

**2020-2021**

**INDIAN BASE METALS  
COMPANY LIMITED**



**50TH ANNUAL REPORT**



## ***Corporate Information***

### **Board of Directors**

Ramesh Bansal  
Santosh Kumar Agarwal  
Mala Bansal  
Gouri Shankar Agarwal  
Amit Gattani  
Surendra Kumar Jhunjhunwala

### **Managing Director & Chief Financial Officer**

Ramesh Bansal

### **Statutory Auditor**

Bandyopadhyay & Dutt  
Chartered Accountants

### **Secretarial Auditor**

Amber Ahmad & Associates  
Company Secretaries

### **Banker**

HDFC Bank

### **Registered Office**

240B Acharya Jagdish Chandra Bose  
Road, 2<sup>nd</sup> Floor, Kolkata - 700 020  
CIN : L27209WB1971PLC028015

### **Shares Listed on**

Calcutta Stock Exchange

### **Website**

[www.indianbasemetals.com](http://www.indianbasemetals.com)

### **Contact Details**

Phone : (033) 7966 0458  
E-mail : [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com)

### **Registrar and Share Transfer Agent**

Niche Technologies Private Limited  
3A, Auckland Place, 7<sup>th</sup> Floor,  
Room No. 7A & 7B, Kolkata – 700 017



**NOTICE OF 50<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the fiftieth Annual General Meeting of the Members of Indian Base Metals Company Limited ('Company') will be held on Saturday, the 25<sup>th</sup> day of September, 2021 at 3.00 p.m. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') to transact the following business:

**ORDINARY BUSINESS:**

1. To consider and adopt the Audited 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. To appoint a Director in place of Mr. Santosh Kumar Agarwal (DIN: 00420655) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

**Place : Kolkata  
Date : 28<sup>th</sup> June, 2021**

**By Order of the Board  
Indian Base Metals Company Limited  
Ramesh Bansal  
Managing Director & Chief Financial Officer  
DIN: 00420589**



**Notes:**

1. In view of the prevailing circumstances due to COVID-19 pandemic, and also in conformity with the regulatory provisions and the Circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI'), the 50<sup>th</sup> Annual General Meeting ('AGM') of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, the requirement of sending proxy forms to holders of securities as per the provisions of Section 105 of the Companies Act, 2013 ('Act') read with Regulation 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), has been dispensed with. Therefore, the facility to appoint proxy by the Members will not be available for this AGM and consequently, the proxy form, attendance slip including route map are not annexed to this Notice convening the 50<sup>th</sup> AGM of the Company ('Notice').
3. Participation of Members through VC / OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Corporate Members attending the meeting through their authorized representatives pursuant to Section 113 of the Act are requested to send a certified copy (in PDF / JPG format) of the Board Resolution authorising their representatives to attend this AGM to the Scrutinizer by email at [cs.amberahmad@gmail.com](mailto:cs.amberahmad@gmail.com) or to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com).
5. The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is being annexed to this Notice.
6. In compliance with the applicable regulatory requirements, the Notice of this AGM along with the Annual Report for the financial year ended 31<sup>st</sup> March, 2021 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories or Registrar or Share Transfer Agent (RTA). The Notice along with the Annual Report of the Company will be available on the Company's website at [www.indianbasemetals.com](http://www.indianbasemetals.com) and website of the Calcutta Stock Exchange at [www.cse-india.com](http://www.cse-india.com). The AGM Notice shall also be available on the website of Central Depository Services (India) Limited (agency for providing the Remote e-voting facility and e-voting system during the AGM) at [www.evotingindia.com](http://www.evotingindia.com).
7. The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act will remain available for inspection through electronic mode during the AGM, for which purpose Members are required to send an e-mail to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com).



8. Pursuant to the provisions of Section 91 of the Act the Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 20<sup>th</sup> September, 2021 to Saturday, 25<sup>th</sup> September, 2021 (both days inclusive).
9. The AGM Notice will be sent to the Members, whose names appear in the Register of Members / Register of Beneficial Owners as on 20<sup>th</sup> August, 2021. Any person, who acquires shares and becomes Member after the aforesaid date, can obtain the same by downloading it from the Company's Website at [www.indianbasemetals.com](http://www.indianbasemetals.com) or may request for the same by writing to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com).
10. Pursuant to Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of the above and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account with an authorized Depository participant and arrange for dematerializing their shareholdings in the Company.

#### 11. VOTING THROUGH ELECTRONIC MEANS

- I. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Resolutions for consideration at this AGM will be transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company have engaged the services of Central Depository Services (India) Limited ('CDSL').
- II. **The instructions for shareholders for Remote E-Voting and E-Voting during AGM and joining meeting through VC/OAVM are as under:**
  - (i) The remote e-voting period commences on **Wednesday, 22<sup>nd</sup> September, 2021 at 10.00 a.m. and ends on Friday, 24<sup>th</sup> September, 2021 at 5:00 p.m.** During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **18<sup>th</sup> September, 2021**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) In terms of SEBI Circular dated 9<sup>th</sup> December, 2020 on e-voting facility provided by listed companies, all individual shareholders holding securities in demat mode can cast their vote only by way of a single login credential through 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 the e-voting facility.



The procedure to login and access remote e-voting and to join AGM for individual shareholders holding securities in Demat mode with CDSL / NSDL is detailed below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with <b>CDSL</b></p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL's 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 URLs 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 menu. On clicking the e-voting menu, the user will be able to see e-voting page of the e-voting service provider for casting their vote during the remote e-voting period or joining AGM &amp; voting during the AGM. Additionally, the users can also access the system of respective 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 e-voting link 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 No. &amp; Email Id 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 be able to directly access the system of all e-voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<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 URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining AGM &amp; voting during the AGM.</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</li> </ol>





Type of shareholders	Login Method
	following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number holding 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 AGM & voting during the AGM.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	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 AGM & voting during the AGM.

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

**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 022-2305 8738 and 022-2305 8542 / 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 / 1800 22 44 30.

(iv) **Login method for e-Voting and joining AGM for Physical shareholders and Non-Individual shareholders holding shares in Demat form:**

- 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:

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

- (v) After entering these details appropriately, click on 'SUBMIT' tab.
- (vi) Members holding shares in physical form will then directly reach the Company selection screen. However, Members 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.
- (vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Company Name i.e. **Indian Base Metals Company Limited** on which you choose to vote.





- (ix) 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.
- (x) Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.
- (xi) After selecting the Resolution you have decided to vote, 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.
- (xii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take out print of cast by clicking on 'Click here to print' option on the Voting page.
- (xiv) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **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; [cs.amberahmad@gmail.com](mailto:cs.amberahmad@gmail.com) and [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- a) The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.



- b) 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.
- c) 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.
- d) The facility for the Members to join the AGM through VC / OAVM will be available from 30 minutes before the time and may close not earlier than 30 minutes after the commencement of the AGM.
- e) Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience. Members logging in from mobile devices or through laptops / desktops / tablets connecting via mobile hotspot or with low bandwidth, 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.
- f) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- g) Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **5 days prior to AGM** mentioning their name, demat account number / folio number, e-mail id, mobile number at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries **5 days prior to AGM** mentioning their name, demat account number/folio number, e-mail id, mobile number at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com). These queries will be replied to by the Company suitably by e-mail.
- h) Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
- i) Only those shareholders, who are present in the AGM through VC / OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
- j) If any Votes are cast by the shareholders through e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



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

- a) **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), AADHAAR (self attested scanned copy of Aadhaar Card) by e-mail to the RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) or to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com).
- b) **For Demat shareholders** - Please update your e-mail id & mobile no. with your respective Depository Participant (DP).  
*The same is mandatory for availing e-voting facility & joining AGM in case of individual Demat Shareholders.*

**12. GENERAL INFORMATION FOR SHAREHOLDERS**

- a) Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on the cut-off date on **Saturday, 18<sup>th</sup> September, 2021**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. Those who are not Members as on the cut-off date should accordingly treat this Notice as for information purposes only.
- b) Investors who became Members of the Company subsequent to dispatch of the Notice by E-mail and holds the shares as on the cut-off date i.e. 18<sup>th</sup> September, 2021 are requested to send written / e-mail communication to the Company at [bansalramesh@hotmail.com](mailto:bansalramesh@hotmail.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login ID & Password for e-voting.
- c) There will be one vote for every Client ID / registered folio number irrespective of the number of joint holders. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
- d) 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.
- e) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542 / 43.



13. The Board of Directors has appointed CS Amber Ahmad, Proprietor, Messrs. Amber Ahmad & Associates (FCS : 9312 / C.P. No.: 8581), or failing whom, such other practicing company secretary as the Board of Directors of the Company may appoint, as the Scrutinizer for scrutinizing the process of remote e-voting and also e-voting during the Meeting in a fair and transparent manner. The Scrutinizer will submit not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
14. The Resolutions proposed in the Notice will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.indianbasemetals.com](http://www.indianbasemetals.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). The same will also be communicated to the Calcutta Stock Exchange Limited where the shares of the Company are listed.



Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard - 2 on General Meetings on Director recommended for re-appointment at the 50<sup>th</sup> Annual General Meeting vide Item No. 2 of the Notice as follows:

<b>Name of the Director</b>	<b>Mr. Santosh Kumar Agarwal</b>
DIN	00420655
Age	68 years
Date of first appointment on the Board	18.08.2014
Qualification	Commerce Graduate
Experience	Mr. Santosh Kumar Agarwal is a Commerce graduate. Mr. Agarwal being associated with the family business for a very long period of time is capable of handling the business efficiently and profitably. He has been serving on the Board of various companies. He has experience of handling various business transactions and taking administrative decisions.
Directorship	1. Indian Base Metals Company Limited 2. Rahimpur Tea Company Limited 3. BRIM Trading & Holdings Private Limited 4. Mogulkata Tea Company Private Limited 5. Simulbarie Tea Company Private Limited 6. Bihar Bengal Tea Company Private Limited 7. Bansal Agro Beverages Private Limited 8. Khatan Foods Private Limited
Membership & Chairmanship of Committees of Listed Entities (Including Audit Committee & Stakeholders Relationship Committee)	None
Number of shares held in the Company	60,000
Relationship with any Director of the Company	Ramesh Bansal – Brother Mala Bansal – Sister in law
No. of Board Meeting Attended	6
Remuneration	Nil



## BOARD'S REPORT

### **Dear Shareholders,**

The Board of Directors ('the Board') of **Indian Base Metals Company Limited** ('the Company') takes immense pleasure in presenting the 50<sup>th</sup> Annual Report together with the Financial Statements for the year ended 31<sup>st</sup> March, 2021.

