



**ANNUAL REPORT**  
**2021-22**  
SUDIVA SPINNERS PRIVATE LIMITED



**Passion for Growth with Quality**



Mr. Akashay Jain Vice President of SSPL Receiving Best Employer Award 2021 from  
Shri Om Birla, Hon'ble speaker of parliament.

## Financial Highlights

(Rs. In Crores)

	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22
Turnover	19.65	26.90	56.96	86.26	92.06	97.26	87.37	136.81	242.85	286.57	420.00	518.18	537.34	839.24
Exports	8.25	23.15	17.12	48.90	51.77	31.03	23.69	19.87	68.67	111.95	207.00	192.86	268.46	467.65
PBIT	1.86	2.99	9.28	8.97	13.15	14.76	15.83	22.49	34.44	36.62	52.88	55.22	78.02	184.29
PBDT	0.27	1.49	5.95	3.89	6.38	10.08	12.74	16.35	25.48	27.04	40.64	29.77	57.32	162.05
PBT	-0.85	0.23	1.32	0.13	2.03	5.70	5.03	7.29	9.24	13.08	24.68	1.15	25.27	129.5
PAT	-0.85	0.20	0.86	0.05	1.36	4.13	3.89	9.13	9.69	9.86	17.08	2.08	20.02	90.95
EPS Rs	0.00	0.24	0.91	0.05	1.35	4.09	3.83	6.90	7.03	7.00	10.45	1.26	12.14	55.12
Gross Fixed Assets	24.07	28.71	37.99	47.96	49.25	50.30	60.70	160.37	175.65	196.92	391.01	402.73	416.68	477.17
Net Fixed Assets	22.88	26.27	30.94	37.16	34.28	30.96	33.63	124.24	123.42	130.97	309.46	293.00	275.00	303.14
Equity Share Capital	7.70	8.37	9.46	9.98	10.11	10.11	11.21	13.79	13.79	15.14	16.50	16.50	16.50	16.50
Reserves and Surplus-0.92	-0.05	1.90	2.46	3.95	8.08	13.05	24.39	34.09	47.61	68.35	70.43	90.45	181.41	
Net Worth	6.74	8.28	11.33	12.43	14.05	18.18	24.26	38.18	47.85	62.69	84.82	86.91	106.95	197.91

# Corporate Information

## BOARD OF DIRECTORS

### **SHRI J.C. LADDHA**

Chairman

### **SHRI VARUN LADDHA**

Managing Director

### **SMT. SUNITA LADDHA**

Director

### **SMT. TANISHA LADDHA**

Director

## STATUTORY AUDITORS

M/S. SSMS & Associates

(Chartered Accountants)

16, Basement, Heera Panna Market

Bhilwara 311 001

## SECRETARIAL AUDITOR

Sanjay Somani & Associates

## BANKERS

Bank of Baroda

State Bank of India

Punjab National Bank

Indian Bank

Union Bank of India

Canara Bank

Export Import Bank of India

HDFC Bank

## COMPANY SECRETARY

Shri Yogesh K. Singhal

## COST AUDITORS

M/S. N. D. Birla & Co.

(Cost Accountant)

Ahmedabad

## INTERNAL AUDITORS

M/s. A. L. Chechani & Co.

(Chartered Accountants)

Bhilwara

## WORKS & REGISTERED OFFICE

91 KM Stone, NH-79,

Village - Dhunwalia

Post - Sareri,

Dist. - Bhilwara - 311024

Tele. : 01483-236888, 236516,

070739-89990, 94138 56601 (PBX)

Telefax : 0091-01483-236988

Email : [info@sudivaindia.com](mailto:info@sudivaindia.com)

Website : [sudivaindia.com](http://sudivaindia.com)

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Cash Flow Statement	00-00
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# New Benchmarks

## Financial

**162.05 Crore**

PBDT Generated in FY22

**183%**

YoY Growth



**55.12 Per share**

Earnings Per share in FY22

**354%**

YoY Growth



**184.29 Crore**

EBIDTA Generated in FY22

**136%**

YoY Growth



**90.95 Crore**

PAT Generated in FY22Yo

**354%**

Y Growth



**839.24 Crore**

Turnover in FY22

**56%**

YoY Growth



**16 Year of Rich Experience**

**More Than 30 + Countries Exported**

## Our values



- Understand engage and deliver with total customer focus in all operational areas



- Ensure the best quality through latest technology well- structured and standardized work practices



- Faith in individual potential and respect for human values



- Anticipate change and encourage innovation



- Be a responsible corporate citizen and positively contribute to the society that we live in.



1. Bahrain	9. Estonia	17. Mauritius	25. South Korea
2. Bangladesh	10. Germany	18. Morocco	26. Spain
3. Belgium	11. Guatemala	19. Netherlands	27. Switzerland
4. Canada	12. Guimaraes	20. Peru	28. Taiwan
5. China	13. Hong Kong	21. Poland	29. Tunisia
6. Colombia	14. Italy	22. Portugal	30. Turkey
7. Czech Republic	15. Macau	23. Singapore	31. United States Of
8. Egypt	16. Madagascar	24. Slovenia	America
32. Vietnam			

Map not to scale only for presentation


**TOSRIFA INDUSTRIES LTD.**  

**SOUTH ASIA TEXTILES LIMITED**


**mundifios**  

**Lamatex**  
Fabricant de textiles d'entretien


**SKYFIL TRADESOURCE LLC**


**RT KNITS**


**PACIFIC**


**BELLA+CANVAS**  
LOS ANGELES


**INTERFIOS**


**ARMAN HOME TEXTILE**  
*Live in softness*  
www.armantextile.com.kh


**ALIC**


**chemitex**  
yams and fabrics since 1970


**TEXTOWN**


**FINE COTTON FACTORY**


**BEKAERT DESLEE**  
Close to you


**CDL KNITS**


**SHAHID FABRICS**


**PREMIER 1888 MILLS LIMITED**  
*Weaving a Better World®*  
THE ONLY OFFICIAL PAGE


**Shepherd Industries Ltd**

# Key Highlights

839.24  
Total  
Turnover  
(Rs. In Crore)

184.29  
EBITDA  
Rs.(In  
Crore)

90.95  
PAT  
Rs.(In  
Crore)

197.91  
Net Worth  
(Rs. In  
Crore)

72336  
Total  
Installed  
Spindles

51072 Spindles  
& 6 Knitting  
Machine  
Setting up New  
Project  
Expansion

1223  
No. of  
Employees



Major CSR initiatives by the company over the years



**Contribution for education  
for specially disabled children**



**Cotton Development  
initiatives**



**Plantation  
drive**



**Rural development  
activities**



**Contribution for Covid relief  
and vaccination Drive**



Best Employer 2021 Award

By employers Association of  
Rajasthan



Social Accountability Award

SA 8000:2014

**INDITEX**

Inditex Approved Vendor



Global Organic Textile Standard  
& Organic Content Standard



Three Star Export



Energy Economics & Ergonomics  
certificate by saurerschlafhorst



OekoTex Certified



Scope Certificate

Audited and found to  
be in conformity with  
the Global Recycled  
Standard (GRS)



Manufacturing Award For  
Large Enterprises 2021  
Category from Udaipur  
Chamber of Commerce

## **Valuable Guests**



Mr. Vishal Shah from Arvind Textile



Mr. Yudvendra Mathur Ex CMD Exim Bank



Mr. Guru Charan & Mr. Deval Sharma from Page Industries (Jockey India)

