Limited  
CIN: L15140GJ1956PLC124644  
Reg. Off: Shed No 15, Shyam Hari Industrial Estate,  
Phase 4, GIDC, Vatva, Ahmedabad - 382445, Gujarat, INDIA

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company as given in *Annexure 01 to this report* and also the information provided by the Company, its officers, agents and authorized representatives, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- ii. The Companies Act, 2013 (the Act) and the rules made thereunder;
- iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iv. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- v. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***Upto the extent applicable.***
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***Upto the extent applicable.***
  - (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; ***Upto the extent applicable.***
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. ***Not Applicable as there was no reportable event during the financial year under review.***
  - (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***Not Applicable as there was no reportable event during the financial year under review.***
  - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. ***Not Applicable as there was no reportable event during the financial year under review.***
  - (g) 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; ***Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;***
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***Not Applicable as the Company has not delisted/ proposed to delist its equity shares from any Stock Exchange during the financial year under review, and***



*(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as there was no reportable event during the financial year under review.***

We have relied on the representations made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company which are stated above specifically.

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

- (a) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (b) The compliances by the Company with BSE Limited pursuant to Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Based on the above said information provided by the Company, we report that during the financial year under report, the Company has general complied with the provisions, as applicable of the above mentioned Acts including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that compliance of applicable Labour laws and financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

**MANAGEMENT RESPONSIBILITY:**

- i. Maintenance of secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- ii. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
- iii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company, related party transactions figures and AS-18 disclosures of the Company provided to us or verified compliances of laws other than those mentioned above;
- iv. 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 procedure on test basis;
- v. We have obtained Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required;
- vi. 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.

We further report that:

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors including Independent Directors and Woman Director. The changes in the composition of the Board of Directors/Key Managerial Personnel's that took place during the period under review were carried out in compliance with the provisions of the Act.
- (ii) Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance. 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. Based on the representation made by the Company and its officer, Majority decision is carried through and that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.

- (iii) Based on general review of compliance mechanisms established by the Company and on basis of management representations, 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. As informed, the company has responded appropriately to notices received if any from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.
- (iv) All decisions of Board and Committee meetings were carried unanimously.

**Place: Ahmedabad**  
**Date: 13<sup>th</sup> August, 2021**

**For Kunal Sharma & Associates**  
**Company Secretaries**  
**SD/-**  
**Kunal Sharma**  
**FCS No: 10329**  
**C P No.: 12987**  
**UDIN: F010329C000779405**

*Annexure - 01*

**Documents verified during the course of Audit includes:**

- i. Memorandum & Articles of Association of the Company;
- ii. Annual Report for the Financial Year ended March 31, 2020.
- iii. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee held during the financial year under review, along with the Attendance Registers;
- iv. Proof of circulation & Delivery of notice for Board meetings and Committee Meetings.
- v. Proof of circulation of draft as well as certified signed Board & Committee meetings minutes as per Secretarial Standards
- vi. Minutes of General Body Meeting held during the financial year under review;
- vii. Statutory Registers viz.
  - Register of Directors & KMP & Directors Shareholding.
  - Register of loans, guarantees and security and acquisition made by the Company.
  - Register of Charges.
  - Register of Related Party Transaction- Transactions are in the Ordinary Course of Business at Arm's Length Basis.
  - Register of Members;
- viii. Agenda papers submitted to all the Directors/ Members for the Board and Committee Meetings;
- ix. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2), Section 149(3) and Section 149(7) of the Companies Act, 2013;
- x. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 1956, if any and Companies Act, 2013, as amended from time to time along with the attachments thereof, during the financial year under review.
- xi. Policies formed by the Company.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **A. INDUSTRY STRUCTURE AND DEVELOPMENT:**

The Company has successfully established trading export business for chemicals and is now concentrating to scale up the same with focus to develop export trading and indenting business of chemicals.

The management is concentrating to develop and diversify into various intermediates and derivative products for chemicals and commodities having good potentiality for volume business for sustainable and stable future growth. Also the management is working out plans for developing domestic trading for various chemical products as well as import of chemicals and it's reselling into Indian market.

Your Company and its management is having legacy of more than six decades business experience and the management is committed and desirous to scale up trading and export business with a view to enhance stakeholders' values.

Barring unforeseen circumstances the management is confident of achieving higher turnover and margins in due course of the time.

### **B. OPPORTUNITIES, THREATS, RISK AND CONCERNS:**

The situation arisen due to COVID 2019 has resulted into contradictions in GDP of most of the nations and also shown far reaching economical and social impact on a global levels in multiple ways. The general business sentiments and economics will have an impact on the operations of the Company since the Company is concentrating on Chemical and Commodity business. However with the rise in government spending, various fiscal incentives rolled out by large countries and high demand for the essential commodities are likely to benefit Indian and world economies and the Company will also be able to generate opportunities from the same.

The key threat areas for your Company would be global business environment, government policies, and high cost of manufacturing/sourcing, high cost of funding, taxation structure, foreign exchange fluctuations and general domestic and global demand situation. Besides all these, the situation of global pandemic on account of COVID 2019 is likely to have an adverse impact in short terms due to forecast of slowdown in general economies together with contraction of demands across various business segments and shift in consumption pattern and priorities for various industrial and consumer products.

Your Company has identified the major thrust areas of sensitive business factors to concentrate on for successful scale up its business which it believes to be critical for successful diversification and setting up sustainable business model for enhancing stakeholders' value. A well-defined structure has been laid down to assess, monitor and mitigate risk associated with these areas on a continuous basis.

### **C. OUTLOOK FOR THE YEAR 2021-22:**

The situation arisen due to COVID 2019 has impacted global economies and trade in multiple ways and will also have a far reaching impact. The general business sentiments and performance of the economies will have an impact on the operations of the Company since the Company is concentrating on export markets and trading business. Also the prevailing volatility and price fluctuations in various products in which your Company is concentrating is going forward likely to impact the opportunities to scale up the trading business due to non-remunerative margins.