### **FINANCIAL PERFORMANCE**

The performance of your Company for the Financial Year ended 31<sup>st</sup> March, 2021 is summarized in the table below:

Particulars	(Amount in Rs.)	
	Financial Year ended	
	31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2020
Revenue from Operations	3,237,817	6,623,078
Other Income	80,270	2,404,568
<b>Total Income</b>	<b>3,318,087</b>	<b>9,027,646</b>
Profit / loss before Depreciation, Finance Costs, Exceptional items & Tax Expenses	1,785,407	7,528,708
Less: Depreciation / Amortisation / Impairment	12,827	3,491
Less: Finance Cost	--	--
Add/Less: Exceptional items	--	--
Less: Tax Expense (Current & Deferred)	427,340	1,393,366
<b>Net Profit / (Loss) After Tax (A)</b>	<b>1,345,240</b>	<b>6,131,851</b>
Other Comprehensive Income / (Loss) (B)	102,624	1,201
<b>Total Comprehensive Income (A+B)</b>	<b>1,447,864</b>	<b>6,133,052</b>
<b>Retained Earnings</b>		
Balance at the beginning of the year	1,855,545	13,650,064
Add: Profit for the year	1,345,240	6,131,851
Less: Amount transferred to Statutory Reserve [45-IC of Reserve Bank of India ('RBI') Act, 1934]	269,048	1,226,370
Balance carried forward	<b>19,631,737</b>	<b>1,855,545</b>
Earnings per Equity Share	<b>0.48</b>	<b>2.04</b>

Previous year figures have been re-grouped / re-arranged wherever necessary.





### **STATE OF COMPANY'S AFFAIRS**

The COVID-19 pandemic has caused unprecedented humanitarian crisis impacting lives and livelihoods across the globe. In this challenging situation of depressed economic conditions and frequent lockdowns, the Company is focused on creating a robust system to avoid any long term operational disruption.

During the year under review, revenue from operations comprises mainly of Interest Income and other income comprises of income from dividend and profit on sale of shares. The Company would continue to focus on growth opportunities in long term business with a customized cost efficiency strategy.

### **DIVIDEND**

With a view to conserve resources, the Company has not declared any dividend during the year under review.

### **RESERVES**

The Company has transferred a sum of Rs. 2,69,048/- to Statutory Reserves during the financial year ended 31<sup>st</sup> March, 2021 in terms of Section 451C of RBI Act, 1934.

### **SHARE CAPITAL**

There has been no change in the financial structure of the Company during the year under review. As on 31<sup>st</sup> March, 2021 the Authorised Share Capital of the Company stood at Rs. 35,000,000/- comprising 3,300,000 Equity Shares of Rs. 10/- each and 20,000 4% Non Cumulative Preference Shares of Rs. 100/- each. The Issued, Subscribed and Paid Up Share Capital of your Company stood at Rs.30,013,000/- comprising 3,001,300 Equity Shares of Rs.10/- each.

### **DEPOSITS**

Your company, being a Non-Systematically Important and Non-Deposit taking Non-Banking Financial Company (NBFC) registered with RBI, did not hold any public deposits at the beginning of the year nor has it accepted any public deposits during the year under review. The Board at their meeting has duly passed a resolution to this effect.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 134 of the Companies Act, 2013 ('the Act') your Directors confirm having:

- (a) followed in the preparation of the Annual Accounts for the financial year ended 31<sup>st</sup> March, 2021, the applicable Accounting Standards with proper explanation relating to material departures, if any;



- (b) selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- (d) prepared the annual accounts on a going concern basis;
- (e) devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;
- (f) laid down internal financial controls to be followed by your Company and that such internal financial controls were adequate and were operating effectively.

### **BOARD AND BOARD COMMITTEES**

#### **a) Meetings:**

During the financial year ended 31<sup>st</sup> March, 2021, six meetings of the Board were held, as follows:

Sl. No.	Meeting Dates
1.	1 <sup>st</sup> April, 2020
2.	29 <sup>th</sup> June, 2020
3.	29 <sup>th</sup> July, 2020
4.	20 <sup>th</sup> October, 2020
5.	1 <sup>st</sup> February, 2021
6.	26 <sup>th</sup> March, 2021

During the financial year ended 31<sup>st</sup> March, 2021, two meetings of the Nomination & Remuneration Committee were held, as follows:

Sl. No.	Meeting Dates
1.	29 <sup>th</sup> June, 2020
2.	1 <sup>st</sup> February, 2021

During the financial year ended 31<sup>st</sup> March, 2021, four meetings of the Audit Committee were held, as follows:

Sl. No.	Meeting Dates
1.	29 <sup>th</sup> June, 2020
2.	29 <sup>th</sup> July, 2020
3.	20 <sup>th</sup> October, 2020
4.	1 <sup>st</sup> February, 2021

During the financial year ended 31<sup>st</sup> March, 2021, one meeting of the Stakeholder Relationship Committee was held, as follows:

Sl. No.	Meeting Dates
1.	29 <sup>th</sup> June, 2020



b) **Compositions:**

**Board**

Name	Designation
Ramesh Bansal	Managing Director and Chief Financial Officer
Santosh Kumar Agarwal	Non Executive Director
Mala Bansal	Non Executive Director
Gouri Shankar Agarwal	Independent Director
Amit Gattani	Independent Director
Surendra Kumar Jhunjunwala	Independent Director

**Nomination & Remuneration Committee**

Name	Designation
Gouri Shankar Agarwal	Chairman
Amit Gattani	Member
Ramesh Bansal	Member
Santosh Kumar Agarwal	Member

**Audit Committee**

Name	Designation
Gouri Shankar Agarwal	Chairman
Amit Gattani	Member
Ramesh Bansal	Member

**Stakeholder Relationship Committee**

Name	Designation
Gouri Shankar Agarwal	Chairman
Surendra Kumar Jhunjunwala	Member
Amit Gattani	Member

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**

a) **Changes in Directors and Key Managerial Personnel**

During the year under review, there were no changes in the Composition of Board of Directors and the Key Managerial Personnel. The Board formulates and reviews the management policies and ensures their effectiveness.

Mr. Vishal Goenka resigned as the Company Secretary and Compliance Officer of your Company with effect from closure of work on 19<sup>th</sup> June, 2021. Consequent to resignation of Mr. Vishal Goenka, your Company has appointed Mr. Ramesh Bansal, Managing Director and Chief Financial Officer, as the Compliance Officer to hold office with effect from 28<sup>th</sup> June, 2021 till the time a new Company Secretary is appointed.



**b) Qualification and Appointment of Director liable to retire by rotation**

In terms of Section 152 of the Act read with applicable clause of the Articles of Association of the Company, Mr. Santosh Kumar Agarwal (DIN: 00420655), Non Executive Director, will retire by rotation at the ensuing Annual General Meeting ('AGM') and being eligible offers himself for re-appointment. Accordingly, the matter relating to re-appointment of Mr. Agarwal is being placed for your approval at the ensuing AGM.

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('Listing Regulations') and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, brief resume and other information of the Director being re-appointed forms part of the AGM Notice.

Further, none of the Directors of the Company are disqualified as per the applicable provisions of the Act.

**c) Declaration of Independence by Independent Directors**

The Company has received necessary declaration from each of the Independent Directors to the effect that the respective Director meets the criteria of independence laid down under Section 149 (6) of the Act read with Companies (Appointment & Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations. They have also confirmed inclusion of their names in the databank of Independent Directors as required under Rule 6 of the said Rule.

**BOARD EVALUATION**

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.



### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

Since your Company is a NBFC registered with RBI having principal business of giving of loans and making investments in the ordinary course of business, the provisions of Section 186 of the Act do not apply to the Company. The Company has not provided any guarantee / security during the year under review.

### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were undertaken in the ordinary course of business and at arm's length basis, none of the transactions with related parties falls under the scope of Section 188(1) of the Act. Hence, provisions of Section 188 of the Act are not applicable. Thus, disclosure in Form AOC-2 in terms of Section 134 of the Act is not required.

All Related Party Transactions were placed before the Audit Committee for its approval and were reviewed on quarterly basis. Further, necessary disclosure as required under IND AS 24 with respect to related party transactions are disclosed under Note No. 19 to the Financial Statements for 31<sup>st</sup> March, 2021.

### **COMPLIANCE WITH NBFC REGULATIONS**

The Company has complied with relevant provisions of the RBI Act, 1934 read with NBF–Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 and other RBI Directions, as applicable. The Company has also been submitting periodic returns and audited statements regularly.

### **SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

As on 31<sup>st</sup> March, 2021 the Company does not have any subsidiary, associate or joint venture company.

### **RISK MANAGEMENT**

The Company's business exposure to the normal financial and market risks continue to be monitored and managed by experienced people commensurate with the volume of business activities and the perceived risk requirements.

### **INTERNAL FINANCIAL CONTROLS**

The Company has adequate internal financial controls that commensurate with the size and nature of its business. The company has appointed Internal Auditor whose reports are reviewed by the Audit Committee of the Board. The Audit Committee of the Board periodically reviews the internal control systems / procedures for their adequacy and the extent of their implementation.



### **NOMINATION AND REMUNERATION POLICY**

The Company's Nomination and Remuneration Policy, as approved by the Board, may be accessed on the website of the Company at <https://www.indianbasemetals.com>.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The company has adopted a Vigil Mechanism / Whistle Blower Policy, for employees to report about any unethical behavior, actual or suspected fraud or violation of the Company's ethics policy. During the year under review, no personnel have been denied access to the Chairman of the Audit Committee. The details of the policy may be accessed on the website of the Company at <https://www.indianbasemetals.com>.

### **PREVENTION OF INSIDER TRADING**

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015 including amendments thereof, the Company has adopted a comprehensive Code of Conduct for Prohibition of Insider Trading and procedures for fair disclosure of Unpublished Price Sensitive Information.

### **CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS**

The Corporate Governance provisions as stipulated in Regulation 15(2)(a) of Listing Regulations is applicable to listed entities having paid up equity share capital exceeding Rs. 10 crores and Net-Worth exceeding Rs. 25 crores as on the last day of the previous financial year. Since the Company does not fall under the foregoing category, Corporate Governance provisions are not applicable to the Company.