## **Valuable Bankers**



Mr. Purshottam Chand GM Kanara Bank



Mr. S.L. Jain Executive Director & Mr. Rajesh Malhotra CGM BOB

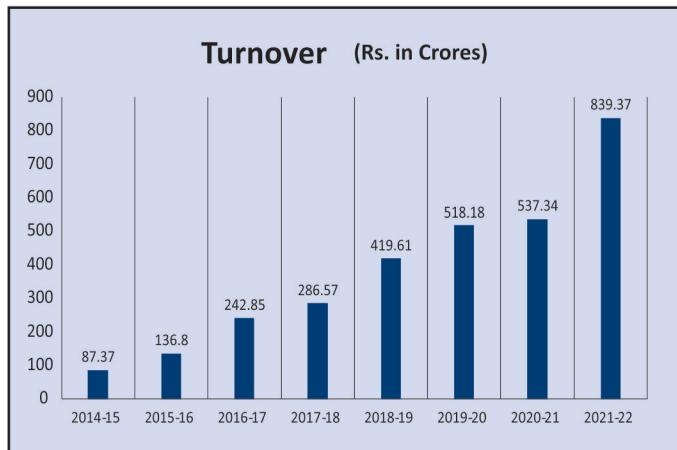
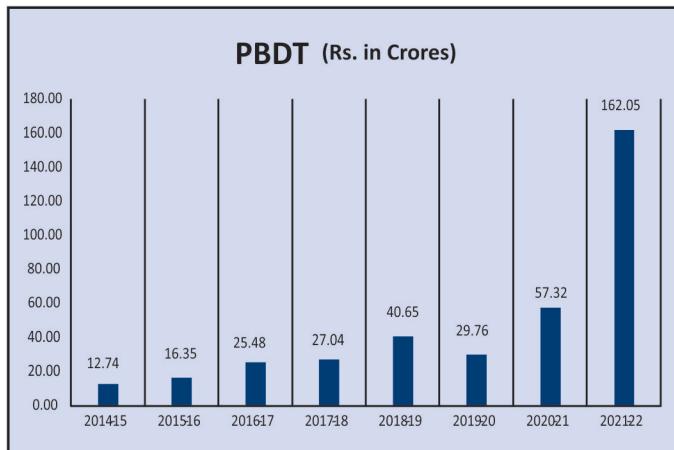


Mr. Shiva Kumar General Manager & Mr. Sanjay Lamba DGM Exim Bank

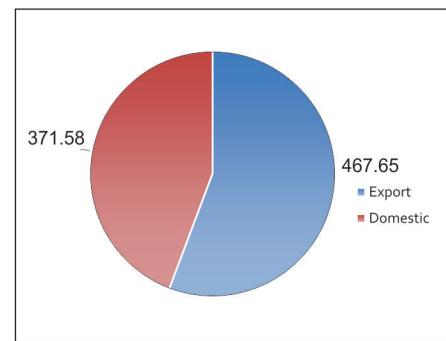
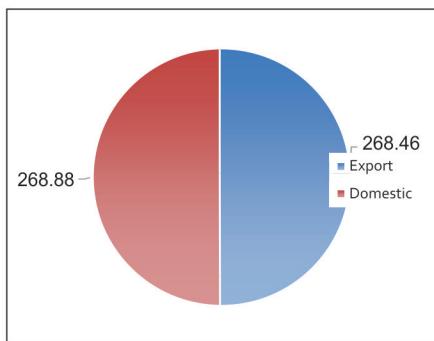
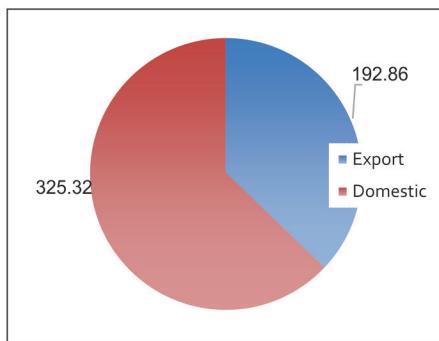


Term Lenders for our New Expansion Project

## PERFORMANCE



## Geographical Revenue (Rs. in Crores)

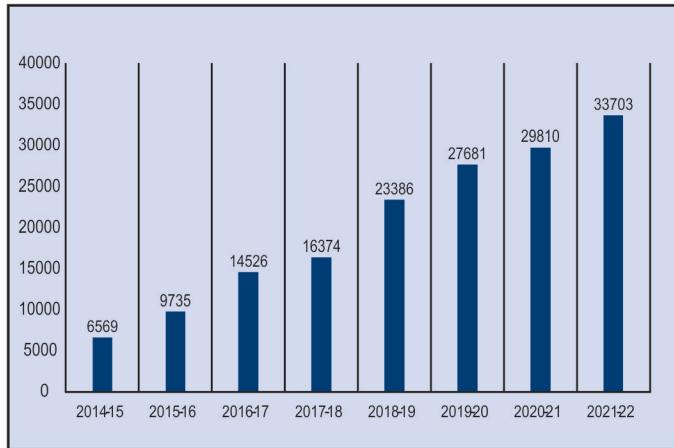


■ 2019-2020

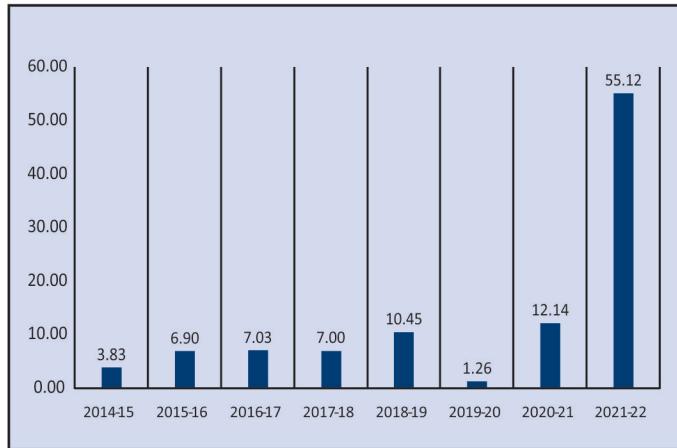
■ 2020-2021

■ 2021-2022

## Production (In Tonnes)



## EPS (in Rs.)



## PERFORMANCE

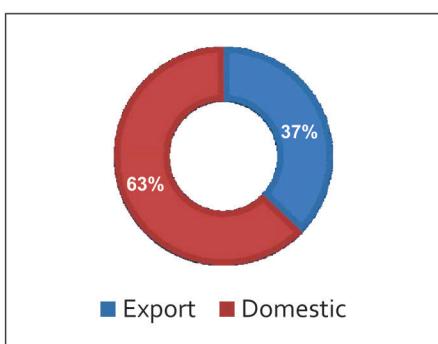
### Net Worth (Rs. in Crores)



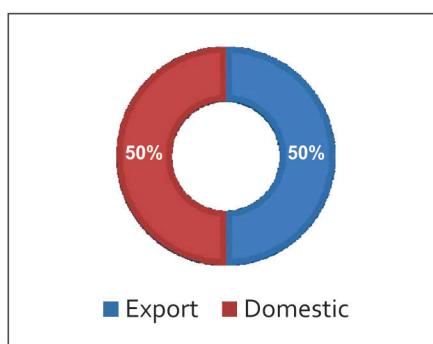
### Gross Block & Net Block (Rs. in Crores)



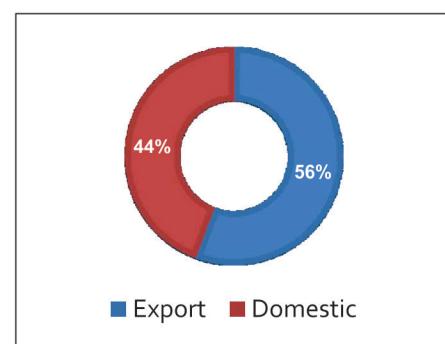
### Geography Wise Revenue Contribution



SALES 2019-2020



SALES 2020-2021



SALES 2021-2022

## Health and Safety



Blood Donation Camp in SSPL campus



Eye Checkup Camp in association with LIONS Club Bhilwara



Open Gym facility for Employees

## Health and Safety



**Yoga session for Employees**



**Health Checkup Camp Organized by SSPL**



**Safety Awareness program**



Plantation programme organizing SSPL



HDFC - Plantation



Bhoomi Poojan of New Expansion Project

## DIRECTORS' REPORT

To,  
 The Members of  
 Sudiva Spinners Pvt. Ltd.