Barring unforeseen circumstances and at the right available opportunity the management estimates maintain and also scale up its performance during the current financial year.



**D. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has reasonable integrated internal control system which is deemed to be adequate considering the nature and scale of the Company and its business.

**E. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO THE OPERATIONAL PERFORMANCE:**

. The management is working out plan to scale up revenues during the current financial year and it is estimated that during the current financial year the Company will be able to increase its revenues and earnings.

**F. MATERIAL DEVELOPMENTS ON HUMAN RESOURCES:**

The relationship with employees at all level remained cordial and harmonious during the year. We appreciate for committed contribution made by employees of the Company at all the levels to sustain during the challenging business scenario.

**13<sup>th</sup> August, 2021**  
**Ahmedabad**

**By order of the Board of Directors**  
**For IEL Limited**  
**SD/-**  
**Ronit Champaklal Shah**  
**Chairman & Managing Director**  
**DIN - 02851806**

**INDEPENDENT AUDITORS' REPORT**  
**REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

**To the Members of  
IEL LIMITED**

**OPINION**

We have audited the accompanying financial statements of IEL LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss including (Other Comprehensive Income), Cash Flow Statement and Statement of Changes in Equity for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'financial statements.')

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

**BASIS FOR OPINION**

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

**EMPHASIS OF MATTER**

Event Occurring after the Date of the Balance Sheet, Attention is drawn to the proposed surrender of the entire leasehold land held by the Company, during the subsequent year, to the Collector of Jamnagar District, vide letter dated 18th March, 2020 submitted by the Company (more fully describe) awaited from the Collector's Office. The outcome of this matter is uncertain with regard to surrender, compensation receivable and/or write-off/back of land value in the books (net of the revaluation reserve created in earlier years).

Our opinion is not modified in this regard.

**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 year. These matters were addressed in the context of our audit of the financial statements and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

**We have determined that there are no key audit matters to be communicated in our report.**

**INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON**



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

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

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.

#### **MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

The Company's management and Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profits/losses and other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) 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 the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's reporting process.

#### **AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

#### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears

- from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the directors as on March 31, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of section 164(2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The company does not have any pending litigations which would impact its financial position as on March 31, 2021.
  - ii) The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor, Education and Protection Fund by the company.

Date : 31/05/2021  
Place : Ahmedabad

**For, Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm No.131457W

CA Rushabh Shah  
Partner  
M. No. 136956  
UDIN: 1136956AAAAAW6197

#### **ANNEXURE - A TO INDEPENDENT AUDITORS' REPORT**

As per the Annexure - A referred to in our Independent Auditors' Report to the members of **IEL Limited** on the financial statements for the year ended 31st March 2021, we report that:

1. (a) The Company had maintained proper records showing generally full particulars, including quantitative details and situation of the fixed assets.  
  
(b) As explained to us, all fixed assets had been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.  
  
(c) According to the information and explanations given to us and on the basis of our examination of the

records of the Company, the title deeds of immovable properties are held in the name of the Company.

2. As explained to us, inventories have been physically verified by the management at reasonable intervals and in our opinion and as explained to us, there were no material discrepancies noticed on physical verification of inventories as compared with the books of account.
3. The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships (LLPs) or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3 (iii)(c) of the Order are not applicable.
4. In our opinion and according to the information and explanations given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3 (iv) of the order is not applicable.
5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph 3 (v) of the order is not applicable.
6. To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
7. (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Service tax, Custom duty, Excise duty, Value Added tax, Cess and any other material statutory dues have been regularly deposited during the year with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

According to the information and explanation given to us the disputed statutory dues that have not been deposited on account of matters pending before appropriate authorities are as under:

<b>Name of the statute</b>	<b>Nature of dues</b>	<b>Amount (Rs. In Lacs)</b>	<b>Amount Paid under Protest (Rs. In Lacs)</b>	<b>Period to which the amount relates</b>	<b>Forum where dispute is pending</b>
Gujarat Sales Tax	VAT	38.48	2.85	F.Y.1991-92	Gujarat Sales Tax Tribunal, Ahmedabad

8. The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, the provisions of clause 3(viii) of the Order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of clause 3 (ix) of the Order is not applicable.

10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Date : 31/05/2021  
Place : Ahmedabad

**For, Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm No.131457W

CA Rushabh Shah  
Partner  
M. No. 136956  
UDIN: 1136956AAAAAW6197

#### **ANNEXURE - B TO INDEPENDENT AUDITORS' REPORT**

##### **Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to financial statements of **IEL LIMITED** ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

##### **Management's Responsibility for Internal Financial Controls**

The Board of Directors of the Company and management are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal



financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

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

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at





31 March 2021, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date : 31/05/2021  
Place : Ahmedabad

**For, Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm No.131457W

CA Rushabh Shah  
Partner  
M. No. 136956  
UDIN: **1136956AAAAAW6197**

**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED)  
CIN: L15140MH1956PLC009720  
Balance Sheet as at March 31, 2021