The Management Discussion & Analysis Report for the period under review as stipulated under Regulation 34 read with Schedule V of the Listing Regulations is given in '**Annexure 1**', which is annexed hereto and forms a part of the Boards' Report.

### **PARTICULARS OF EMPLOYEES**

The statement containing the disclosure in accordance with the provisions of Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as '**Annexure 2**' and forms a part of the Boards' Report.

Further, none of the employees of the Company are in receipt of remuneration exceeding the limit prescribed under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.





## **AUDIT COMMITTEE**

During the year under review, there have been no instances where recommendations of the Audit Committee were not accepted by the Board.

## **AUDITORS**

### **a) Statutory Auditors**

In terms of Section 139 of the Act, Messrs. Bandyopadhyay & Dutt (FRN 325116E), Chartered Accountants, were appointed as Statutory Auditors of your Company for a period of five years till the conclusion of the Fifty Second AGM of the Company to be held for the financial year ending 31<sup>st</sup> March, 2023. Accordingly, Messrs. Bandyopadhyay & Dutt will continue as Statutory Auditors of the Company till the financial year 2022-23.

The reports given by the Messrs. Bandyopadhyay & Dutt on the financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 forms part of this Annual Report.

### **b) Secretarial Auditor**

In terms of Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed Ms. Amber Ahmad, Practicing Company Secretary, Proprietor of Messrs. Amber Ahmad & Associates as Secretarial Auditor of the Company. The Secretarial Audit Report, in the prescribed Form No. MR-3 is annexed as '**Annexure 3**' and forms a part of the Boards' Report.

### **c) Internal Auditor**

In terms of section 138 of the Act read with the Rules made there under and other applicable provisions, if any, and on the recommendation of the Audit Committee, Messrs. A K S D & Associates (FRN 322460E), Chartered Accountants, were appointed as the Internal Auditor of the Company to conduct the Internal Audit for the Financial Year 2020-21.

### **d) Auditors' Reports**

There are no qualifications, reservations or adverse remarks or disclaimers made by the Auditors, in their reports and hence, do not call for any further comments under Section 134 of the Act.

Further, pursuant to the provisions of Section 134(3) (ca) of the Act, no fraud has been reported by the Auditors under sub-section (12) of Section 143 of the Act read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.



### **COST RECORDS**

The Company is not required to maintain cost records in terms of Section 148(1) of the Act read with the Companies (Cost Records and Audit) Rules, 2014.

### **ANNUAL RETURN**

The Annual Return of your Company is available on its website at <https://www.indianbasemetals.com>.

### **DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company has constituted Internal Compliant Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, the Company has not received any complaint.

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

Being a NBFC Company, having principal business of giving loans and making investments without any industrial or manufacturing activities, the Company's activities involve very low energy consumption and have no particulars to report regarding conservation of energy and technology absorption.

During the year ended 31<sup>st</sup> March, 2021, there has been no foreign exchange earnings or outflow by the Company.

### **COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act read with the MCA Circulars granting exemptions in view of the COVID-19 pandemic.

### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS**

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.



**MATERIAL CHANGES AND COMMITMENTS FROM THE DATE OF CLOSURE OF THE FINANCIAL YEAR**

There were no material changes and commitments affecting the financial position of the Company between the end of the financial year 31<sup>st</sup> March, 2021 and the date of the Report. The “Suspended” status of the Company on the Calcutta Stock Exchange has been revoked with effect from 15<sup>th</sup> April, 2021.

**CHANGE IN THE NATURE OF BUSINESS**

During the year under review, there was no change in the nature of the business of the Company.

**ACKNOWLEDGEMENT**

Your Directors take this opportunity to place on record their appreciation for the efficient and loyal services rendered by each and every stakeholder associated with the Company, more particularly during this challenging time. Your Directors also record their appreciation for the assistance and cooperation received from Statutory Authorities, Bankers, Members and Government.

On behalf of the Board

Dated: 28<sup>th</sup> June, 2021  
Place: Kolkata

Santosh Kumar Agarwal  
*(Director)*  
**DIN: 00420655**

Ramesh Bansal  
*(Managing Director & CFO)*  
**DIN: 00420589**



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Economy Overview and Financial Performance of the Company

The global economy was majorly hit by the health crisis and resultant complexities caused by COVID-19 pandemic. Given the impact of the pandemic, FY 2020-21 was expected to be an extremely demanding year. The global economy, which was already decelerating prior to the pandemic, suffered a massive recessionary shock and contracted by 3.3% in 2020.

While many economies are on the path to recovery on the back of measures towards virus containment, vaccination drives, stimulus packages etc., the outlook remains challenging on account of divergence in the shape and pace of recovery as well as the potential for medium-to-long term economic scarring from the crisis.

The depressed economic conditions and deterioration of business and consumer sentiment prompted a series of interventions by governments across the world. Central banks across countries responded synchronously, effecting sharp cuts in policy interest rates, boosting liquidity and undertaking large asset purchase programmes to help stimulate economic activity and alleviate tight financial conditions.

The operating environment during the year was rendered extremely challenging by the outbreak of the pandemic, which caused unprecedented disruptions across your Company's operating segments. In this challenging situation of depressed economic conditions and frequent lockdowns, the laid down systems and processes which form part of your Company's operating practices have aided your Company's ability to ensure business continuity.

During the year under review, there was no change in the capital structure of the Company. Total Revenue at Rs. 33.18 lakhs has decreased by 63.25% while post tax profits at Rs. 13.45 lakhs has also decreased by 78.06%. Earnings per Equity Share for the year stood at Re. 0.48.



### Non-Banking Finance Companies (NBFCs) in India

NBFCs which form an integral component of the Indian lending ecosystem could see a major impact of COVID-19 on their liquidity position and asset quality in the financial year 2020-21 due to complete halt of economic activity due to massive lockdown. The challenging macroeconomics environment, weaker than expected demand, liquidity concerns and lower investor confidence in the sector, led to a significant moderation in the financial performance in the year 2020-21.

### Human Resources

Your Company recognises the mutuality of interests with key stakeholders and is committed to building harmonious employee relations. The detail of employees and remuneration paid to them is given under 'Annexure-2' of the Boards' Report.

### Opportunity and threats

The positive trend of growth through digitalization in the economy should lead to credit growth as well. Slower economic activity and weak rural demand could lead to high credit costs due to COVID-19 pandemic. Any slowdown in the growth of Indian economy or future volatility in global financial market, impulsive law making and bad political environment distressed business could also adversely affect the business.

### Risks and Concerns

Being in the credit business, the Company is exposed to risks that are innate to the business environment which include market, credit, operational, human resource, interest, liquidity and economic risks. Further, unforeseen natural disasters and geopolitical problems may also have an adverse impact on the Company's business. The Company takes all measures to address all possible risks and mitigate them effectively.

### Internal control systems

The Company has an effective and adequate internal control system to ensure reliable financial reports, operating effectiveness and overall efficiency. All its activities comply with applicable laws and regulations. The Company has adequate internal control systems proportionate with the size and nature of its business being framed in a manner which ensures optimum resource utilisation and strict compliance with all statutes. The Audit Committee reviews the adequacy of the internal control systems and follow-up actions are implemented immediately, if required.



**Key Financial Ratios**

Sl. No.	Ratio	2020-21	2019-20
1.	Debtors Turnover	-	-
2.	Inventory Turnover	-	-
3.	Interest Coverage Ratio	-	-
4.	Current Ratio	1.22	0.88
5.	Debt Equity Ratio	-	-
6.	Operating Profit Margin (%)	53.81	83.40
7.	Net Profit Margin (%)	40.54	67.92
8.	Return on Net Worth (%)	2.50	11.71

**Notes:**

- a) The relatively lower Profit Margins and Return on Net Worth is due to the fact that the Company was in receipt of Bad Debt Recovery and Interest thereon in addition to the regular income in the previous financial year.
- b) The relatively higher Current ratio is due to the repayment of substantial amount of Current liabilities.

**Outlook**

The role of NBFC has been significant in Indian Economy. The year 2020-21 was a year of crisis with the onset of COVID-19. However, the Governments around the world responded rapidly to curb the contagion and its economic impact through fiscal and monetary stimulus packages. These measures included altering operating mechanism and making relevant changes in the risk management framework.





**Cautionary statement**

Statements in this report on management discussion and analysis, describing the Company's, estimates, expectations or predictions are all 'forward-looking statements' within the meaning of the applicable securities, laws and regulations. These statements are based on certain assumptions and expectations regarding future events. Actual results may vary significantly from the forward-looking statements contained in this document due to various risks and uncertainties. The Company assumes no responsibility whatsoever to publicly amend, modify or revise any 'forward-looking statements' on the basis of any subsequent information, developments and events.

On behalf of the Board

Dated: 28<sup>th</sup> June, 2021  
Place: Kolkata

Santosh Kumar Agarwal  
**(Director)**  
**DIN: 00420655**

Ramesh Bansal  
**(Managing Director & CFO)**  
**DIN: 00420589**

**'Annexure 2'****A. Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

Names of Director and KMP	Designation	Remuneration (Rs.)	Ratio of Remuneration to Median Remuneration of all employees	Increase in Remuneration over Previous Year
Ramesh Bansal	Managing Director and CFO	3,00,000/-	1:1	-
Vishal Goenka*	Company Secretary	4,43,968/-	1.48:1	-

**B. Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rules 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 providing the names of top ten employees in terms of remuneration drawn during the year:**

Names of Employee	Age	Designation	Remuneration (Rs.)	Qualifications	Experience (Years)	Date of commencement of employment	Previous Employment / Position held
Ramesh Bansal	63	Managing Director and CFO	3,00,000/-	Graduate	41 Years	01.04.2020	N.A
Vishal Goenka*	31	Company Secretary	4,43,968/-	Graduate, CS	4 Years	13.01.2020	Company Secretary in Guinness Securities Limited
Kailash Kumar Sah	32	Office Staff	1,93,616/-	Graduate	10 years	09.01.2011	N.A

\*Vishal Goenka resigned with effect from 19.06.2021

**Notes:**

1. It is hereby affirmed that remuneration paid during the year is as per remuneration policy of the company.
2. There were 3 permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2021.
3. The median remuneration of employees as on 31<sup>st</sup> March, 2021 was Rs. 3,00,000/-.
4. The details required to be given in case of increase in remuneration is not applicable as no remuneration was paid to Mr. Ramesh Bansal in FY 2019-20 and Mr. Vishal Goenka\* joined the Company with effect from 13<sup>th</sup> January, 2020. None of the other Directors were paid any remuneration.