Your Directors have pleasure in presenting the fifteenth Directors' Report of your Company together with the Audited Financial Statements and the Auditors' Report of your company for the financial year ended, 31st March, 2022.

### FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

Particulars	Current Year (31.03.2022)	Previous Year (31.03.2021)
Revenue from Operations (Net)	<b>83924.01</b>	53734.43
Other Income	<b>13.60</b>	16.04
<b>Total Income</b>	<b>83937.61</b>	53750.47
Profit/(Loss) before Depreciation & Tax	<b>16205.09</b>	5731.97
Less: Depreciation	<b>3249.01</b>	3204.37
Profit Before Tax	<b>12956.08</b>	2527.60
Less: Tax		
Current Tax	<b>2149.46</b>	429.22
MAT Credit Entitlement	<b>1080.83</b>	(429.22)
Deferred Tax	<b>630.44</b>	524.94
Previous year Tax	—	—
<b>Profit/(Loss) after Tax</b>	<b>9095.36</b>	2002.66
Earnings per share (Rs.) :		
Basic	<b>55.12</b>	12.14
Diluted	<b>55.12</b>	12.14

### OPERATIONAL PERFORMANCE

During the year under review the Company has sold 30377.60 MT (Previous year 28387.00 MT) yarn and

knitted fabric in Export and Domestic Market. Out of this, cotton yarn quantity is 24275.85 MT (Previous year 23451.21 MT); PC yarn quantity is 3514.41 MT (Previous Year 2993.48 MT) and Knitted fabric is 2587.33 MT (Previous Year 1942.31 MT). The Company has exported during the year 16829.90 MT (Previous year 14350.33 MT).

### STATE OF COMPANY'S AFFAIRS / FINANCIAL PERFORMANCE

During the year under review, the Net Revenue of the Company was Rs. 83937.61 Lacs against Rs. 53750.47 Lacs in the previous year. The Company has earned a Profit after tax of Rs. 9095.36 Lacs compared to Rs. 2002.66 Lacs in the previous year.

### COVID IMPACT

The outbreak of corona virus (COVID-19) pandemic globally and in India had caused significant disturbance and slowdown of economic activity. Even 2nd wave of COVID had impacted all over the economy during the 1st Qtr. of F.Y. 2021-22. But with the support of Govt. of India and RBI, whole economy of India had not only survived but performed too good in whole of the year. The F.Y. 2021-22 was very good for textile sector as well.

Company has taken into account the possible impact of COVID-19 in preparation of the audited financial results, including its assessment of recoverable value of its assets based on internal and external information upto the date of approval of these audited financial results and current indicators of future economic conditions.

### EXPANSION

Your Directors are pleased to inform that company is going through new expansion of 51072 ring spindles along with capacity enhancement in knitting section by installation of 6 new knitting machines. Total project cost is Rs. 279 crores which is financed by Rs. 209 crores term loans and Rs. 70 crores promotor's contribution via internal accruals.

We are happy to share that civil construction of factory building along with worker hostel, raw material godowns, roads and other civil structures are fully completed. Some finishing work is only pending which will be completed shortly. Installation

of machineries are under implementation. Trail run of machineries will be started in phased manner in last week of September, 2022. We are expecting COD of the project by mid of January, 2023 which would be far earlier than scheduled COD of 30th June, 2023 without any cost overrun.

#### **TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013**

For the financial year ended 31st March, 2022, the Company does not propose to carry any amount to General Reserve Account.

#### **CAPITAL STRUCTURE**

Your company's issued, subscribed and fully paid up share capital is Rs. 1650 Lacs (Face value of Rs.10/- Equity Share). During the year under review, there is no change in share capital of your company.

#### **DIVIDEND**

To conserve the resources for any future requirement and expansion, your Directors do not recommend any dividend for the year ended 31st March, 2022.

#### **KEY MANAGERIAL PERSONNEL**

Details of Key Managerial Person are as under:

Sr. No.	Name of Director	Designation	Date of Appointment
1	J. C. Laddha	Chairman	15.01.2007
2	Varun Laddha	Managing Director	15.01.2007
3	Sunita Laddha	Director	30.09.2009
4	Tanisha Laddha	Director	30.09.2009
5	Yogesh Kumar Singhal	Company Secretary	01.06.2016

#### **DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES**

As on March 31, 2022, the Company does not have any subsidiary/joint venture/associate companies.

#### **CHANGE IN THE NATURE OF BUSINESS**

There is no change in the nature of the business of the company.

#### **ANNUAL RETURN**

Pursuant to provision of section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration Rules), 2014, a Copy of Annual Return is available on the Website of

the Company after Conclusion of the AGM at below mentioned link:

(Link: <http://www.sudivaindia.com/Annual-return.html>)

#### **PARTICULARS OF EMPLOYEES AND REMUNERATION**

During the year under review, the Company is not having for whole year/ Part of the year, any employee who is getting remuneration as per limit prescribed in Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### **MEETINGS OF THE BOARD OF DIRECTORS**

During the year 2021-22, the Board of Directors had met 12 times.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31.03.2022 and of the profit of the company for the year ended on that date;
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis; and
- The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **INDEPENDENT DIRECTORS**

The Board of Directors of the Company hereby confirms that the company is not required to appoint

the Independent directors under section 149(6) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules,2014.

#### **STATUTORY AUDITOR AND AUDITORS' REPORT**

M/s SSMS & Associates, Chartered Accountants, Bhilwara (FRN 019351C) were appointed statutory auditors for five years at the 11th AGM of company held on 29th September, 2018. Accordingly, they shall continue to be statutory Auditors for the F.Y. 2022-23.

There is no qualifications or adverse remarks in the Auditors' Report which require any clarification/explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

#### **REPORTING OF FRAUDS BY AUDITORS**

During the year under review statutory auditor has not reported any instances of fraud committed against the company under Section 143(12) of the Companies Act, 2013 by its officers or employees.

#### **COST AUDITOR**

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules, 2014 and Notification issued by Ministry of Corporate Affairs, dated 31.12.2014, M/S N.D Birla & Co. Cost Accountant, Ahmedabad (FRN 000028) was appointed as cost auditor for Financial Year 2021-22.

The cost audit report for the financial year 2020-21 has been filed with the Ministry of Corporate Affairs.

Further, M/S N.D. Birla & Co, also Recommended to Re-appoint as Cost Auditors for the FY 2022-23.

#### **AUDIT COMMITTEE**

The Board of Directors of the company hereby confirms that the company is not required to constitute Audit Committee in accordance with the provisions of section 177 of the Companies Act, 2013.

#### **SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT**

Pursuant to the provision of section 204(1) of

Companies Act, 2013 read with the rule 9 of Companies (Appointment and Remuneration personnel) Rules, 2014, M/s Sanjay Somani & Associates, Practicing Company Secretary, Bhilwara was appointed as Secretarial Auditor for year ended March, 2022. The Secretarial Audit Report issued in this regard is annexed as **Annexure-I**.

Auditors report do not contain any qualification, reservation or adverse remark.