(Currency : Indian Rupees)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, plant and equipment	3	3,62,15,333	3,70,95,785
(b) Non Current Investment	4	-	-
(c) Other non current assets	5	81,315	2,80,935
<b>Total Non current assets</b>		<b>3,62,96,648</b>	<b>3,73,76,720</b>
<b>Current Assets</b>			
(a) Inventories	6	-	-
(b) Financial assets			
(ii) Trade receivables	7a	30,07,690	22,08,152
(ii) Cash and cash equivalents	7b	5,70,894	61,26,522
(c) Other current assets	8	5,09,780	7,95,604
<b>Total Current Assets</b>		<b>40,88,364</b>	<b>91,30,278</b>
<b>Total Assets</b>		<b>4,03,85,013</b>	<b>4,65,06,998</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	9a	3,33,76,330	3,33,76,330
<b>Other Equity</b>			
(b) Reserves & surplus	9b	(1,58,26,972)	(1,71,97,558)
<b>Total Equity</b>		<b>1,75,49,358</b>	<b>1,61,78,772</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	10	91,10,000	90,00,000
(b) Other Non Current Liabilities	11	1,06,55,695	1,06,55,695
<b>Total Non-Current Liabilities</b>		<b>1,97,65,695</b>	<b>1,96,55,695</b>
<b>Current Liabilities</b>			
(a) Financial liabilities			
Trade payables	12	14,10,250	80,69,843
(b) Short term provisions	13	12,92,972	24,44,127
(c) Other current liabilities	14	3,66,739	1,58,561
<b>Total Current Liabilities</b>		<b>30,69,961</b>	<b>1,06,72,531</b>
<b>Total Liabilities</b>		<b>2,28,35,656</b>	<b>3,03,28,226</b>
<b>Total Equity and Liabilities</b>		<b>4,03,85,013</b>	<b>4,65,06,998</b>

The above statement of Balance Sheet should be read in conjunction with the accompanying notes.  
As per our report on even date

**For Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm Registration no.: 131457W

**Rushabh Shah**  
Partner  
M. No. 136956

Place : Ahmedabad  
Date : 31/05/2021  
UDIN : 21136956AAAAAW6197

**For and on behalf of the Board of Directors**  
**IEL Limited**

**Ronit C. Shah**  
Managing Director  
DIN : 02851806

**Romit C. Shah**  
Director  
DIN : 06395661

**Kavin D. Dave**  
Independent Director  
DIN : 00926054

**Hemant H. Kayastha**  
Chief Finance Officer  
PAN : AHEPK2616D

**Priyanka Tiwari**  
Company Secretary  
M. No. ACS - 36796

**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED.)  
CIN: L15140MH1956PLC009720

**Statement of Profit & Loss for the year ended March 31, 2021**

(Currency : Indian Rupees)

	Note No.	Year ended	Year ended
		31 March 2021	31 March 2020
<b>Income</b>			
(a)	15	95,86,692	3,87,00,783
(b)	16	37,89,595	21,62,001
<b>Total Income (I)</b>		<b>1,33,76,286</b>	<b>4,08,62,784</b>
<b>Expenditure</b>			
(c)		-	-
(d)	17	86,51,524	3,56,59,501
(e)	18	-	-
(f)	19	2,28,199	6,56,795
(g)	20	22,21,791	33,88,491
(h)	21	23,734	33,120
(i)	3	8,80,452	9,00,544
<b>Total expenses (II)</b>		<b>1,20,05,700</b>	<b>4,06,38,450</b>
Profit/ (Loss) before Exceptional and Extra Ordinary Item and Taxes		<b>13,70,586</b>	<b>2,24,333</b>
Add/ (Less) : Exceptional and Extra Ordinary Item		-	-
<b>Tax Expenses</b>		-	-
<b>Total Comprehensive Income for the period</b>		<b>13,70,586</b>	<b>2,24,333</b>
(l)	<b>Earning Per Share Basic &amp; Diluted ( Rs )</b>	<b>0.41</b>	<b>0.07</b>

The above statement of Profit and Loss Statement should be read in conjunction with the accompanying notes.  
As per our report on even date

**For Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm Registration no.: 131457W

**Rushabh Shah**  
Partner  
M. No. 136956

Place : Ahmedabad  
Date : 31/05/2021  
UDIN : 21136956AAAAW6197

**For and on behalf of the Board of Directors**  
**IEL Limited**

**Ronit C. Shah**  
Managing Director  
DIN : 02851806

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Chief Finance Officer  
PAN : AHEPK2616D

**Priyanka Tiwari**  
Company Secretary  
M. No. ACS - 36796

**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED)  
CIN: L15140MH1956PLC009720  
Cash Flow Statement for the year ended March 31, 2021.

(Currency : Indian Rupees)

	Year ended 31 March 2021	Year ended 31 March 2020
<b>Cash flow from operating activities</b>		
Net profit before tax	13,70,586	2,24,333
<b>Adjustments for :</b>		
Depreciation expense	8,80,452	9,00,544
Finance costs	23,734	33,120
Gratuity and leave encashment	-	-
Profit on sale of assets	-	-
<b>Operating profit before working capital changes</b>	<b>22,74,772</b>	<b>11,57,997</b>
<b>Adjustment for change in working capital</b>		
(Increase)/decrease in trade receivable	(7,99,538)	(18,55,578)
(Increase)/decrease in other current assets	2,85,824	1,48,220
(Increase)/decrease in other current assets	1,99,618	1,16,502
Increase/(decrease) in inventories	-	-
Increase/(decrease) long term provisions	-	(28,47,182)
Increase/(decrease) trade payables	(66,59,593)	73,16,721
Increase/(decrease) short term provisions	(11,51,155)	15,55,846
Increase/(decrease) other current liabilities	2,08,178	(3,02,359)
<b>Cash generated from operations</b>	<b>(56,41,894)</b>	<b>52,90,166</b>
<b>Net cash used in operating activities</b>	<b>(56,41,894)</b>	<b>52,90,166</b>
<b>Cash flow from investing activities</b>		
Sale proceeds from sale of fixed assets	-	-
Movement in long term loans and advances (Tds deducted by client)	-	-
<b>Net cash flow from investing activities</b>	<b>-</b>	<b>-</b>
<b>Cash flow from financing activities</b>		
Finance cost	(23,734)	(33,120)
Borrowings taken	1,10,000	-
<b>Net cash flow from financing activities</b>	<b>86,266</b>	<b>(33,120)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(55,55,628)</b>	<b>52,57,047</b>
<b>Cash and cash equivalents at the beginning of year</b>	<b>61,26,522</b>	<b>8,69,475</b>
<b>Cash and cash equivalents at the end of year</b>	<b>5,70,894</b>	<b>61,26,522</b>
<b>Components of cash and cash equivalents (Refer note 11)</b>		
Cash in hand	26,895	11,709
Balance with scheduled banks		
- current accounts	5,43,999	61,14,813
	<b>5,70,894</b>	<b>61,26,522</b>