On behalf of the Board

Dated: 28<sup>th</sup> June, 2021  
Place: Kolkata

Santosh Kumar Agarwal  
(Director)  
DIN: 00420655

Ramesh Bansal  
(Managing Director & CFO)  
DIN: 00420589



**FORM No. 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) (as amended)]*

To,  
The Members,  
**Indian Base Metals Company Limited**  
240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor,  
Kolkata – 700 020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Indian Base Metals Company Limited (CIN: L27209WB1971PLC028015)** (hereinafter called the “**Company**”) for the financial year ended **31<sup>st</sup> March, 2021** (the “**Audit Period**”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the company’s corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs, Reserve Bank of India and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that in my opinion, the Company has, during the Audit Period complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Audit Period according to the provisions of:

- (i) The Companies Act, 2013 (the “**Act**”) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (“**SCRA**”) and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (*not applicable to the Company during the Audit Period*);



- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (the “SEBI Act”):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 *(not applicable to the Company during the Audit Period)*;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 *(not applicable to the Company during the Audit Period)*;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *(not applicable to the Company during the Audit Period)*;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 *(not applicable to the Company during the Audit Period)*;
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 *(not applicable to the Company during the Audit Period)*;
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I report, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following law applicable specifically to the Company:

- (a) Reserve Bank of India Act, 1934 to the extent provisions are applicable to Non-Banking Financial Companies (Non-Deposit Taking, Non-Systematically Important) and guidelines, directions and instructions issued by RBI through notifications and circulars in respect of Non-Banking Financial Companies.

I have also examined compliance by the Company with the applicable clauses of the Secretarial Standard on Meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

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



I further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors and the Key Managerial Personnel of the Company during the Audit Period.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) All decisions of the Board were unanimous and the same was captured and recorded as part of the minutes.
- (d) 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.
- (e) Mr. Vishal Goenka, Company Secretary and Compliance Officer of the Company have resigned with effect from 19<sup>th</sup> June, 2021.
- (f) Mr. Ramesh Bansal, Managing Director & Chief Financial Officer, was appointed as Compliance Officer of the Company in terms of Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office with effect from 28<sup>th</sup> June, 2021 till the time a new Company Secretary is appointed.
- (g) The "Suspended" status of the Company on the Calcutta Stock Exchange has been revoked with effect from 15<sup>th</sup> April, 2021.

This Report is to be read with my letter of even date which is annexed as "ANNEXURE - A" and forms an integral part of this Report.

**For AMBER AHMAD & ASSOCIATES  
Company Secretaries**

**CS AMBER AHMAD  
Proprietor  
Membership No.: FCS 9312  
C.P. No.: 8581  
UDIN: F009312C000532956**

**Place: Kolkata  
Date: 28<sup>th</sup> June, 2021**



**'ANNEXURE - A'**

To,  
The Members,  
**Indian Base Metals Company Limited**  
240B, Acharya Jagdish Chandra Bose Road, 2<sup>nd</sup> Floor,  
Kolkata – 700 020

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

**MANAGEMENT'S RESPONSIBILITY**

1. It is the responsibility of management of the Company to maintain secretarial records and to ensure compliance of the provisions of corporate and other applicable laws, rules, regulations, standards.

**AUDITOR'S RESPONSIBILITY**

2. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances and my examination was limited to the verification of procedures on test-check basis.
3. I have followed the audit practices and processes as were appropriate to the best of my understanding 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. I believe that the processes and practices I followed, provide a reasonable basis for my opinion.
4. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

**DISCLAIMER**

5. Due to the pandemic caused by COVID-19 and prevailing lockdowns/restrictions on movement of people imposed by the Government, for the purpose of issuing this report, I have conducted my audit remotely based on the records and information made available to me by the Company electronically and the same shall be physically verified by me post normalization of the situation.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.



7. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Place: Kolkata  
Date: 28<sup>th</sup> June, 2021

**For AMBER AHMAD & ASSOCIATES  
Company Secretaries**

**CS AMBER AHMAD  
Proprietor  
Membership No.: FCS 9312  
C.P. No.: 8581  
UDIN: F009312C000532956**



## INDEPENDENT AUDITOR'S REPORT

To The Members of M/s Indian Base Metals Company Limited

Report on the Audit of Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **M/s Indian Base Metals Company Limited ("the Company")** which comprises the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, the statement of changes in equity and statement of cash flows for the year ended on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

### Key Audit Matters

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





### **Information Other than the Standalone 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 Board's Report including Annexure to Board's Report, but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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



**That Board of Directors are also responsible for overseeing the company's financial reporting process.**

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (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.

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

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- c. The Balance Sheet, the Statement of Profit and Loss, including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the IND AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements 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. 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 Managing Director during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Bandyopadhyay & Dutt  
Chartered Accountants  
Firm Registration No. 325116E**

**(CA P K Bandyopadhyay)  
Partner  
Membership No.055658  
UDIN : 21055658AAAAAQ8287**

**Place: Kolkata  
Date: 28/06/2021.**



**ANNEXURE – ‘A’**

**Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2021:**

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
(b) The fixed assets of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.  
(c) Since the company has no immovable properties, the clause relating thereto is inapplicable.
- 2) The management has no inventory. Accordingly, the provisions stated in paragraph 3(ii) of the order are not applicable.
- 3) The Company has granted loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.  
(a) In our opinion, the rate of interest and other terms and conditions on which the loans has been granted to companies, firms and other parties listed in the register maintained under section 189 of the Companies Act, are not prima facie prejudicial to the interest of the Company.  
(b) The principal amount is repayable at the discretion of the Company; however interest as stipulated is being received on regular basis.  
(c) There is no overdue amount of loans granted to companies or other parties covered in the register maintained under section 189 of the Companies Act.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security. Whereas section 186 of the Companies Act, 2013 is not applicable to the Company as the Company is carrying on the business of non-banking financial company and is registered with the Reserve Bank of India under the provisions of the Reserve Bank of India Act, 1934.



- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 14 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities and no undisputed amounts payable in respect thereof at the year end, for a period of more than six months from the date on when they become payable.  
(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) Since the Company has not taken any loan amounts from any Financial Institution, Bank, Government and Debenture-holders, during the year under reference Clause (viii) of paragraph 3 of the said order is not applicable.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) In our opinion and according to the information and explanations given to us, the remuneration paid to the Managing Director during the year is in accordance with the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 2 (xii) of the Order is not applicable to the Company.



- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- 16) On the basis of our examination of records and according to the information and explanations given to us, the company is required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

**For Bandyopadhyay & Dutt  
Chartered Accountants  
Firm Registration No. 325116E**

**(CA P K Bandyopadhyay)  
Partner  
Membership No.055658  
UDIN : 20055658AAAAAQ8287**

**Place: Kolkata  
Date: 28/06/2021.**



**Annexure “B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Indian Base Metals Company Limited**

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

We have Audited the Internal Financial Controls over Financial Reporting of **Indian Base Metals Company Limited** (“the Company”) as of March 31, 2021 in conjunction with our Audit of the Standalone Financial Statements of the Company for the year ended on that date.

**MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an Audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the Audit to obtain reasonable assurance about whether adequate Internal Financial Controls over Financial Reporting was established and maintained and if such controls operated effectively in all material respects.





Our Audit involves performing procedures to obtain Audit evidence about the adequacy of the Internal Financial Controls System over Financial Reporting and their operating effectiveness. Our Audit of Internal Financial Controls over Financial Reporting included obtaining an understanding of Internal Financial Controls over Financial Reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor's 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 evidences 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Bandyopadhyay & Dutt  
Chartered Accountants  
Firm Registration No. 325116E**

**(CA P K Bandyopadhyay)  
Partner  
Membership No.055658  
UDIN : 21055658AAAAAQ8287**

**Place: Kolkata  
Date: 28/06/2021**



**AUDITORS REPORT IN TERMS OF NON-BANKING FINANCIAL COMPANIES AUDITOR'S REPORT  
(RESERVE BANK) DIRECTIONS, 2016**

To,  
The Board of Directors  
**Indian Base Metals Company Ltd**  
240B A J C Bose Road, 2<sup>nd</sup> Floor  
Kolkata – 700020.

As required by the Non-Banking Financial Companies Auditors Report (Reserve Bank) Directions, 2016 (“the Directions”) issued by the Reserve Bank of India (“the Bank”) in exercise of powers conferred by Section 45MA of the Reserve Bank of India Act, 1934, and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we hereby report that:

A) In the case of All Non-Banking Financial Companies

1. The Company is engaged in the business of a non-banking financial institution and has obtained a certificate of registration (COR) from the Bank.
2. The Company is holding COR issued by the Bank. The Company's financial assets are more than 50% of total assets (netted by intangible assets) and its income from financial assets are 100% of gross Income as on **31<sup>st</sup> March, 2021**.
3. The Company has meet the requirement of net owned fund (NOF) as laid down in Master Direction – Non Banking Financial Company – Non-systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 as on 31-03-2021

B) In the case of a Non –Banking Financial Company Accepting/Holding Public Deposits

The Company being a non banking financial company not accepting/holding public deposits Para 3 (B) of the Directions is not applicable.

C) In the case of a Non-Banking Financial Company Not Accepting/Holding Public Deposits

1. The Board of Directors have duly passed a resolution on 01.04.2020 for the non acceptance of the “public deposits”.
2. The Company has not accepted any “public deposit” during the year under review for the financial year ended 31<sup>st</sup> March, 2021.
3. The Company has complied with the Prudential Norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as far as applicable to it in terms of Non-Banking Financial Company–Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016.



4. The Company being a Non-systematically Important taking Company Para 3(c)(iv) Of the Directions is not applicable.
5. The Company is not carrying on the business of Micro Finance Institution, hence classification as NBFC Micro Finance Institutions (MFI) as defined in the Non Banking Financial Company – Non-systematically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 with reference to the business carried on by it during the financial year under review is not applicable.

**For Bandyopadhyay & Dutt  
Chartered Accountants  
Firm Registration No. 325116E**

**(CA P K Bandyopadhyay)  
Partner  
Membership No.055658  
UDIN : 21055658AAAAAU4127**

**Place: Kolkata  
Date: 28/06/2021**



**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2021**

(Amount in Rs.)