#### **AWARDS & RECOGNITIONS**

During the year, your company has been conferred with following awards & recognitions:

1. **Best Employer-2021 (Large Scale Industries-Textile Group) award by Employers Association of Rajasthan.**

#### **CORPORATE SOCIAL RESPONSIBILITY**

In pursuant to Section 135 of the Companies Act, 2013 read with rules framed there under a CSR Policy to ensure Social Responsibilities has been adopted. The CSR Policy has been uploaded on the website of the Company at following link:

(Link: [http://www.sudivaindia.com/policies/policies\\_pdf/CSR\\_Policy.pdf](http://www.sudivaindia.com/policies/policies_pdf/CSR_Policy.pdf))

In view of the profits and turnover of the company, your Company was required to undertake CSR projects during the year 2021-22 under the provisions of section 135 of the Companies Act, 2013 and the rules made their under. As part of its initiatives under "Corporate Social Responsibility (CSR)", the Company has undertaken various activities, which are in accordance with CSR Policy of the Company and Schedule VII of the Companies Act, 2013. The Annual Report on CSR activities is annexed herewith as **"Annexure II"**.

The Company is continuously trying to explore new suitable projects for further spending.

#### **CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE**

The Company has constituted a CSR Committee in accordance with the provisions of section 135 of the Companies Act, 2013. The CSR Committee comprises the following Directors:

Sr. No.	Name of Director	Nature of Directorship	Designation in Committee
1	Mr. Jagdish Chandra Laddha	Director	Chairman
2	Mr. Varun Laddha	Managing Director	Member
3	Ms. Tanisha Laddha	Director	Member

During the financial year 2021-22, the Corporate Social Responsibility Committee met on 2 times.

#### **NOMINATION AND REMUNERATION COMMITTEE**

The Board of Directors of the Company hereby confirms that the Company is not required to constitute Nomination and Remuneration Committee as per the provisions of section 178 (1) of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 hence other acts incidental or ancillary thereto are also not applicable on the Company.

#### **VIGIL MECHANISM**

Your Directors inform the members that company has a whistle Blower policy and has established the necessary vigil mechanism for directors and employees as per the requirement of the Companies Act. Mr. Varun Laddha, Director of the company, is nominated to play the role of Audit committee for the purpose of vigil mechanism as the company is not required to constitute audit committee.

Policy adopted by the company contains a framework whereby the identity of the complainant is not disclosed further they can directly contact to Mr. Varun Laddha for redressal of their grievances in exceptional cases.

#### **RELATED PARTY TRANSACTIONS**

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

None of the contract/ arrangement/transaction entered into with related parties could be considered material. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted &

disclosure in form AOC-2 is also not required.

Your Directors draw attention of the members to notes to the financial statement which sets out related party disclosures as per Accounting Standard - 18.

#### **CONSERVATION OF ENERGY**

Your company have managed the power requirement through Discom (AVVNL) and purchase of power through Energy Exchange and captive solar plants. To reduce the power cost, company has its own Rooftop Captive Solar Power Plant of 2.29 MW and Solar Power plant of 6.50 MW is installed under OPEX Model.

The information required to be disclosed pursuant to Section 134(3)(m) of the companies act, 2013 read with Rule 8 of companies (Accounts) Rules,2014 is given in **Annexure - III** forming part of this report.

#### **TECHNOLOGY ABSORPTION**

The Company has its own well equipped quality control department which is continuously monitoring all the quality parameters required for production to give superior quality yarn which helps further to reduce the cost of processing by upgradation and modification. Company is regularly investing to upgrade its quality control department with latest available technology.

Uster Technologies AG, Switzerland has renewed its authorization to use its trade mark "Usterized". The company has also tied up for its cotton testing at global level under the program of CSITC Round trial on regular interval.

#### **OPERATIONAL ACHIEVEMENT AND EXCELLENCE**

Your company as a part of its philosophy, continuously working on optimizing Productivity, Quality and Cost of production. As a part of this, your company is regularly participating in SITRA cost comparison research study and benchmarking its performance with best in the Industry.

Company is also getting diagnostic study of the operation of the plant through international agency namely "Werner International Management Consultants "and taking effective steps for achieving the excellence in Productivity, Quality and Cost.

#### **EXPENDITURE ON R & D**

During the year, company has spent Rs 2.19 Lacs (previous year Rs 0.42 Lacs) on R & D expenditure,

which is debited in Profit & Loss a/c & Capital Expenditure of Rs. NIL (previous year- 11.90 Lacs).

#### **FOREIGN EXCHANGE EARNINGS AND OUTGO**

The company has earned during the period foreign exchange of Rs. 44009.55 Lacs (previous year Rs.22478.81 Lacs) against an outgo on CIF basis of Rs. 520.83 Lacs (previous year Rs. 435.87 Lacs).

#### **RISK MANAGEMENT**

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework to minimize threats & losses and identify & maximize opportunities. As a formal roll-out, company has adopted Risk Management Policy and Guidelines, and make use of these in their decision making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

#### **HUMAN RESOURCE DEVELOPMENT**

Harmonious industrial relations continue to prevail at the company throughout the period under review, the emphasis continues on the training and development programmes at all levels. The directors hereby place on record their appreciation of valuable services rendered by all staff and work force of the company.

#### **INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed. No fraud has been reported by the Auditors.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the financial year 2021-22 under review, the Company has neither granted loan/s (secured or unsecured), provided guarantees or securities in connection with any loan/s availed by others nor made any investments pursuant to the provisions of Section 186 the Companies Act, 2013 read with the

Companies (Meetings of Board and its Powers) Rules, 2014 (as amended). As such, no specific details are required to be given or provided.

#### **COST RECORD**

Our company has made & maintained the Cost record pursuant to the provision of sub-section (1) of section 148 of the Companies Act, 2013, as specified by the Central Government.

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

Considering gender equality, the Company has zero tolerance for sexual harassment at workplace. The Management of the Company endeavors to provide safe environment for the female employees of the Company. The Company has an Anti- Sexual Harassment Policy in line with provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules there under. However, during the year under review, no complaints were received by the Company relating to sexual harassment at workplace.

#### **COMPLIANCES OF SECRETARIAL STANDARDS**

The Company has made all the compliance of Secretarial Standards as notified by the MCA.

#### **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE IBC 2016**

During the year under review no application was made further no any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) against the company.

#### **DIFFERENCE IN VALUATION**

During the year under review there was no case of one-time settlement with financial institution so the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions are not applicable to the company.

#### **GENERAL**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. The company does not have any subsidiaries hence the disclosure with respect to remuneration or commission received by the Managing Director / Whole-time Director(s) appointed in the Company does not arise.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

**ACKNOWLEDGEMENT**

Your Directors wish to express their grateful

appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For and on behalf of the Board of Directors of  
**Sudiva Spinners Private Limited**

**(J. C. LADDHA)**

Place : Bhilwara

Date: 27.08.2022

*(Chairman)*

(DIN-00118527)

**ANNEXURE 'I'**

**FORM MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

**[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 AND RULE 9 OF THE COMPANIES  
(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014]**

To,

The Members,

**Sudiva Spinners Private Limited**

91 K.M. Stone, N.H. 79, Village -Dhunwalia  
P.O. Sareri, Teh.-Hurda, Bhilwara, 311024

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **M/s Sudiva Spinners Private Limited**, (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, and we hereby report that in our opinion, the Company has, during the audit period for the Financial Year ended on 31st March, 2022 (1st April, 2021 to 31st March, 2022) complied with the statutory provisions, listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Sudiva Spinners Private Limited("the Company") for the financial year ended on 31st March, 2022, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the

rules made thereunder;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder are not applicable
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder are not applicable
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment. However, the provisions related to Overseas Direct Investment and External Commercial Borrowings was not applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company under the financial year under report: -
  - (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011;
  - (b) The SEBI (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (d) The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (e) The SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (f) The SEBI (Issue and Listing of Debt Securities) Regulations, 2008;