**Notes :**

1. Figures given in brackets indicate cash outflow
2. The above Cash Flow Statement has been prepared under "Indirect Method" set out in Ind AS7 Statement of Cash Flow
3. The figures of the previous year have been regrouped/reclassified, where necessary, to conform with the classification of the current year.
4. Cash flows excludes adjustments/ re-classification against loan and advances, that are non-cash in nature.

The above statement of Cash Flow should be read in conjunction with the accompanying notes.

As per our report on even date

For **Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm Registration no.: 131457W

For and on behalf of the Board of Directors  
**IEL Limited**

**Rushabh Shah**  
Partner  
M. No. 136956

**Ronit C. Shah**  
Managing Director  
DIN : 02851806

**Hemant H. Kayastha**  
Chief Finance Officer  
PAN : AHEPK2616D

Place : Ahmedabad  
Date : 31/05/2021  
UDIN : 21136956AAAAAW6197

**Romit C. Shah**  
Director  
DIN : 06395661

**Priyanka Tiwari**  
Company Secretary  
M. No. ACS - 36796

**Kavin D. Dave**  
Independent Director  
DIN : 00926054

**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED.)



**IEL LIMITED**  
(Formerly known as INDIAN EXTRACTIONS LIMITED)  
Statement of Changes in Equity  
(Currency : Indian Rupee )

**Equity Share Capital**

Particulars ( refer note. 9)	Total equity share capital
Balance as on a 1 April 2018	3,33,76,330
Changes in FY 2018-19	-
<b>Balance as on a 31 March 2019</b>	<b>3,33,76,330</b>
Changes in FY 2019-20	-
<b>Balance as on a 31 March 2020</b>	<b>3,33,76,330</b>
Changes in FY 2020-21	-
<b>Balance as on a 31 March 2021</b>	<b>3,33,76,330</b>

**Other equity**

Particulars (refer note no. 9b)	Reserves and surplus					Total other equity
	Securities premium account	Capital reserve	Export profit reserve	Revaluation reserve	Retained earnings	
<b>Balance as on a 1 April 2019</b>	1,94,79,336	8,48,010	9,00,000	3,71,87,415	(7,58,36,652)	(1,74,21,891)
<b>Profit for FY 2019-20</b>	-	-	-	-	2,24,333	2,24,333
Comprehensive income	-	-	-	-	-	-
Other- Comprehensive income	-	-	-	(8,14,652)	8,14,652	-
Inter- head transfer	-	-	-	-	-	-
<b>Balance as on a 31 March 2020</b>	<b>1,94,79,336</b>	<b>8,48,010</b>	<b>9,00,000</b>	<b>3,63,72,763</b>	<b>(7,47,97,667)</b>	<b>(1,71,97,558)</b>
<b>Profit for FY 2020-21</b>	-	-	-	-	13,70,586	13,70,586
Comprehensive income	-	-	-	-	-	-
Other- Comprehensive income	-	-	-	(8,14,652)	8,14,652	-
Inter- head transfer	-	-	-	-	-	-
<b>Balance as on a 31 March 2021</b>	<b>1,94,79,336</b>	<b>8,48,010</b>	<b>9,00,000</b>	<b>3,47,43,459</b>	<b>(7,17,97,777)</b>	<b>(1,58,26,972)</b>

The above statement of Changes in Equity should be read in conjunction with the accompanying notes.

**For Rushabh Shreyansh & Co.**

**Chartered Accountants**

ICAI Firm Reg. No.131457W

**Rushabh Shah**

Partner

M. No.136956

**Place :- Ahmedabad**

Date :- 31/05/2021

UDIN : 21136956AAAAAW6197

**For and on behalf of the Board of Directors**

**IEL Limited**

**Ronit C. Shah**

Managing Director

DIN : 02851806

**Romit C. Shah**

Director

DIN : 06395661

**Kavin D. Dave**

Independent Director

DIN : 00926054

**Hemant Kayastha**

Chief Finance Officer

PAN : AHEPK2616D

**Priyanka Tiwari**

Company Secretary

M. No. ACS - 36796



### **Summary of significant accounting policies and other explanatory information**

**Note 1 : Background:** Indian Extraction Limited was incorporated on sixth day of February, 1956 under the Indian Companies Act of 1956. The Company has changed its name from "Indian Extractions Limited" to "IEL Limited" w.e.f 21.01.2019 pursuant to Fresh Certificate of Incorporation issued by Registrar of Companies, Mumbai dated 21.01.2019. The Company has taken In-principal and Final approval from BSE Limited vide letter dated 04.01.2019 and 31.01.2019 respectively.

The Company is in the business of manufacturing , trading and marketing of all kinds of chemicals , pharmaceuticals, drug intermediates etc., as also is into the business or trade or activities of providing services in the areas of warehousing, leasing, renting, hire-purchase, market support services, distributors, information technology consultancy or related products, health or medical services, business support services, advisory or research services in any field, industrial or project consultancy and outsourcing activities of any nature.

### **Note 2 : Significant Accounting Policies followed by the Company**

#### **Basis of Preparation**

##### **i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended rules and other relevant provisions of the Act .

The accounting policies are applied consistently applied to all the periods presented in the financial statements.