Particulars	Note	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment	4	9,562	22,389
(b) Financial Assets			
(i) Investments	5	1,95,81,990	1,93,73,921
(ii) Loans	6	3,38,16,758	3,32,23,050
<b>Total Non - Current Assets (I)</b>		<b>5,34,08,310</b>	<b>5,26,19,360</b>
<b>Current Assets</b>			
(a) Financial Assets			
(i) Trade Receivables		--	--
(ii) Cash and Cash Equivalents	7	15,276	19,978
(b) Other Current Assets	8	25,26,094	17,99,321
<b>Total Current Assets (II)</b>		<b>25,41,370</b>	<b>18,19,299</b>
<b>TOTAL ASSETS (I+II)</b>		<b>5,59,49,680</b>	<b>5,44,38,659</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
(a) Equity Share Capital	9	3,00,13,000	3,00,13,000
(b) Other Equity	10	2,38,12,549	2,23,64,686
<b>Total Equity (III)</b>		<b>5,38,25,549</b>	<b>5,23,77,686</b>
<b>LIABILITIES</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities		--	--
(b) Deferred Tax Liabilities (Net)	11	38,226	821
<b>Total Non - Current Liabilities (IV)</b>		<b>38,226</b>	<b>821</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities		--	--
(b) Other Current Liabilities	12	78,738	5,30,194
(c) Provisions	13	20,07,167	15,29,958
<b>Total Current Liabilities (V)</b>		<b>20,85,905</b>	<b>20,60,152</b>
<b>EQUITY AND LIABILITIES (III+IV+V)</b>		<b>5,59,49,680</b>	<b>5,44,38,659</b>

Accompanying Notes 1 to 30 are an integral part of the Financial Statements

For **BANDYOPADHYAY & DUTT**  
Chartered Accountants  
Firm Reg. No. : 325116E

On behalf of the Board of Directors

(CA P K Bandyopadhyay)  
Partner  
Membership No. 055658  
Place: Kolkata  
Date : 28<sup>th</sup> June, 2021

Ramesh Bansal  
Managing Director & CFO  
DIN: 00420589

Santosh Kumar Agarwal  
Director  
DIN:00420655



**STATEMENT OF PROFIT AND LOSS AS AT 31<sup>st</sup> MARCH 2021**

(Amount in Rs.)

Sl. No.	Particulars	Note	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
I	Revenue from Operations	14	32,37,817	66,23,078
II	Other Income	15	80,270	24,04,568
III	<b>TOTAL</b>		<b>33,18,087</b>	<b>90,27,646</b>
IV	<b>EXPENSES</b>			
	Cost of Services Rendered		--	--
	Employee Benefits Expense	16	9,64,405	4,32,658
	Depreciation and Amortisation Expense	4	12,827	3,491
	Other Expenses	17	5,68,275	10,66,280
	<b>TOTAL</b>		<b>15,45,507</b>	<b>15,02,429</b>
V	Profit/(Loss) Before Exceptional Items and Tax		17,72,580	75,25,217
VI	Exceptional Items		--	--
VII	<b>Profit before extraordinary items and tax(V-VI)</b>		<b>17,72,580</b>	<b>75,25,217</b>
VIII	Tax Expense			
	(1) Current Tax		4,25,000	14,00,000
	(2) Earlier Year Tax		992	(7,455)
	(3) Deferred Tax		1,348	821
	<b>Total Tax Expense</b>		<b>4,27,340</b>	<b>13,93,366</b>
IX	<b>Profit for the year</b>		<b>13,45,240</b>	<b>61,31,851</b>
X	Other Comprehensive Income / (Loss)			
	Items that will not be reclassified to the Statement of Profit and Loss			
	(i) Remeasurements of Investments		--	1,201
	(ii) Gain/(Loss) on change in fair value of Equity instruments		1,38,681	--
	(iii) Income Tax relating to items that will not be reclassified		(36,057)	--
	<b>Total Other Comprehensive Income / (Loss)</b>		<b>1,02,624</b>	<b>1,201</b>
XI	<b>Total Comprehensive Income for the year (IX + X)</b>		<b>14,47,864</b>	<b>61,33,052</b>
XII	Earnings Per Equity Share :			
	<b>Basic and Diluted</b>	<b>18</b>	<b>0.48</b>	<b>2.04</b>

Accompanying Notes 1 to 30 are an integral part of the Financial Statements

For BANDYOPADHYAY & DUTT  
Chartered Accountants  
Firm Reg. No. : 325116E

On behalf of the Board of Directors

(CA P K Bandyopadhyay)  
Partner  
Membership No. 055658  
Place: Kolkata  
Date : 28<sup>th</sup> June, 2021

Ramesh Bansal  
Managing Director & CFO  
DIN: 00420589

Santosh Kumar Agarwal  
Director  
DIN:00420655



**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

(Amount in Rs.)

Particulars	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
<b>A. Cash Flows from Operating Activities</b>		
Profit Before Tax	17,72,579.89	75,26,418.12
<b>Adjustment for :</b>		
Depreciation and Amortization Expense	12827.00	3,491.00
Doubtful and Bad Debts, Advances, Loans and Deposits	--	--
(Profit)/loss on derecognition of Property, plant and equipment	--	--
Finance costs	--	--
Liabilities No Longer Required written back	--	--
Unrealised Foreign Exchange Gain ( Net )	--	--
Dividend Income	--	--
Interest Income	--	--
Provision for Diminution in value of Stock	--	--
Other Comprehensive Income	--	(1,201.03)
Interest Income on Income Tax Refund	--	--
<b>Operating profit before working capital changes</b>	<b>17,85,406.89</b>	<b>75,28,708.09</b>
Changes in working capital :		
(Increase) / Decrease in Trade Receivables, Loans, Advances and Other Assets	--	--
(Increase) / Decrease in Inventories	--	--
Increase in Other Bank Balances (Deposits with original maturity period of more than three months)	--	--
(Increase) / Decrease in Current assets	(7,26,773.00)	(6,94,162.00)
Increase / (Decrease) in Trade Payables, Other Liabilities and Provisions	(3,99,247.00)	4,39,044.00
<b>Cash generated/(used) in operations</b>	<b>6,59,386.89</b>	<b>72,73,590.09</b>
Income Tax Paid (Net)	(992.00)	(7,48,338.00)
<b>Net Cash used in Operating Activities</b>	<b>6,58,394.89</b>	<b>65,25,252.09</b>
<b>B. Cash flows from Investing Activities</b>		
Purchase of Property, Plant and Equipment, Intangibles etc.	--	23,800.00
Interest Received	--	--
Dividend Received	--	--
Sale / (Purchase) of investments (net)	(69,389.28)	--
Proceeds from Sale of property, plant and equipment	--	--
<b>Net Cash used in Investing Activities</b>	<b>(69,389.28)</b>	<b>23,800.00</b>
<b>C. Cash Flows from Financing Activities</b>		
Proceeds from Long Term Borrowings(Net)	(5,93,708.00)	(67,11,922.00)
Proceeds from Share Warrant Issued	--	--
Interest paid (net of foreign exchange fluctuation)	--	--
<b>Net Cash generated from Financing Activities</b>	<b>(5,93,708.00)</b>	<b>(67,11,922.00)</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>(4,702.39)</b>	<b>(1,62,869.91)</b>
<b>Cash &amp; Cash Equivalents at the beginning of the year</b>	<b>19978.1</b>	<b>1,82,848.00</b>
<b>Cash and Cash Equivalents at the end of the period (refer note 7)</b>	<b>15275.71</b>	<b>19,978.10</b>



Particulars	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020
Note :		
Components of Cash and Cash Equivalents:		
Cash on hand	6,728.57	5,221.57
Cheques in Hand		
Balances with Banks - in Current Account	8,547.17	14,756.53
Balances with Banks - in Deposit Accounts		
	<b>15,275.74</b>	<b>19,978.10</b>

1. The above Cashflow Statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (IND AS) 7 on Statement of Cashflows
2. Cash and Cash Equivalents do not include any amount which is not available to the Company for its use
3. Figures in brackets represent cash outflow from respective activities

Accompanying Notes 1 to 30 are an integral part of the Financial Statements

For BANDYOPADHYAY & DUTT  
Chartered Accountants  
Firm Reg. No. : 325116E

On behalf of the Board of Directors

(CA P K Bandyopadhyay)  
Partner  
Membership No. 055658  
Place: Kolkata  
Date : 28<sup>th</sup> June, 2021

Ramesh Bansal  
Managing Director & CFO  
DIN: 00420589

Santosh Kumar Agarwal  
Director  
DIN:00420655





STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021

A. Equity Share Capital

Particulars	No of shares	Amount (Rs.)
Balance as at April 1, 2020	30,01,300	3,00,13,000
Proceeds from issue of shares held in abeyance	-	-
Balance as at March 31, 2021	30,01,300	3,00,13,000

B. Other Equity (refer note 10)

(Amount in Rs.)

Particulars	Reserves and Surplus		Other Comprehensive Income	Total (Rs.)
	Statutory Reserve	Retained Earnings	Equity Instrument through Other Comprehensive Income	
Balance as at April 1, 2020	28,40,932	1,85,55,545	9,68,208	2,23,64,685
Profit for the year	--	13,45,240	--	13,45,240
Add: Transfer from/(to) Surplus in P/L Account	--	--	--	--
Add: Transfer from/(to) Statutory Reserve	2,69,048	(2,69,048)	--	--
Other comprehensive income /(loss) for the year	--	--	1,02,624	1,02,624
<b>Total comprehensive income/(loss) for the year</b>	<b>2,69,048</b>	<b>10,76,192</b>	<b>1,02,624</b>	<b>14,47,864</b>
<b>Balance as at March 31, 2021</b>	<b>31,09,980</b>	<b>1,96,31,737</b>	<b>10,70,832</b>	<b>2,38,12,549</b>
Balance as at April 1, 2019	16,14,563	1,36,50,064	9,67,007	1,62,31,634
Profit for the year	--	61,31,851	--	61,31,851
Add: Transfer from/(to) Surplus in P/L Account	--	--	--	--
Add: Transfer from/(to) Statutory Reserve	12,26,370	(12,26,370)	--	--
Other comprehensive income /(loss) for the year	--	--	1,201	1,201
<b>Total comprehensive income/(loss) for the year</b>	<b>12,26,370</b>	<b>49,05,481</b>	<b>1,201</b>	<b>61,33,052</b>
<b>Balance as at March 31, 2020</b>	<b>28,40,933</b>	<b>1,85,55,545</b>	<b>9,68,208</b>	<b>2,23,64,686</b>

For BANDYOPADHYAY & DUTT  
Chartered Accountants  
Firm Reg. No. : 325116E

On behalf of the Board of Directors

(CA P K Bandyopadhyay)  
Partner  
Membership No. 055658  
Place: Kolkata  
Date : 28<sup>th</sup> June, 2021

Ramesh Bansal  
Managing Director & CFO  
DIN: 00420589

Santosh Kumar Agarwal  
Director  
DIN:00420655



**Indian Base Metals Co. Limited  
Notes to Financial Statement**

**1. Corporate Information**

Indian Base Metals Co. Limited is a Public incorporated on 24<sup>th</sup> June, 1971. It is classified as Non-Government Company and is registered at Registrar of Companies, Kolkata.