- (g) The SEBI (Delisting of Equity Shares) Regulations, 2009; and
- (h) The SEBI (Buyback of Securities) Regulations, 1998

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head/groups of Acts, Laws and Regulations as applicable to the Company is given below:

1. The Minimum Wages Act, 1948, and rules made there under;
2. The Employees' State Insurance Act, 1948, and rules made there under;
3. The Employees' Provident Fund and Misc. Provisions Act, 1952, and rules made there under;
4. The Payment of Bonus Act, 1965, and rules made there under;
5. The Payment of Gratuity Act, 1972, and rules made there under;
6. The Factories Act, 1948 and allied State Laws;
7. The Payment of wages Act, 1936;
8. The Air (Prevention and Control of Pollution) Act, 1981;
9. The Environment (Protection) Act, 1986;
10. Equal Remuneration Act, 1976;
11. Legal Metrology Act, 2009;
12. The Water (Prevention and Control of Pollution) Act, 1974;
13. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company is having business of manufacturing of cotton yarn & blended yarn and knitted fabrics therefore, as such no specific law relating to its manufacturing and business activities are applicable to the Company.

We have also examined compliance with the applicable clauses of the Secretarial Standards

issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and

During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

#### **WE FURTHER REPORT THAT**

The Board of directors of the Company is duly constituted. There was no changes took place in the board of directors during the period under review.

Adequate notices were given to all directors and the committee members to schedule the Board and Committee Meetings and 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.

All decisions at Board and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of directors or Committee of the Board, as the case may be.

Based on the records and process explained to us for compliances under the provisions of other specific acts applicable to the Company, we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company for the applicable taxation Laws like Direct Taxes, Indirect Taxes and the compliance of the Accounting Standards and the annual financial statements along with notes attached therewith has not been reviewed by us, since the same have been subject to the statutory financial auditor or by other designated professionals.

We further report that during the audit period of the Company there is no change in the capital of the Company. Share Capital of the Company is as under: -

The Authorized Share Capital of the Company is Rs. 20,00,00,000 (Rupees Twenty Crore ) divided into 2,00,00,000 (Two Crore ) Equity Shares of Rs.10/- each.

The Issued, subscribed and Paid up Share Capital of the Company is Rs. 16,50,00,000 (Rupees Sixteen Crore Fifty Lakh) divided into 1,65,00,000 (One Crore Sixty Five Lakh) Equity Shares of Rs.10/- each.

We further report that during the audit period no prosecutions initiated against or show cause notice received by the Company for alleged offences under

the Companies Act, 2013 and also no fines and penalties or any other punishment imposed on the Company.

**For Sanjay Somani & Associates**

**Sanjay Somani**

Place: Bhilwara

Proprietor

Date: 27.08.2022

M. No.: FCS6958

UDIN: F006958C000503201

COP No.: 5270

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

**ANNEXURE - A TO THE SECRETARIAL AUDIT REPORT**

To,

The Members,

**Sudiva Spinners Private Limited**

91 K.M. Stone, N.H. 79, Village -Dhunwalia  
P.O. Sareri, Teh.-Hurda, Bhilwara, 311024

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of treatment of various tax liabilities and payment thereof, compliance of the applicable accounting standards, financial records and Books of Accounts of the company as the same is subject to the statutory audit being performed by the independent auditors.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, guidelines, standards etc., are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We do not take any responsibility for any person if taking any commercial, financial or investment decision based on our secretarial audit report as aforesaid and they need to take independent advice or decision as per their own satisfaction.

**For Sanjay Somani & Associates**

**Sanjay Somani**

Place: Bhilwara

Proprietor

Date: 27.08.2022

M. No.: FCS6958

UDIN: F006958C000503201

COP No.: 5270

**ANNEXURE -II**
**THE ANNUAL REPORT ON CSR ACTIVITIES FOR  
FINANCIAL YEAR ENDED 31ST MARCH, 2022**
**1. Brief outline on CSR Policy of the Company:**

The CSR activities of the Company are carried out directly and also through contribution/donation made to other organisation/institution for the activities specified under Schedule VII of the Companies Act, 2013. As per CSR policy, the Company endeavours to make CSR a key business process for sustainable development and continuously enhance shareholder's wealth; it is also committed to encourage its other stakeholders to conduct its business in an accountable manner that creates a sustained positive impact on society. Our Company's CSR Committee believes that it is important for the organization to focus on philanthropic activities in terms of animal welfare, Covid -19 -relief measures, Medical facilities, prevention from hunger & poverty, promotion of educational activities, empowering women, making available safe drinking water, setting up old age homes, environment protection, health care etc.

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same has been placed at the website of the Company

([www.sudivaindia.com/policies/Policies\\_pdf/CSR\\_Policy.pdf](http://www.sudivaindia.com/policies/Policies_pdf/CSR_Policy.pdf).)

**2. Composition of CSR Committee:**

<b>S.N.</b>	<b>Name of Director</b>	<b>Designation/ Nature of Directorship</b>	<b>Number of meetings of CSR Committee held during the year</b>	<b>Number of meetings of CSR Committee attended during the year</b>
1	Mr. Jagdish Chandra Laddha	Chairman/ Director	2	2
2	Mr. Varun Laddha	Member /Managing Director	2	2
3	Mrs. Tanisha Laddha	Member /Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company-[http://www.sudivaindia.com/policies/policies\\_pdf/CSR\\_Policy.pdf](http://www.sudivaindia.com/policies/policies_pdf/CSR_Policy.pdf)
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014: Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

<b>S.N.</b>	<b>Financial Year</b>	<b>Amount available for set-off from preceding financial years (in Rs.)</b>	<b>Amount required to be set-off for the financial year, if any (in Rs.)</b>
1	2020-21	31,949	-
	Total	<b>31,949</b>	-

**6. Average net profit of the company as per section 135(5)- Rs.17,08,43,887 as per below detail:**

<b>Financial Year</b>	<b>Profit (in Rs.)</b>
2020-2021	253689110
2019-2020	12036791
2018-2019	246805759
Total	512531660
Average Profit of above said Profit	170843887

**7.** (a) Two percent of average net profit of the company as per section 135(5)-Rs. 3416878/-  
 (b) Surplus arising out of the CSR projects or programmers or activities of the previous financial years.  
 (c) Amount required to be set off for the financial year, if any-Nil  
 (d) Total CSR obligation for the financial year(7a+7b-7c)- Rs. 3416878/-

**8.** (a) CSR amount spent or unspent for the financial year:  
 I. Total amount to be spent for the financial year: Rs. 3416878/-  
 II. Amount unspent as on 31.03.2021: Rs NIL  
 III. Amount spent on CSR activities for the F.Y. 2021-22: Rs. 3440736  
 IV. Manner in which the amount spent during FY 2021-22 is detailed below:  
 (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S.N.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project	Amount spent for the project (Rs. in Lacs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	Name	CSR Registration No.