#### **Historical cost convention**

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

- Certain financial assets and liabilities that are measured at fair value
- Assets held for sale- measured at lower of carrying amount or fair value less cost to sell
- Defined benefit plans- Plan assets measured at fair value

#### **Current non-current classification**

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

#### **Use of estimates and judgements**

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

**c) Foreign Currency Translation**

**i) Functional and presentation currency**

The Financial Statements are presented in Indian rupees (INR) which is the functional and presentation currency.

**ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Profit or Loss, Account.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other gains / (losses).

**d) Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

**Recognising revenue from major business activities**

**i) Sale of goods**

Sales are recognised when substantial risk and rewards of ownership are transferred to customer, In case of domestic customer, generally sales take place when goods are dispatched or delivery is handed over to transporter, in case of export customers, generally sales take place when goods are shipped onboard based on bill of lading / Airway Bill.

**ii) Other operating revenue - Export incentives**

Export Incentives under various schemes are accounted in the year of export.

**e) Income Tax**

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

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

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

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

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**f) Cash and Cash Equivalents**

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

**g) Cash Flow Statements**

Cash flows are prepared using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of Company are segregated.

**h) Trade Receivables**

Trade receivables are recognised at fair value.

**i) Inventories**

Inventories of Raw Materials, Work-in-Progress, Stores and spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. The excise duty in respect of closing inventory of finished goods is included as part of finished goods. Cost formulae used are 'First in-First-out', 'Weighted Average cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**j) Property, Plant and Equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

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

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

**Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

<b>Asset Class</b>	<b>Useful Life</b>
Freehold land	-
Leasehold land	99 Years
Buildings	60 Years
Furniture and fixtures	10 Years
Office equipments	5 Years
Vehicles	8 Years

**k) Trade and Other Payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid on recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

**l) Provisions and Contingent Liabilities**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed upon the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company.

**m) Employee Benefits**

**Short-term obligations**

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

**Gratuity obligations**

The Company's liability towards gratuity benefits is accounted for at the year end on the basis of valuation done as per Payment of Gratuity Act, 1972.

**n) Contributed Equity**

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**i) Earnings per Share**

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**ii) Dividends to shareholders**

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by shareholders. Any interim dividend paid is recognised on approval by board of directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in equity.

(Currency : Indian Rupee )

**Note 3 - Tangible assets**

	Freehold land	Leasehold land	Buildings	Furniture and fixtures	Office equipments	Vehicles	Total
<b>Gross block</b>							
<b>Balance as on 31 March 2019</b>	<b>81,37,781</b>	<b>4,12,63,054</b>	<b>10,19,340</b>	<b>13,19,284</b>	<b>28,32,058</b>	<b>39,48,078</b>	<b>5,85,19,595</b>
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
<b>Balance as on 31 March 2020</b>	<b>81,37,781</b>	<b>4,12,63,054</b>	<b>10,19,340</b>	<b>13,19,284</b>	<b>28,32,058</b>	<b>39,48,078</b>	<b>5,85,19,595</b>
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
<b>Balance as on 31 March 2021</b>	<b>81,37,781</b>	<b>4,12,63,054</b>	<b>10,19,340</b>	<b>13,19,284</b>	<b>28,32,058</b>	<b>39,48,078</b>	<b>5,85,19,595</b>
<b>Accumulated depreciation/amortisation</b>							
<b>Balance as on 31 March 2019</b>	-	<b>1,19,35,848</b>	<b>6,24,921</b>	<b>13,16,404</b>	<b>28,31,163</b>	<b>38,14,930</b>	<b>2,05,23,266</b>
Depreciation / Amortisation charge	-	8,14,652	38,828	1,084	56	45,924	<b>9,00,544</b>
Depreciation / Amortisation charge on disposals	-	-	-	-	-	-	-
<b>Balance as on 31 March 2020</b>	-	<b>1,27,50,500</b>	<b>6,63,749</b>	<b>13,17,488</b>	<b>28,31,219</b>	<b>38,60,854</b>	<b>2,14,23,810</b>
Depreciation / Amortisation charge	-	8,14,652	35,004	764	24	30,008	<b>8,80,452</b>
Depreciation / Amortisation charge on disposals	-	-	-	-	-	-	-
<b>Balance as on 31 March 2021</b>	-	<b>1,35,65,152</b>	<b>6,98,753</b>	<b>13,18,252</b>	<b>28,31,243</b>	<b>38,90,862</b>	<b>2,23,04,262</b>
<b>Net block</b>							
<b>As at 31 March 2021</b>	<b>81,37,781</b>	<b>2,76,97,902</b>	<b>3,20,587</b>	<b>1,032</b>	<b>815</b>	<b>57,216</b>	<b>3,62,15,333</b>
<b>As at 31 March 2020</b>	<b>81,37,781</b>	<b>2,85,12,554</b>	<b>3,55,591</b>	<b>1,796</b>	<b>839</b>	<b>87,224</b>	<b>3,70,95,785</b>
<b>As at 31 March 2019</b>	<b>81,37,781</b>	<b>2,93,27,206</b>	<b>3,94,419</b>	<b>2,880</b>	<b>895</b>	<b>1,33,148</b>	<b>3,79,96,329</b>

Notes :

1) Gross block is at cost or book value and includes amount added on revaluation on 31 March 2008. Revalued amounts substituted for historical cost of fixed assets and method adopted to compute revalued amounts, are as per Note 2 below :

2(a) Freehold Land, Leasehold Land, Building and Plant and Machinery at Jamnagar have been revalued on 31 March 1993 at Net Current Replacement Cost on the basis of valuation made by external valuers resulting in a net increase.

2)(b) Freehold Land, Leasehold Land, at Jamnagar have been further revalued on 31 March 2008 on the basis of valuation made by external valuer resulting in net increase of Rs.121,652,961 being surplus on Revaluation as on 31 March 2008.