The company has been formed with an objective to carry on and undertake the business of trading/manufacturing activities in various metal ferrous and non ferrous and related investment in those areas. Presently the company's activity is restricted to non banking finance company(ND).

**2. Significant Accounting Policies**

**2.1 Statement of Compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013.

The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

**2.2 Basis of Preparation**

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, leasing transactions that are within the scope of Ind AS 17 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.



### 2.3 Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents; the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

### 2.4 Property, Plant and Equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment.

The estimated useful lives of property, plant and equipment of the Company are as follows:

Assets Category	Estimated Useful Life
<i>Tangible Assets</i>	
Computer Hardware – End user devices such as laptop, desktop etc.	3 years
Other Computer Hardware - Server & Networks	6 years
Office Equipment	5 years
Furniture and Fittings	10 years
Data Centre Infrastructure	6 years
Electrical Installation	10 years
Fixed Assets costing less than Rs. 5,000/-	1 year

### 2.5 Intangible Assets

Intangible Assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

- for assets acquired in a business combination or by way of a government grant, at fair value on the date of acquisition/grant



b. for separately acquired assets, at cost comprising the purchase price (including import duties and non-refundable taxes) and directly attributable costs to prepare the asset for its intended use.

Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognized as of April 1, 2017 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

The useful life of an intangible asset is considered finite where the rights to such assets are limited to a specified period of time by contract or law (e.g. patents, licences, trademarks, franchise and servicing rights) or the likelihood of technical, technological obsolescence (e.g. computer software, design, prototypes) or commercial obsolescence (e.g. lesser known brands are those to which adequate marketing support may not be provided). If, there are no such limitations, the useful life is taken to be indefinite.

Intangible assets that have finite lives are amortized over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortized.

## **2.6 Impairment**

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.



## **2.7 Inventories**

Inventories are stated at lower of cost and net realisable value. The cost is calculated on weighted average method. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realisable value is the estimated selling price less estimated costs for completion and sale.

Obsolete, slow moving and defective inventories are identified from time to time and, where necessary, a provision is made for such inventories.

## **2.8 Foreign Currency Transactions**

The functional and presentation currency of the Company is Indian Rupees.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

## **2.9 Investment in Subsidiaries, Associates and Joint Ventures**

Investment in subsidiaries, associates and joint ventures are carried at cost less accumulated impairment, if any.

## **2.10 Financial instruments, Financial assets, Financial liabilities and Equity Instruments**

### **Financial Assets**

Recognition: Financial assets include Investments, Trade Receivables, Advances, Security Deposits, Cash and Cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss



Classification: Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/ or interest.

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

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade Receivables, Advances, Security Deposits, Cash and Cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment: The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.



Reclassification: When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concurrently, if the asset is one that is measured at:

- (a) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;
- (b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

#### **Financial Liabilities**

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption/ settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

#### **Offsetting Financial Instruments**

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.



### **2.11 Equity Instruments**

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

### **2.12 Revenue**

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable. Revenue from services is recognised in the periods in which the services are rendered.

Interest Income is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is recorded using effective interest rate on the deployment of surplus funds is recognised using the time-proportion method, based on interest rates implicit in the transaction.

### **2.13 Employee Benefits**

The Company makes contributions to both defined benefit and defined contribution schemes which are mainly administered through duly constituted and approved Trusts.

Company's contributions towards Provident Fund with respect to employees, paid/payable during the period to the Provident Fund Authority, are charged to the Statement of Profit and Loss. Contributions to Employees State Insurance Corporation are charged to the Statement of Profit and Loss.

The Company also makes contribution to defined benefit gratuity plan. The cost of providing benefits under the defined benefit obligation is calculated by independent actuary using the projected unit credit method. Service costs and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re-measurements are recognised immediately through other comprehensive income in the period in which they occur.





The employees of the Company are entitled to compensated leave for which the Company records the liability based on actuarial valuation computed using projected unit credit method. These benefits are unfunded.

#### **2.14 Taxes on Income**

Taxes on income comprises current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

Deferred tax assets and liabilities are offset when there is 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 entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Tax Credit is recognized in respect of Minimum Alternate Tax (MAT) as per the provisions of Section 115JAA / 115JB of the Income Tax Act, 1961 based on convincing evidence that the Company will recover the same against normal income tax within the statutory time frame which is reviewed at each Balance Sheet Date.



### **2.15 Claims**

Claims against the Company not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

### **2.16 Provisions**

Provisions are recognised when, as a result of a past event, the Company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

### **2.17 Operating Segments**

Operating segments are reported in a manner consistent with the accounting policies adopted. Based on such the Company operates in one operating segment.

## **3. Use of Estimates and Judgements**

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis.

Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.



### **3.1 Judgements in applying accounting policies**

The judgements, apart from those involving estimations (see note below), that the Company has made in the process of applying its accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of intangible assets. Refer Note 2.5 to the financial statements.

### **3.2 Key sources of estimation uncertainty**

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

### **3.3 Useful lives of property, plant and equipment and intangible assets:**

As described in the significant accounting policies, the Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period

### **3.4 Fair value measurements and valuation processes:**

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. Fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability. The Company engages third party valuers, where required, to perform the valuation.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in the notes to the financial statements.



### **3.5 Actuarial Valuation:**

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depend upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

### **3.6 Claims, Provisions and Contingent Liabilities:**

The Company has ongoing litigations with various regulatory authorities and third parties. Where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

### **3.7 Inventory Obsolescence:**

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Company estimates the net realizable value for such inventories based primarily on the latest invoice prices and current market conditions. The Company carries out an inventory review at each balance sheet date and makes provision against obsolete and slow-moving items. The Company reassesses the estimation on each balance sheet date.

### **3.8 Impairment of Financial Assets:**

The Company assesses impairment based on expected credit losses (ECL) model on trade receivables.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable. At every reporting date, the historically observed default rates are updated.



**Note No. 4 - Property, Plant & Equipment**

(Amount in Rs.)

Description	Rate of Dep.	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		As At 01.04.20	Additions / (Deduction)	As At 31.03.21	As At 01.04.20	For The Year	Adjustment	As At 31.03.21	As At 31.03.21	As At 31.03.2020
<u>Tangible Assets</u>										
Computer	63.16%	65,400	-	65,400	43,011	12,827	-	55,838	9,562	22,389
Total	63.16%	65,400	-	65,400	43,011	12,827	-	55,838	9,562	22,389
Previous Year		41,600	23,800	65,400	43,011	-	-	43,011	22,389	-

**Note No. 5 - Non- Current Investment**

(Amount in Rs.)

Particulars	As At 31 <sup>st</sup> March 2021		As At 31 <sup>st</sup> March 2020	
	Nos.	Amount (Rs.)	Nos.	Amount (Rs.)
<b>QUOTED SHARES ( Fully Paid up) at FVTPL</b>				
Hindustan Motor Ltd.	1,200	7,560	1,700	5,168
JCT Ltd.	1,713	1,867	1,713	1,353
MRPL Ltd.	-	-	1,000	23,100
Sanghi Polysters Ltd.	100	1	100	1
Butterfly Gandhimati Appliances Ltd.	34	1	34	3,293
Life Line Drug (Injects) Ltd.	1,000	1	1,000	1
Nihon Nirman Ltd.	4,712	1	4,712	1
Resonance Specialties Limited	800	1	800	1
Cosmos Spinning Ltd.	1,000	1	1,000	1
Ravitej Export Ltd.	1,000	1	1,000	1
Enkay Texofood India Ltd.	200	1	200	1
Orkey Silk Mills Ltd.	1,000	1	1,000	1
ATV Projects India Ltd.	150	594	150	405
Malanpur Steel Ltd.	389	1	389	1
Adani Power Ltd.	500	44,750	500	13,875
Ganges Security Ltd	-	-	433	10,803
Magadh Sugar and Energy Ltd	-	-	546	36,746
Avadh Sugar and Energy Ltd	-	-	368	43,663
Assam Co Ltd.	3,000	1,620	3,000	1
Balrampur Chinni	1,035	2,12,900	-	-
DLF Ltd	100	27,984	-	-
ONGC Ltd	474	49,201	-	-
	-	<b>3,46,486</b>	-	<b>1,38,416</b>
Less: Diminution in the Value of Quoted Shares	-	-	-	-
<b>Total Value of Quoted Shares</b>	-	<b>3,46,486</b>	-	<b>1,38,416</b>
<b>UNQUOTED SHARES (Fully paid up) at FVOCI</b>				
Rahimpur Tea Co. Ltd.	95,500	62,60,744	95,500	62,60,744
Simulbarie Tea Co. Pvt. Ltd.	16,824	10,95,950	16,824	10,95,950
Bihar Bengal Tea Co. Pvt. Ltd.	40,000	19,63,978	40,000	19,63,978
Bansal Agro & Tea Mfg. Pvt Ltd.	1,80,400	99,14,832	1,80,400	99,14,832
		<b>1,92,35,505</b>		<b>1,92,35,505</b>



Particulars	As At 31 <sup>st</sup> March 2021		As At 31 <sup>st</sup> March 2020	
	Nos.	Amount ( Rs.)	Nos.	Amount ( Rs.)
Less: Dimunation in the Value of Unquoted shares	-	-	-	-
<b>Total Value of Unquoted Shares</b>		<b>1,92,35,505</b>		<b>1,92,35,505</b>
<b>Total Investment</b>		<b>1,95,81,990</b>		<b>1,93,73,921</b>