-----Not Applicable-----

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the Project	Amount spent for the project (in Rs.)	Mode of Implementation- Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
				State			Name CSR Registration No.
1	Promotion for Cultivation activities/ conservation of Soil	Environmental sustainability, protection of flora and fauna, agroforestry, conservation of soil,	Yes	Rajasthan Bhilwara & Rajsamand	102000	No	CITI CRA CSR 00006775
2	Promotion of Education	Education	Yes	Rajasthan Bhilwara	259038	Direct	Nearby School & Hostel N.A.
3	Covid-Related Relief-Contribu-tion to Trust for installation of Oxygen Plant in hospital	Promoting health Care	Yes	Rajasthan Bhilwara	1000000	Direct	Bhilwara N.A.
4	Contribution to Trust for differently abled.	Education, Health & Self Employment of differently abled.	No	Maharastra Mumbai	900000	No	Omkar Andh Apang Samajik Sanstha CSR 00003196
5	Contribution to Trust for empowerment of Widow	Empowerment of women	No	Rajasthan Bhilwara	200000	No	Shri Krishnadas Jajoo Samark Trust CSR 00008190
5	Covid-Related Relief Measures /contribution	Health	Yes	Rajasthan Bhilwara	500000	Direct	District collect disaster relief Fund N.A.
6	Covid-Related Relief- Oxygen Cylinder in Hospital and development of Moktidham	Health & reconstruction	Yes	Rajasthan Bhilwara	382250	Direct	Bhilwara N.A.

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the Project		Amount spent for the project (in Rs.)	Mode of Implementation- Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	Distt.			Name	CSR Registration No.
7	Contribution to Nearby Hospital	Health	Yes	Rajasthan Bhilwara		72448	Direct	Nearby Hospital	N.A.
8	Contribution for promotion of sports	Sports	Yes	Rajasthan Bhilwara		25000	Direct	Bhilwara	N.A
<b>Total</b>						<b>3440736</b>			

- (d) Amount spent in Administrative Overheads : NIL
- (e) Amount spent on Impact Assessment, if applicable : N.A.
- (f) Total amount spent for the Financial Year : Rs. 3440736
- (g) Excess amount for set off, if any:

S.N.	Particular	Amount (Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	3416878/-
(ii)	Total amount spent for the Financial Year	3440736
(iii)	Excess amount spent for the financial year [(ii)-(i)]	23858
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	23858

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

S.N.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer	
				N.A.			

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
S.N.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs.)	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed/ Ongoing
-----Not Applicable-----								

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

***No Assets Created or acquired through CSR expenditure in the financial Year***

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

***Not Applicable***

For and on behalf of the CSR Committee

**Chairman of CSR Committee**

Date- 27.08.2022

**ANNEXURE-III****INFORMATION PURSUANT TO COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF DIRECTORS REPORT FOR THE PERIOD ENDED 31ST MARCH-2022****A. Conservation of Energy**

The Company is engaged in the continuous process of further energy conservation through improved operational and maintenance practices and undertaken effective measures to reduce energy consumption.

- (a) Under the improved operational practices, Company has reduced TM of its Compact combed yarn in RF2 section keeping quality and productivity at same level and this measure has reduced power consumption by 2% in Ring Frame mcs in RF2 section.
- (b) Replacement of old CSDX165 Compressor with Energy efficient DSD 175 SFC Compressor. The 175 SFC has IE4 Motor which is more energy efficient and also inbuilt Inverter drive on it. By installing DSD 175 SFC Compressor, company could save 111982 units yearly.
- (c) Installation of Inverters on VA Fan of Ring Frame, Carding and Preparatory Machines.

**B. Utilizing alternate source of energy**

- (i) The Company has installed 557 Kwh Solar Power Plant in 2021-22, enhancing its overall Solar Power Plant Capacity to 8.79 MW. The Company is generating about 20% of its overall power requirement from Solar Power Plant.
- (ii) The Company has installed solar water heater in its Yarn conditioning machines. The Company could save 14400 units per year by reducing load on electric heaters, using solar heater for the steam generation from conditioning plant.

C. The Company has got 24737 points of Carbon credit in the year 2021-22 from UCR under its continuous efforts to reduce Carbon generation through its Solar power plant.

D. The Capital investment on energy conservation equipment's is around 256.80 Lacs.

## **INDEPENDENT AUDITOR'S REPORT**

To,

The Members,

**SUDIVA SPINNERS PRIVATE LIMITED**

### **Opinion**

We have audited the standalone financial statements of **SUDIVA SPINNERS PRIVATE LIMITED**, which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss, and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, 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, 2022, and profits, 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' 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 in the audit or otherwise appears to be materially misstated.

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

### **Responsibility of Management for 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.

Those 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and

significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("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 - I** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure - II**.

(g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: Being a private limited company, provisions of sec. 197 of the Companies Act, 2013 is not applicable on the company.

(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 has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 26 to the financial statements;

- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. - Refer Note 27 to the financial statements;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
- iv. According to management representation, information and explanation given to us and based on our examination of the records of the Company, the company has not advanced or loaned or invested any fund to or in any other person(s) or entity(ies).
- v. According to management representation, information and explanation given to us and based on our examination of the records of the Company, the company has not received any fund from any other person(s) or entity(ies) during the year to lend or invest or provide guarantee or security to or in other persons or entities.
- vi. The company has not declared any dividend during the year.

**For SSMS & Associates**

Chartered Accountants

Firm's Reg No. 019351C

Place: Bhilwara

**(Satish Soman)**

Date: 16.04.2022

Partner

Membership No. 076241

UDIN : 22076241AHGSLU8402

**ANNEXURE-I TO AUDITORS REPORT**

**The Annexure referred to in our report of even date to the members of Sudiva Spinners Private Limited on the accounts of the company for the year ended 31st March, 2022. We report that:**

- (i) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company is maintaining proper records showing full particulars of Intangible Assets;
- (b) These Property, Plant and Equipment have been physically verified by the management at reasonable intervals, no any material discrepancies were noticed on such verification;
- (c) The title deeds of all the Immovable properties are held in the name of the company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) As per the information given to us, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management. No any material discrepancies were noticed on physical verification.
- (b) Quarterly returns or statements filed by the company with banks those sanctioned working capital limits to the company, are in agreement with the books of accounts of the Company.
- (iii) The company has not made any investments
- (iv) The company has not entered any transaction in respect of loans, investments, guarantees and security covered under section 185 and 186 of the Companies Act, 2013.
- (v) The company has not accepted deposits or amounts which are deemed to be deposits under provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made there under.
- (vi) We have broadly reviewed the books of accounts relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 and we are of the opinion that *prima facie* the prescribed accounts and records have been made and maintained.
- (vii) (a) The company is regular in depositing undisputed statutory dues including Goods and Services Tax, 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 to the appropriate authorities. There are no arrears of outstanding undisputed statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the records of company, particulars of statutory dues which have not been deposited on account of any dispute are as under:-

in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited liability partnerships or other parties during the year.

Sr. No.	Name of Statute	Nature of Due	Amount (Rs. in Lacs)	Forum where dispute is pending
1.	Finance Act, 1994 (Service Tax)	Tax	16.63	CESTAT, New Delhi

(viii) According to the information and explanations given to us, the company has not surrendered or disclosed any transaction not recorded in books of account as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us, the company is not a declared wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us, during the year the company has obtained GECL & other working capital loans for the purpose of working capital and are applied for the purpose for which the same were obtained.

(d) According to the information and explanations given to us, the company has not utilized any short term fund for long term purposes.

(e) The Company does not have any subsidiaries, associates or joint ventures, hence para (e) and (f) is not applicable to the company.

(x) (a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(xi) (a) In our opinion and according to the information and explanations given to us, there is no fraud by the company or any fraud on the Company has been noticed or reported during the year.

(b) There is no case, hence no report under sub-Section (12) of Section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014.

(c) According to information and explanations given to us, no whistleblower complaints are received during the year.

(xii) The company does not fall under the category of Nidhi Company, hence provisions specified in Nidhi Rules, 2014 are not applicable to the company.