2)(c) Revalued amounts (net of accumulated depreciation) substituted for Historical Costs as on 31st March, 2008 are as under:

(i) Freehold Land Rs.9,94,29,911 (Gross)

(ii) Leasehold Land Rs. 3,81,48,650 (Gross)

3) Depreciation for the year includes depreciation provided on revalued cost of assets.



**(Currency : Indian Rupee )**

**Note 4 : Non-current Investments**

<b>Particulars</b>	<b>31 March 2021</b>	<b>31 March 2020</b>
500 (31 March 2015 : 500) equity shares of Rs. 10 each fully paid-up of Elbee Services Limited	70,000	70,000
400 (31 March 2015 : 400) equity shares of Rs. 1 each fully paid-up of LS Industries Limited	17,885	17,885
Less : Provision for diminution	(87,885)	(87,885)
<b>Total Non Current Investments</b>	<b>0.00</b>	<b>0.00</b>

**Note 5 : Other Non Current Assets**

<b>Particulars</b>	<b>31 March 2021</b>	<b>31 March 2020</b>
Balance in Gratuity trust	81,315	2,80,935
Sales tax advance receivable( Jamnagar)	-	-
<b>Total Other Non Current Assets</b>	<b>81,315</b>	<b>2,80,935</b>

**Note 6: Inventories**

<b>Particulars</b>	<b>31 March 2021</b>	<b>31 March 2020</b>
<u>Inventories</u> <i>(As certified by the Management)</i>		
Stock in Trade	-	-
<b>Total Inventories</b>	<b>-</b>	<b>-</b>

**Note 7a : Trade Receivables**

Particulars	31 March 2021	31 March 2020
<b>Trade receivables</b> Unsecured		
Outstanding for more than six months - considered good	-	-
Other debts - considered good	30,07,690	22,08,152
<b>Total Trade receivables</b>	<b>30,07,690</b>	<b>22,08,152</b>

**Note 7b : Cash and Cash Equivalents**

Particulars	31 March 2021	31 March 2020
<b>Cash and Cash Equivalents</b>		
(i) Cash on hand	26,895	11,709
(ii) Balances with Banks In Current accounts	5,43,999	61,14,813
<b>Total Cash and Cash Equivalents</b>	<b>5,70,894</b>	<b>61,26,522</b>

**Note 8 : Other Current Assets**

Particulars	31 March 2021	31 March 2020
Advance tax net of provision	2,78,190	6,27,600
Deposits- other	6,000	6,000
Export incentive receivable	1,11,740	1,62,004
Loans and advances to others	24,600	-
Prepaid expenses	89,250	-
<b>Total Other Current Assets</b>	<b>5,09,780</b>	<b>7,95,604</b>

**Notes on financial statements for the year ended 31st March, 2021**  
(Currency : Indian Rupee )

**Note 9(a) : Equity Share Capital**

Particulars	31 March 2021	31 March 2020
<b>Authorised share capital</b>		
50,00,000 Equity Shares of Rs. 10/- each (Previous Year 50,00,000 Equity Shares of Rs.10/- each)	5,00,00,000	5,00,00,000
4,00,000 Zero coupons redeemable Preference Shares of Rs.100/- each (Previous Year 4,00,000 Preference Shares of Rs.100/- each)	4,00,00,000	4,00,00,000
<b>Issued,Subscribed and Paid up:</b>		
33,37,633 Equity Shares of Rs. 10/- each (Previous Year 33,37,633 Equity Shares of Rs.10/- each)	3,33,76,330	3,33,76,330
<b>Total Issued, Subscribed and Paid up</b>	<b>3,33,76,330</b>	<b>3,33,76,330</b>

**A) Reconciliation of number of shares**

Reconciliation of number of ordinary equity shares outstanding	31 March 2021 Equity Shares (` lakhs)		31 March 2020 Equity Shares (` lakhs)	
	Number	3,33,76,330	Number	3,33,76,330
Shares outstanding at the beginning of the year	33,37,633	3,33,76,330	33,37,633	3,33,76,330
Add: Issued during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>33 37 633</b>	<b>3,33,76,330</b>	<b>33 37 633</b>	<b>3,33,76,330</b>

**B) Details of Equity Shares held by each shareholder holding more than 5% shares**

Equity Shares with voting rights :	No of Shares held @ Rs. 10/- per share	% holding in that class of Shares	No of Shares held @ Rs. 10/- per share	% holding in that class of Shares
i) Shantilal Bhogilal Jhaveri	-	-	11,46,900	34.36%
ii) Priyam Shantilal Jhaveri	-	-	4,97,000	14.89%
iii) Ronit Champaklal Shah	6,97,073	20.89%	-	-
iv) Romit Champaklal Shah	6,89,380	20.65%	-	-
v) Kalpanaben Champaklal Shah	6,89,380	20.65%	-	-

**C) Terms/Rights attached to equity shares**

The company has only one class of equity shares having a par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share. All equity shares of the Company rank pari passu in all respects including the right to dividend. 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 winding-up, subject to the rights of holders of shares issued upon special terms and conditions, the holders of equity shares shall be entitled to receive remaining assets, if any, in proportion to the number of shares held at the time of commencement of winding-up.

**Notes on financial statements for the year ended 31st March, 2021**  
(Currency : Indian Rupee )

**Note 10 : Non-current Financial Liabilities - Borrowings**

Particulars	31 March 2021	31 March 2020
90,000 Zero coupons redeemable Preference Shares of Rs.100/- each (Previous Year 90,000 Preference Shares of Rs.100/- each)	90,00,000	90,00,000
(Refer Note Below)		
Interest free loan from Ronit C. Shah (Refer note 25 )	1,10,000	-
<b>Total Non-current Financial Liabilities</b>	<b>91,10,000</b>	<b>90,00,000</b>

Reconciliation of number of preference shares outstanding	31 March 2021		31 March 2020	
	Equity Shares Number	( ` lakhs)	Equity Shares Number	( ` lakhs)
Shares outstanding at the beginning of the year	90,000	90,00,000	90,000	90,00,000
Add: Issued during the year	-	-	-	-
	-	-	-	-
Shares outstanding at the end of the year	90,000	90,00,000	90,000	90,00,000

**Terms/rights attached to preference shares**

The holder of preference share of the Company have a right to vote at a General Meeting of the Company only in accordance with limitations and provisions laid down in Section 47 of the Companies Act, 2013. The preference share holders will be entitled for distribution out of the assets of the Company remaining after distribution to lenders.