**Note No. 6 – Loans**

(Amount in Rs.)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non-Current		
Loans & Advances	-	-
<b>(Unsecured; Considered good)</b>	-	-
Inter Corporate Advances	-	-
<b>Related parties</b>		
Mogulkata Tea Co Pvt Ltd., Kolkata	18,19,499	1,29,62,124
<b>Other than related Parties</b>		
Mangalbela Real Estate Pvt Ltd, Kolkata	2,26,75,115	-
Minar Builders Pvt Ltd, Kolkata	67,35,240	-
Sanwaria Appartments Pvt Ltd, Kolkata	25,86,904	-
Bijoyagar Tea Co. Ltd. Kolkata	-	1,29,01,122
Kamala Tea Co. Ltd. Kolkata	-	73,59,804
<b>Unsecured; Considered Doubtful</b>		
Khatan Foods Pvt Ltd, Jaipur	44,02,699	44,02,699
Camellia Tea Group Pvt. Ltd.Kol	-	-
	<b>44,02,699</b>	<b>44,02,699</b>
Less: Provision for Doubtful	(44,02,699)	(44,02,699)
<b>Total</b>	<b>3,38,16,758</b>	<b>3,32,23,050</b>

**Note No. 7 – Cash and Bank Balances**

(Amount in Rs.)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Bank Balance		
Balance with Schedule Bank	8,547	14,757
Cash in Hand	6,729	5,222
	<b>15,276</b>	<b>19,978</b>

**Note No. 8 – Other Current Assets**

(Amount in Rs.)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Current		
Advance to Employee	4,20,746	4,50,798
<b>Balance with Revenue Authorities</b>		
- Income Tax Advance	21,05,348	13,48,523
<b>Total</b>	<b>25,26,094</b>	<b>17,99,321</b>

**Note No. 9 – Share Capital**

a) Details of the Authorised, Issued, Subscribed and Paid up Share Capital have been depicted in the table below:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Number	Amount in Rs.	Number	Amount in Rs.
<b>Authorised</b>				
Equity Shares, Rs 10/- par value per share	33,00,000	3,30,00,000	33,00,000	3,30,00,000
4% Non-Cumulative Preference Shares Rs. 100/- par value per share	20,000	20,00,000	20,000	20,00,000
	<b>33,20,000</b>	<b>3,50,00,000</b>	<b>33,20,000</b>	<b>3,50,00,000</b>
<b>Issued, Subscribed &amp; Fully Paid up</b>				
Equity Shares, Rs 10/- par value per share	30,01,300	3,00,13,000	30,01,300	3,00,13,000
	<b>30,01,300</b>	<b>3,00,13,000</b>	<b>30,01,300</b>	<b>3,00,13,000</b>

b) Reconciliation of Equity shares outstanding:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Number	Amount in Rs.	Number	Amount in Rs.
Shares outstanding at the beginning of the year	30,01,300	3,00,13,000	30,01,300	3,00,13,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>30,01,300</b>	<b>3,00,13,000</b>	<b>30,01,300</b>	<b>3,00,13,000</b>

The Company has only one class of shares referred to as equity shares having a par value of Rs 10 per share. Each holder of the equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Shareholders holding more than 5% Equity Shares each in the Company

Name of the Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Bansal Agro & Tea Manufacture Pvt. Ltd.	8,80,000	29	8,80,000	29



**Note No. 10 – Other Equity**

(Amount in Rs.)

Particulars	As at	As at
	31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2020
<b>a) Statutory Reserve</b>		
Balance as per last accounts	28,40,933	16,14,563
Add: Transfer from Surplus/Deficit	2,69,048	12,26,370
<b>Closing Balance</b>	<b>31,09,981</b>	<b>28,40,933</b>
<b>b) Retained Earnings</b>		
Balance as per last accounts	1,85,55,545	1,36,50,064
Net Profit/(Loss) for the Year/Period	13,45,240	61,31,851
	<b>1,99,00,785</b>	<b>1,97,81,915</b>
Less: Transfer to Statutory Reserve	(2,69,048)	(12,26,370)
<b>Closing Balance</b>	<b>1,96,31,737</b>	<b>1,85,55,545</b>
<b>c) Other comprehensive income</b>		
<b>Balance as per last accounts</b>	<b>9,68,208</b>	<b>9,67,007</b>
(ii) Gain/(Loss) on change in fair value of Equity instruments	1,38,681	1,201
Income Tax relating to items that will not be reclassified	(36,057)	-
<b>Closing Balance</b>	<b>10,70,832</b>	<b>9,68,208</b>
<b>Total</b>	<b>2,38,12,549</b>	<b>2,23,64,686</b>

**Note No. 11 – Deferred Tax Liabilities**

(Amount in Rs.)

Particulars	As at	As at
	31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2020
Temporary Difference on carrying value of assets and Tax base	2,169	821
Income Tax relating to items that will not be reclassified	36,057	-
<b>Total</b>	<b>38,226</b>	<b>821</b>





**Note No. 12 – Other Current Liabilities**

(Amount in Rs.)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>Other Liabilities</b>		
Audit Fees Payable	54,700	77,200
Santosh Kr Kanodia	-	2,75,900
Vishal Goenka	-	51,144
Amber Ahmad & Associates, Kolkata	-	66,900
Rent Payable	-	24,000
<b>Statutory Liabilities</b>		
- Professional Tax	350	350
- TDS Payable	23,688	34,700
<b>Total</b>	<b>78,738</b>	<b>5,30,194</b>

**Note No. 13 – Provisions**

**(A) Current**

(Amount in Rs.)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for Standard Assets	1,35,267	83,058
Provision for Taxation	18,71,900	14,46,900
<b>Total</b>	<b>20,07,167</b>	<b>15,29,958</b>

**Note No. 14 – Revenue from Operations**

(Amount in Rs.)

Particulars	Year Ended 31st March, 2021	Year Ended 31st March, 2020
Interest on Loan	32,37,817	66,23,078
<b>Total</b>	<b>32,37,817</b>	<b>66,23,078</b>

**Note No. 15 – Other Income**

(Amount in Rs.)

Particulars	Year Ended 31st March, 2021	Year Ended 31st March, 2020
Dividend	8,572	-
Miscellaneous Income	-	4,568
Profit on Sale of Shares	71,697	-
Bad Debt Recovery	-	24,00,000
<b>Total</b>	<b>80,270</b>	<b>24,04,568</b>



**Note No. 16 – Employee Benefits Expense**

(Amount in Rs.)

Particulars	Year Ended	Year Ended
	31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2020
Salary	5,92,433	3,98,078
Salary to Director	3,00,000	-
Employee Insurance	6,196	4,340
Bonus	45,151	30,240
Staff Welfare	20,625	-
<b>Total</b>	<b>9,64,405</b>	<b>4,32,658</b>

**Note No. 17 – Other Expenses**

(Amount in Rs.)

Particulars	Year Ended	Year Ended
	31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2020
Audit Fees – Statutory	47,200	54,400
Bank Charges and Other Interest	521	1,499
Conveyance	974	1,878
Internal Audit Fee	7,500	30,000
Filing Fees	2,450	16,450
Legal and Professional Expenses	2,82,600	7,50,720
Rates and Taxes	6,800	10,050
Share Trading Exp	1,770	-
Printing and Stationery	-	45,938
AGM Expenses	35,400	-
Provision for Doubtful Debts	-	-
Provision for Standard Assets	52,209	16,645
Repair and Maintenance	20,675	6,195
Membership Fees	53,069	76,187
Tea & Tiffin Expenses	9,920	9,121
Result Publishing Exp	18,817	19,757
General Exp	50	3,440
Rent	28,320	24,000
<b>Total</b>	<b>5,68,275</b>	<b>10,66,280</b>



**Note No. 18 – Earnings Per Equity Share**

Particulars	Year Ended 31 <sup>st</sup> March, 2021	Year Ended 31 <sup>st</sup> March, 2020
Net Profit/(Loss) after Tax attributable to Equity Shareholders(Rs.)	14,47,864	61,33,052
Weighted Average number of Equity Shares outstanding	30,01,300	30,01,300
Nominal Value per Equity Share (Rs.)	10/-	10/-
Basic and Diluted Earnings per Equity Share (Re.)*	0.48	2.04

\* Since there are no Dilutive Potential Equity Shares, the Diluted earnings per Equity Share remain same as the Basic Earnings per Equity Share.

**Note No. 19 – Disclosure pursuant to Accounting Standard IND AS 24 - Related Party Disclosures**

Related party disclosures as per IND AS 24, issued by the Institute of Chartered Accountants of India.  
Summary of Transactions with Related Parties:

**1. Key Managerial Personnel:**

Mr. Ramesh Bansal – Managing Director & CFO.  
Mr. Vishal Goenka, Company Secretary from 13/01/2020 onwards.

**2. Enterprises owned or significantly influenced by KMP or their Relatives:**

Mogulkata Tea Co Pvt Ltd.  
Bansal Agro Beverages Pvt Ltd.

**3. Summary of Transactions with Related Parties:**

Name of the related party	Interest Received	Loan Given	Loan Repaid	(Amount in Rs.) Balance as at 31.03.2021
Mogulkata Tea Co Pvt Ltd.	635,001	1950,000	13,72,7626	18,19,499

Nature of Transaction	Associates	Key Management Personnel	Total (31/03/2021)	Total (31/03/2020)
Rent Paid	28,320	-	28,320	24,000
Remuneration	-	743,968	743,968	203,032



**Note No. 20 – Interest income and expenses recognition using EIR on financial assets and liabilities at amortised cost**

Under Previous GAAP, all financial assets and financial liabilities were carried at cost. Under Ind AS, certain financial assets and financial liabilities are subsequently measured at amortised cost which involves the application of effective interest method. In applying the effective interest method, an entity identifies fees that are an integral part of the effective interest rate of a financial instrument. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of the financial asset or financial liability.

**Expected credit loss**

Under Previous GAAP, provision for doubtful debts was recognised based on the estimates of the outcome and of the financial effect of contingencies determined by the management of the company. This judgement was based on consideration of information available up to the date on which the financial statements were approved.

Under Ind AS, a loss allowance for expected credit losses is recognised on financial assets carried at amortized cost. Expected loss on individually significant receivables is assessed when they are past due and based on company's historical counterparty default rates.

**Fair valuation of Investment**

Under Previous GAAP, the Company accounted for long term investments in unquoted and quoted equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments. Under Ind AS, the Group has designated such investments as FVOCL investments. Ind AS requires FVOCL investments to be measured at fair value.

**Note No. 21 – CAPITAL MANAGEMENT**

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains a strong capital base by maximizing shareholders' wealth, safeguarding business continuity and augmenting its internal generations with a judicious use of borrowing facilities to fund spikes in working capital that arise from time to time as well as requirements to finance business growth.