(xiii) The company has complied the provision of sections 177 and 188 of Companies Act 2013 on all transactions with the related parties and the details have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) The company has an internal audit system commensurate with size and nature of its business in accordance with section 138 of Companies Act, 2013.

(b) We have considered the reports of the Internal Auditors issued for the period under audit.

(xv) In our opinion and according to information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him covered under the provisions of section 192 of Companies Act, 2013.

- (xvi) (a) The Company has not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, hence para (c) and (d) is not applicable to the company.
- (xvii) The Company has neither incurred cash loss in current financial year nor in the immediately preceding financial year.
- (xviii) We are the continuing auditor of the company from previous financial year, hence there is no resignation of the statutory auditors during the year.
- (xix) In our opinion, on the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- (xx) (a) The company does not have any unspent amount to transfer to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.
- (b) The company does not have any ongoing project as specified in sub-section (5) of section 135 of the said Act.
- (xxi) The company does not have consolidated financial statements, hence this para is not applicable to the company.

**For SSMS & Associates**

Chartered Accountants

Firm Reg. No.019351C

Place: Bhilwara

**(Satish Somani)**

Date: 16.04.2022

(Partner)

M. No. 076241

UDIN : 22076241AHGSLU8402

**ANNEXURE II TO AUDITOR'S REPORT****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")****Opinion**

We have audited the internal financial controls over financial reporting of **Sudiva Spinners Private Limited**, Bhilwara ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the 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.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of

financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

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

**Inherent Limitations of Internal Financial Controls 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.

**For SSMS & Associates**

Chartered Accountants  
Firm Reg. No. 019351C

Place: Bhilwara

**(Satish Soman)**

Date: 16.04.2022

Partner

M.No. 076241

UDIN : 22076241AHGSLU8402

**BALANCE SHEET AS AT 31ST MARCH, 2022**

Particulars	Note No.	As at March 31, 2022 (Rs. in Lacs)	As at March 31, 2021 (Rs. in Lacs)
<b>I. EQUITY &amp; LIABILITIES</b>			
<b>1. Shareholders' Funds</b>			
(a) Share Capital	2	<b>1650.00</b>	1650.00
(b) Reserves and Surplus	3	<b>18141.26</b>	9045.91
		<b>19791.26</b>	<b>10695.91</b>
<b>2. Non-Current Liabilities</b>			
(a) Long-term Borrowings	4	<b>24119.80</b>	24285.40
(b) Deferred Tax Liabilities (Net)	5	<b>2138.92</b>	1508.48
		<b>26258.72</b>	<b>25793.88</b>
<b>3. Current Liabilities</b>			
(a) Short-term Borrowings	6	<b>13000.13</b>	9203.03
(b) Trade Payables	7	<b>954.72</b>	685.73
(c) Other Current Liabilities	8	<b>5683.34</b>	5059.73
		<b>19638.19</b>	<b>14948.50</b>
<b>TOTAL</b>		<b>65688.17</b>	<b>51438.29</b>
<b>II. ASSETS</b>			
<b>1. Non - Current Assets</b>			
(a) Property, Plant & Equipment	9	<b>24710.73</b>	26534.62
(i) Tangible Assets		<b>578.30</b>	721.19
(ii) Intangible Assets		<b>5025.18</b>	244.39
(iii) Capital Work-in-Progress		<b>30314.21</b>	<b>27500.20</b>
(b) Long-term Loans and Advances	10	<b>2120.53</b>	314.32
		<b>32434.74</b>	<b>27814.54</b>
<b>2. Current Assets</b>			
(a) Inventories	11	<b>15889.27</b>	6525.06
(b) Trade Receivables	12	<b>12621.55</b>	10600.03
(c) Cash & Cash Equivalents	13	<b>833.51</b>	572.06
(d) Short-term Loans and Advances	14	<b>3909.11</b>	5925.40
(e) Other Current Assets	15	<b>0.00</b>	1.20
		<b>33253.44</b>	<b>23923.75</b>
<b>TOTAL</b>		<b>65688.17</b>	<b>51438.29</b>

**See accompanying notes 1 to 30 forming part of financial statements**

As per our attached report of even date

**For SSMS & Associates**

Chartered Accountants

Registration No. 019351C

**(Satish Soman)**

Partner

Membership No.076241

Place : Bhilwara

Date : 16.04.2022

UDIN - 2207641AHGSLU8402

For and on behalf of the Board

**(J.C. Laddha)**

Chairman

(DIN - 00118527)

**(Varun Laddha)**

Managing Director

(DIN - 01635880)

**(Yogesh Kumar Singhal)**

Company Secretary

(M.No. FCS 11099)

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2022**

Particulars	Note No.	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>I. Revenue from Operations</b>	16		
<b>Domestic</b>		<b>37158.64</b>	26887.51
<b>Export</b>		<b>46765.37</b>	26846.92
<b>Total</b>		<b>83924.01</b>	53734.43
<b>II. Other Income</b>	17	<b>13.60</b>	16.04
<b>III. Total Revenue (I+II)</b>		<b>83937.61</b>	53750.47
<b>IV. Expenses:</b>			
Cost of Material Consumed	18	<b>53400.76</b>	35116.42
Change in Inventories of Finished Goods, Work-in-Progress and Stock in Trade	19	<b>(1442.20)</b>	897.02
Employee Benefits Expenses	20	<b>2867.99</b>	2081.21
Finance Costs	21	<b>2224.42</b>	2080.52
Depreciation and Amortization Expenses	22	<b>3249.01</b>	3204.37
Other Expenses	23	<b>10681.55</b>	7843.33
<b>Total Expenses</b>		<b>70981.53</b>	51222.87
<b>V. Profit Before Tax (III-IV)</b>		<b>12956.08</b>	2527.60
<b>VI. Tax Expenses:</b>			
(1) Current Tax		<b>2149.46</b>	429.22
(2) MAT Credit Entitlement		<b>1080.83</b>	(429.22)
(3) Deferred Tax		<b>630.44</b>	524.94
<b>VII. Profit/(Loss) for the period (V-VI)</b>		<b>9095.36</b>	2002.66
<b>VIII. Earnings per Equity Share:</b>	25	<b>55.12</b>	12.14

**See accompanying notes 1 to 30 forming part of financial statements**

As per our attached report of even date

**For SSMS & Associates**

Chartered Accountants  
Registration No. 019351C

**(Satish Soman)**

Partner

Membership No.076241

Place : Bhilwara

Date : 16.04.2022

UDIN - 2207641AHGSLU8402

For and on behalf of the Board

**(J.C.Laddha)**

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(DIN - 00118527)

**(Varun Laddha)**

Managing Director

(DIN - 01635880)