**Note 11 : Other Non- Current Liabilities**

Particulars	31 March 2021	31 March 2020
Employee related payable	-	-
Interest free deposits ( Refer note 25)	1,00,00,000	1,00,00,000
Payable to related parties ( Refer note 25)	-	-
Other payable	6,55,695	6,55,695
<b>Total Other Non- Current Liabilities</b>	<b>1,06,55,695</b>	<b>1,06,55,695</b>

**Note 12 : Trade Payables**

Particulars	31 March 2021	31 March 2020
<b>Current</b>		
Trade payables		
Total Outstanding dues of Micro and Small Enterprises	-	-
Total Outstanding dues of Creditors other than Micro and Small Enterprises	14,10,250	80,69,843
<b>Total Trade Payables</b>	<b>14,10,250</b>	<b>80,69,843</b>

**Note 13 : Short Term Provisions**

Particulars	31 March 2021	31 March 2020
Gratuity	12,92,972	20,92,592
Leave encashment	-	3,51,535
<b>Total Short Term Provisions</b>	<b>12,92,972</b>	<b>24,44,127</b>

**Note :**

During the current year, the Company's liability at the year end towards gratuity benefits is accounted on the basis of valuation done as per Payment of Gratuity Act, 1972 and towards Leave encashment on the basis of valuation done as per the Company policy.

**Note 14 : Other Current Liabilities**

Particulars	31 March 2021	31 March 2020
Employee related payable	13,000	98,157
Statutory dues	3,53,739	60,404
<b>Total, Other Current Liabilities</b>	<b>3,66,739</b>	<b>1,58,561</b>

**Notes on financial statements for the year ended 31st March, 2021**  
(Currency : Indian Rupee )

**Note 15 : Revenue from operations**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Sale of Product		
Export Sales	93,40,316	3,31,89,620
Domestic Sales	1,52,366	25,70,000
Export Charges	-	11,44,530
	94,92,682	3,69,04,150
Other Operating Revenue		
Exchange Gain/(Loss) (Net) (other than considered in Finance Cost)	38,011	6,67,515
Export Incentives	55,999	11,29,118
	94,010	17,96,633
<b>Total Revenue from Operations (Gross)</b>	<b>95,86,692</b>	<b>3,87,00,783</b>

**Note 16 : Other Income**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Interest received on Income tax	7,121	-
Marketing support services	5,10,000	20,40,000
Short / Excess Provision	7,13,328	-
Commission Income	25,48,890	-
Miscellaneous Income	10,256	1,22,001
<b>Total Other income</b>	<b>37,89,595</b>	<b>21,62,001</b>

**Note 17 : Purchase of Stock in Trade**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Purchase stock in trade	86,51,524	3,56,59,501
<b>Total Purchase of Stock in Trade</b>	<b>86,51,524</b>	<b>3,56,59,501</b>

**Note 18 : Changes in Inventories Stock in Trade**

	Apr'20-Mar'21	Apr'19-Mar'20
<b>(Incr.) / Decr. in Stk. of FG, Stock in Trade &amp; WIP :</b>		
Inventories at the beginning of the year		
Op.Stock - Stock in Trade	-	-
Inventories at the end of the year		
Cl.Stock - Stock in Trade	-	-
<b>Total Changes in Inventories Stock in Trade</b>	<b>-</b>	<b>-</b>



**Note 19 : Employee Benefits Expense**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Salaries, Wages and Bonus	2,08,034	5,57,716
Contribution to Provident and Other Funds	13,199	44,699
Staff Welfare Expenses	6,966	54,380
<b>Total Employee Benefits Expense</b>	<b>2,28,199</b>	<b>6,56,795</b>

**Note 20 : Other Expenses**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Directors' sitting fees	9,000	25,500
Electricity expenses	642	17,968
Export freight & shipping charges	12,49,163	4,42,489
Insurance	-	51,620
Postage, telephone and telegram	69,140	1,95,540
Professional fees	1,95,344	3,06,666
Misc Sundry Dr Bal W/off	18,906	8,50,000
Repairs and maintenance:	-	22,600
Security charges	27,000	1,52,910
Travelling expenses	23,650	1,27,333
Commission Paid	-	2,28,860
Office expenses	3,516	1,05,185
Miscellaneous expenses	2,44,164	5,38,448
Income Tax Exp, A.Y. 2018-19	50,764	-
Custom Duty Charges Paid	1,13,627	-
<b>Payment to Auditors</b>		
Audit fees	2,16,875	2,22,500
Fees for limited review	-	1,00,872
<b>Total Other Expenses</b>	<b>22,21,791</b>	<b>33,88,491</b>

**Note 21 : Finance Costs**

Particulars	Apr'20-Mar'21	Apr'19-Mar'20
Interest paid to government authorities	865	1,078
Bank charges	22,869	32,042
<b>Total Finance Costs</b>	<b>23,734</b>	<b>33,120</b>