The Company determines the amount of capital required on the basis of annual business plan. The funding needs are met through cash generated from operations, long term and short term borrowings from banks and financial institutions.

The table below summarises the capital, net debt and net debt to equity ratio of the Company.

Particulars	(Amount in Rs.)	
	As at 31.03.2021	As at 31.03.2020
Equity Share Capital	3,00,13,000	3,00,13,000
Other Equity	2,38,12,549	2,23,64,686
Total Equity (A)	5,38,25,549	5,23,77,686
Non Current Borrowings	-	-
Current Borrowings	-	-
Gross Debts(B)	-	-
Total Capital (A+B)	5,38,25,549	5,23,77,686
Gross Debt as above	-	-
Less: Cash and Cash Equivalents	15,276	19,978
Less: Other Balances with Bank (including non-current earmarked balances)	-	-
Net Debt (C)	(15,276)	(19,978)
Net Debt to Equity	-	-

Net debt to equity as at 31.03.2021 and 31.03.2020 has been computed based on closing equity.

## **Note No. 22 – FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of Financial asset, Financial liability and equity instrument are disclosed in Note 2 to 13 to the financial statements.

### **Categories of Financial Instruments**



(Amount in Rs.)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets				
a) Measured at amortised cost				
i) Cash and cash equivalents	15,276	15,276	19,978	19,978
ii) Other bank balances			-	-
iii) Trade Receivables			-	-
iv) Loans	3,38,16,758	3,38,16,758	3,32,23,050	3,32,23,050
v) Investments	1,95,81,990	1,95,81,990	1,93,73,921	1,93,73,921
vi) Other financial assets				
<b>Sub-total</b>	<b>5,34,14,024</b>	<b>5,34,14,024</b>	<b>5,26,16,949</b>	<b>5,26,16,949</b>
b) Measured at Fair value through Profit or Loss	-	-		
i) Investments	-	-	-	-
Sub-total	-	-	-	-
c) Measured at Cost	-	-		
i) Investment in Subsidiaries	-	-	-	-
Sub-total	-	-	-	-
<b>Total financial assets</b>	<b>5,34,14,024</b>	<b>5,34,14,024</b>	<b>5,26,16,949</b>	<b>5,26,16,949</b>
Financial liabilities	-	-		
a) Measured at amortised cost	-	-		
i) Payables	-	-	-	-
ii) Borrowings	-	-	-	-
iii) Other financial liabilities	-	-	-	-
Total financial liabilities	-	-	-	-

**Note No. 23 – Fair value hierarchy**

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.



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

Valuation techniques with significant unobservable inputs (Level 3): If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and investment in Alternate Investment Funds included in level 3.

Fair value of Cash and Cash Equivalents, other Bank balances, trade Receivables, Loans and their Current Financial assets, short term borrowing from body corporates, Trade Payables and Other current financial liabilities considered to be equal to the carrying amount of these items due to their short term nature.

**Note No. 24 – Financial risk management objectives**

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company continues to focus on a system-based approach to business risk management. The Company's financial risk management process seeks to enable the early identification, evaluation and effective management of key risks facing the business. Backed by strong internal control systems, the current Risk Management System rests on policies and procedures issued by appropriate authorities; process of regular reviews / audits to set appropriate risk limits and controls; monitoring of such risks and compliance confirmation for the same.

**a) Market risk**

The Company's Financial Instruments are exposed to market changes. The Company is exposed to the following significant market risk:

Foreign Currency Risk

Interest Rate Risk



**b) Liquidity risk**

Liquidity risk is the risk that the Company does not have sufficient financial resources to meet its obligations as they fall due, or will have to do so at an excessive cost. This risk arises from mismatches in the timing of cash flows which is inherent in all finance driven organisations and can be affected by a range of Company-specific and market-wide events.

The Company mitigates its liquidity risks by ensuring timely collections of its trade receivables and close monitoring of its credit cycle. The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date.

(Amount in Rs.)

	As at 31.03.2021		As at 31.03.2020	
	Current	Non-Current	Current	Non-Current
<b>A: Financial assets</b>				
i) Cash and cash equivalents	15,275.74	-	19,978.10	-
ii) Other bank balances	-	-	-	-
iii) Trade receivables	-	-	-	-
iv) Loans		<b>3,38,16,758.00</b>		3,32,23,050.00
v) Investments	-	1,95,81,990.40	-	1,93,73,920.53
vi) Other financial assets			-	-
<b>Total</b>	<b>15,275.74</b>	<b>5,33,98,748.40</b>	<b>19,978.10</b>	<b>5,25,96,970.53</b>
<b>B: Financial liabilities</b>				
i) Borrowings	-	-	-	-
ii) Trade payables	-	-	-	-
iii) Other financial liabilities			-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**c) Credit risk**

Credit risk is the risk that the Company will incur a loss because its customers or counterparties fail to discharge their contractual obligations.

The Company has its policies to limit its exposure to credit risk arising from outstanding receivables. Management regularly assess the credit quality of its customers, on the basis which the terms of payment are decided. Credit limits are set for each customer which are reviewed at periodic intervals.





**Note No. 25** – Disclosure in terms of paragraph 19 of Non-Banking Financial Company–Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 for the financial year ended 31st March,2021 are given separately.

**Note No. 26** – Contingent Liabilities : The Company has made provision of Rs. 1,35,267 against standard asset outstanding at the year end in terms of Non-Banking Financial Company–Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016.

**Note No. 27** – The Calcutta Stock Exchange has withdrawn the suspension with the Company.

**Note No. 28** – As per information available with the Company, there are no suppliers covered under MSME Development Act,2006. As a result no disclosure thereof is made in the account.

**Note No. 29** – The provisions of Payment of Gratuity Act, Employees Provident Fund Act and Employees State Insurance Act are not applicable to the company.

**Note No. 30** – Previous year's figures have been regrouped/ rearranged to conform to the classification of the current year, wherever considered necessary.

For **BANDYOPADHYAY & DUTT**  
Chartered Accountants  
Firm Reg. No. : 325116E

On behalf of the Board of Directors

(CA P K Bandyopadhyay)  
Partner  
Membership No. 055658  
Place: Kolkata  
Date : 28<sup>th</sup> June, 2021

**Ramesh Bansal**  
Managing Director & CFO  
DIN: 00420589

**Santosh Kumar Agarwal**  
Director  
DIN:00420655



Notes forming part of the financial statements

Details of Note 25

Disclosure in terms of paragraph 19 of Non-Banking Financial Company –Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 for the financial year ended 31st March, 2021

(Rs. in lakhs)

Particulars	Amount Outstanding	Amount Overdue
	As at 31.03.2021	As at 31.03.2020
Liabilities Side :		
I Loans and Advances availed by the NBFC inclusive of interest accrued thereon but not paid		
A Debentures :		
Secured	Nil	Nil
Unsecured (other than falling within the meaning of public deposits)	Nil	Nil
B Deferred Credits	Nil	Nil
C Term Loans	Nil	Nil
D Inter - Corporate loans and borrowings	Nil	Nil
E Commercial Paper	Nil	Nil
F Other Loans	Nil	Nil
II Break-up I(F) above(outstanding public deposits inclusive of interest accrued thereon but not paid)		
A In the form of Unsecured Debentures	Nil	Nil
B In the form of Partly Secured Debentures i.e. debentures where there is a shortfall in the value of security	Nil	Nil
C Other public deposits.	Nil	Nil



(Rs. in lakhs)

	<b>Particulars</b>	<b>Amount Outstanding</b>
		<b>As at 31.03.2021</b>
	Assets Side :	
<b>II</b>	Break-up of Loans and Advance including bills receivables (Other than those included in (III) below)	
<b>A</b>	Secured	Nil
<b>B</b>	Unsecured	338.17
<b>III</b>	Break-up of Leased Assets and stock on hire & hypothecation loans counting towards EL/HP activities:	
	i) Lease assets including lease rentals under sundry debtors	
	A) Financial Lease	Nil
	B) Operating Lease	Nil
	ii) Stock on hire including hire charges under sundry debtors	
	A) Assets on Hire	Nil
	B) Repossessed Assets	Nil
	iii) Hypothecation loans counting towards EL/HP activities	
	A) Loans where assets have been re-possessed	Nil
	B) Loans other than (A) above.	Nil
<b>IV</b>	<b>Break-up of Investments :</b>	
	<b>Current Investments</b>	
<b>1</b>	Quoted	
	i) Shares: (A) Equity	Nil
	(B) Preference	Nil
	ii) Debentures and Bonds	Nil
	iii) Units of Mutual funds	Nil
	iv) Government Securities	Nil
	v) Others	Nil
<b>2</b>	Unquoted	
	i) Shares: (A) Equity	Nil
	(B) Preference	Nil
	ii) Debentures and Bonds	Nil
	iii) Units of Mutual funds	Nil
	iv) Government Securities	Nil



Particulars	Amount Outstanding As at 31.03.2021
v) Others	Nil
<b>Long Term Investments</b>	
Quoted	
i) Shares: (A) Equity	3.46
(B) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of Mutual funds	Nil
iv) Government Securities	Nil
v) Others	Nil
Unquoted	
i) Shares: (A) Equity	192.36
(B) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of Mutual funds	Nil
iv) Government Securities	Nil
v) Others	Nil

**V. Borrower group wise classification of all leased assets, stock on hire and loans and advances:**

(Rs. in lakhs)

A	Category	Amount Net of Provisions		
		Secured	Unsecured	Total
1	Related Parties			
	A) Subsidiaries	-	-	-
	B) Companies in the same group	-	18.19	18.19
	C) Other related parties	-	-	-
2	Other than related parties	-	319.97	319.97
	<b>Total</b>	-	<b>338.16</b>	<b>338.16</b>



VI. Investor groupwise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

(Rs. in lakhs)

	Market value/Break up or fair value or NAV	Book value (Net of provision)
<b>1</b> Related Parties		
A) Subsidiaries	-	-
B) Companies in the same group	192.36	192.36
C) Other related parties	-	-
<b>2</b> Other than related parties	-	-
<b>Total</b>	<b>192.36</b>	<b>192.36</b>

	Amount (Rs.)
<b>1</b> Gross Non Performing Assets	
A) Related Parties	-
B) Other than Related Parties	-
<b>2</b> Net Non Performing Assets	
A) Related Parties	-
B) Other than Related Parties	-
<b>3</b> Assets acquired in satisfaction of debt	-