**Notes on financial statements for the year ended 31st March, 2021**  
(Currency : Indian Rupee)

**Note 22 : Profit per share**

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
The Profit/(losses) per equity share are computed by dividing the net loss attributable to the equity shareholders for the year by the weighted average of equity shares outstanding during the year. The loss per share is calculated as		
Weighted average number of equity shares outstanding during the year	33,37,633	33,37,633
Add:- Dilutive effect	-	-
Weighted average number of equity shares used to compute diluted Losses per	33,37,633	33,37,633
<b>Net Profit/(Loss)</b>	<b>13,70,586</b>	<b>2,24,333</b>
Losses per share		
Basic and diluted	0.41	0.07

**Note 23 : Auditors' remuneration (excluding GST)**

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
Audit fee	2,16,875	2,22,500
Limited review	-	1,00,872
<b>Total</b>	<b>2,16,875</b>	<b>3,23,372</b>

**Note 24 : Contingent Liability**

Particulars	As at 31 March 2021	As at 31 March 2020
<b>Contingent liabilities</b>		
<b>Sales tax</b>	41,05,047	41,05,047
Demand raised by Sales tax authorities in the state of Gujarat for disallowance of set off taken for tax paid on purchase of raw materials and packing materials and charging of additional tax on purchase of raw materials for which matter is pending before Gujarat Sales Tax Tribunal, Ahmedabad for the financial year 1991-92. The Company is confident that the claim will be successfully contested. The Company has deposited Rs. 285,000 under protest with the Sales Tax Authorities against the said demand. The deposit amount is included under account head loans and advances.		
	41,05,047	41,05,047

Future cash outflows in respect of above matters are determinable only on receipt of judgments/decisions pending at various forums/authorities. The management does not expect these claims to succeed and accordingly, no provision for the contingent liability has been recognized in the financial statements.

**Summary of significant accounting policies and other explanatory information**  
(Currency : Indian Rupee)

**Note 25 : Related party disclosures**

**a) Names of related parties and description of relationship**

Name of the related party	Nature of relationship
Shri S. B. Jhaveri Shri P. S. Jhaveri Ronit C. Shah	Key Management Personnel
Phthalo Colours & Chemicals (I) Limited Nanavati Sons Private Limited Sonega Trades & Investments Private Limited	Enterprises over which key management personnel are able to exercise significant influence

**b) Transactions with the related parties during the year**

Nature of transactions	Key management personnel	Enterprises over which key management personnel are able to exercise significant influence	Total
<b>Other Income</b> <b>Marketing Support Service</b> Phthalo Colours & Chemicals (I) Limited	- (-)	5,10,000 (20,40,000)	5,10,000 (20,40,000)
<b>Expenses</b> <b>Purchase of stock in trade</b> Phthalo Colours & Chemicals (I) Limited	- (-)	44,53,000 (2,16,46,500)	44,53,000 (2,16,46,500)
<b>Deposit</b> <b>Loan and advances received</b> Phthalo Colours & Chemicals (I) Limited	- (-)	1,11,97,548 (1,09,72,453)	1,11,97,548 (1,09,72,453)
<b>Recovery of expenses</b> Phthalo Colours & Chemicals (I) Limited	- (-)	4,92,682 (11,34,788)	4,92,682 (11,34,788)
<b>Adjustment against loan outstanding towards</b> <b>Marketing Support Services</b> Phthalo Colours & Chemicals (I) Limited	- (-)	5,10,000 (20,40,000)	5,10,000 (20,40,000)

<b>Outstanding as at year end</b>			
<b>Unsecured loan</b>			
Ronit C. Shah	1,10,000	-	1,10,000
	(-)	(-)	-
<b>Sundry Creditors</b>			
Phthalo Colours & Chemicals (I) Limited	-	8,70,262	8,70,262
	(-)	(38,69,349)	(38,69,349)
<b>Gratuity Payable</b>			
S B Jhaveri	-	-	-
	(13,15,385)	(-)	(13,15,385)
<b>Interest Payable</b>			
S B Jhaveri	23,672	-	23,672
	(23,672)	(-)	(23,672)
P.S. Jhaveri	788	-	788
	(788)	(-)	(788)
Nanavati Sons Private Limited	-	39,453	39,453
	(-)	(39,453)	(39,453)
Sonega Trades & Investments Private Limited	-	5,91,782	5,91,782
	(-)	(5,91,782)	(5,91,782)

Figures in brackets pertain to the figures of previous year.

**Note 26 : Earning in foreign currency during the financial year on account of the followings:**

Particulars	31 March 2021	31 March 2020
Export of goods	93,40,316	3,31,89,620
Export charges	-	11,44,530

27 Considering the present financial position and the requirement of the accounting standard regarding certainty/virtual certainty, the Company has considered not to account for the net deferred tax assets as at the year-end.

28 The identification of Micro, Small and Medium Enterprises is based on Management's knowledge of their status. Disclosure of trade payables under other liabilities is based on information available with the Company regarding, i.e status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006. The Company also has no outstanding dues in the current year that were required to be furnished under section 22 of Micro, Small and Medium Enterprises Development Act, 2006.

29 Previous year's figures have been regrouped whenever considered necessary to confirm with the current year presentation.

For **Rushabh Shreyansh & Co.**  
Chartered Accountants  
Firm Registration no.: 131457W

For and on behalf of the Board of Directors  
**IEL Limited**

**Rushabh Shah**  
Partner  
M. No. 136956

**Ronit C. Shah**  
Managing Director  
DIN : 02851806

**Hemant Kayastha**  
Chief Finance Officer  
PAN : AHEPK2616D

Place : Ahmedabad  
Date : 31/05/2021  
UDIN : 21136956AAAAAW6197

**Romit C. Shah**  
Director  
DIN : 06395661

**Priyanka Tiwari**  
Company Secretary  
M. No. ACS - 36796

**Kavin D. Dave**  
Independent Director  
DIN : 00926054

**IEL LIMITED**  
**(Formerly known as INDIAN EXTRACTIONS LIMITED.)**



**IEL LIMITED**  
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**CIN: L15140GJ1956PLC124644**