**(Yogesh Kumar Singhal)**

Company Secretary

(M.No. FCS 11099)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>Cash Flow from Operating Activities</b>		
Net profit before tax	<b>12956.08</b>	2527.60
Add:		
Depreciation and amortisation	<b>3249.01</b>	3204.37
Interest cost	<b>2224.42</b>	2070.32
(Profit) / Loss on sale / acquisition of fixed assets	<b>(1.23)</b>	9.29
(Profit) / Loss on sale of Investment	<b>(0.80)</b>	(2.33)
Liabilities no longer required written back	<b>(0.11)</b>	(2.69)
Miscellaneous expenses written off	<b>1.20</b>	1.20
<b>Operating Profit before Working Capital Changes</b>	<b>18428.57</b>	7807.77
Decrease/(Increase) in Inventories	<b>(9364.21)</b>	289.61
Decrease/(Increase) in Trade Receivables	<b>(2021.52)</b>	(4,776.64)
Decrease/(Increase) in Loans and Advances	<b>970.71</b>	(819.22)
Increase/(Decrease) in Trade Payables & Current Liabilities	<b>1129.28</b>	(584.98)
<b>Cash Generated from Operation</b>	<b>9142.83</b>	1916.53
Direct Taxes Paid	<b>(2132.78)</b>	3.33
<b>Net cash from Operating Activities</b>	<b>7010.06</b>	1919.86
<b>Cash flow from Investing Activities</b>		
Acquisition of Fixed Assets	<b>(1425.76)</b>	(1,275.80)
Capital Work in Progress including Capital Advances	<b>(6591.48)</b>	(137.83)
Sales of Fixed Assets including Capital Subsidy Received	<b>43.50</b>	0.02
Purchase of Investment in Mutual Fund	<b>(25.00)</b>	(10.00)
Sale of Investment in Mutual Fund	<b>25.80</b>	12.33
<b>Net Cash used in Investing Activities</b>	<b>(7972.95)</b>	(1,411.28)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>Cash flow from Financing Activities</b>		
Proceeds from Long Term Borrowings	<b>7249.22</b>	7385.95
Repayment of Long Term Borrowings	<b>(7597.56)</b>	(2233.06)
Increase / (Decrease) in Short Term Borrowings	<b>3797.10</b>	(3088.47)
Interest Cost	<b>(2224.42)</b>	(2070.32)
<b>Net Cash from Financing Activities</b>	<b>1224.34</b>	(5.90)
<b>Net Increase in Cash and Cash Equivalents</b>	<b>261.45</b>	502.69
Opening cash and cash equivalents	<b>572.06</b>	69.38
<b>Closing Cash and Cash Equivalents</b>	<b>833.51</b>	572.06

As per our attached report of even date

**For SSMS & Associates**

Chartered Accountants  
Registration No. 019351C

**(Satish Soman)**

Partner  
Membership No.076241

Place : Bhilwara

Date : 16.04.2022

UDIN - 2207641AHGSLU8402

**(J.C.Laddha)**  
Chairman  
(DIN - 00118527)

For and on behalf of the Board

**(Varun Laddha)**  
Managing Director  
(DIN - 01635880)

**(Yogesh Kumar Singhal)**  
Company Secretary  
(M.No. FCS 11099)

**NOTE 1: SIGNIFICANT ACCOUNTING POLICIES****A. Accounting Conventions**

The financial statements are prepared on historical cost convention and on the accounting principles of going concern, in accordance with Generally Accepted Accounting Principles ('GAAP'), comprising of the mandatory Accounting Standards, Guidance Notes, etc. issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 2013, on accrual basis, as adopted consistently by the company.

**B. Use of Estimates**

In preparation of the financial statements in confirmatory with Generally Accepted Accounting Principle in India, management is required to make estimates & assumptions that affects the reported amount of assets & liabilities and the disclosures of contingent liabilities as at the financial reporting date. The amount of revenue & expenditure during the reported period and that of actual results could be different from those of estimates. Any revision to such estimates is recognized in the period in which the same is determined.

**C. Revenue Recognition**

- a. Sales revenue is recognized when property in the goods with all significant risk and rewards as well as the effective control of goods usually associated with ownership are transferred to the buyer, at a price and includes excise duty, if any.
- b. Promotional benefits, export incentives and export growth incentives are accounted for on accrual basis when virtual certainty and their probable use within reasonable time in the normal course of business, is established.
- c. Claims and refunds due from government authorities and parties, though receivable / refundable are not recognized in the accounts, if the amount thereof is not ascertainable. These are accounted for as and when ascertained or admitted by the concerned authorities / parties in favour of the company.
- d. Claims lodged with insurance companies are recognized as Income on acceptance by the Insurance Company. The excess / shortfall of claims passed are adjusted in the year of receipt.

**D. Government Grants**

Government grants are recognized on the reasonable assurance of receipt. Capital Subsidy under A-TUFS is recognized on accrual basis and adjusted against respective assets while Interest subsidy under TUFS/RIPS, Electricity duty subsidy under RIPS are recognized on accrual basis and adjusted against the respective expenses.

**E. Inventory Valuation**

- (a) Inventories are valued at cost and net realizable value whichever is lower.
- (b) Cost is determined on weighted average method.
- (c) Cost of raw materials is net of cenvat claims, wherever applicable.
- (d) The cost of inventories comprises all cost of purchase, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition.

**F. Property, Plant & Equipment**

- a. Property, Plant & Equipment are stated at their original cost of acquisition including freight, incidental expenses and other non refundable taxes or levies related to acquisition and installation of the concerned assets, interest on borrowed funds attributable to acquisition/construction of Property, Plant & Equipment and related pre-operative and Trail run expenses up to the date of commencement of commercial production, are also capitalized wherever appropriate. Input Tax Credit availed has been deducted from the cost of respective assets.
- b. Expenditure incurred on acquisition of intangibles are accounted for as intangible assets on completion, being identifiable non-monetary assets without physical substance, at the acquisition cost, in accordance with AS-26 on intangible assets.

**G. Preoperative & Trail Run Expenses**

Trial run costs and other preoperative expenses incurred during construction / implementation period, including interest on borrowings (Net of subsidy) to finance qualifying assets as per AS-16, are capitalized upto the date of commissioning of the project.

**H. Depreciation & Amortisation**

- a. Depreciation has been provided as per straight line method at the rates and in the manner prescribed under schedule II of the companies Act, 2013 except for plant and machineries. The company has internally assessed the useful life of plant and machineries considering use of the same wherever applicable on triple shift basis, which has also been evaluated by external expert. As a result, the useful lives of the tangible assets determined are as under:

<b>S. No.</b>	<b>Nature of Assets</b>	<b>Effective Useful Lives</b>
1	Plant and Machineries (Open-end Division) used for triple shift	7.5 Years
2	Plant and Machineries (Ring spinning Division) used for triple shift	9.2 Years
3	Plant and Machineries used for single shift	15 Years
4	All other tangible assets	As per Companies Act, 2013

- b. Residual values of the assets are determined at the rate of 5% of original cost.
- c. Acquired intangible assets are amortized over their estimated useful life as determined by the management at following rates on straight-line basis.

Enabling Assets - 20 Years

Computer Software - 6 Years

**I. Impairment of Property, Plant & Equipment**

Impairment of assets is being measured on factors giving rise to any indication of impairment, by comparing the recoverable amount, higher of value in use and net selling price of an asset, with carrying amount of an asset as per the Accounting Standard 28 "Impairment of Assets" issued by ICAI.

**J. Foreign Exchange Transaction /Translation**

- a. Foreign currency transaction related to export sales is recorded at forward exchange rates.

- b. Foreign currency transactions other than export sales arising during the year are recorded at the exchange rates prevailing on the dates of transactions.
- c. Non-realized invoices are recorded as per forward exchange rates.
- d. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Statement of Profit and Loss.

**K. Taxes on Income**
**a. Current year charge**

Provision for Current Income Tax is made after considering MAT Credit Entitlement, exemptions and deductions available under the Income Tax Act, 1961.

MAT Credit Entitlements are shown as loan & advances till its adjustment against current tax liability.

**b. Deferred Tax**

Deferred tax is recognized, as the tax effect of timing difference between the taxable income and accounting income computed for the current accounting years' timing differences, subject to the consideration of prudence.

Deferred tax assets are recognized and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carry forward losses which are recognized to the extent that there is deferred tax liabilities or there is virtual certainty, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**L. Miscellaneous Expenditure**

Expenses incurred on increase in share capital are amortised over a period of five year.

**M. Provisions, Contingent Liability & Contingent Assets**

- a. Provisions involving substantial degree of estimation in measurement, are recognized when the present obligation of or past events gives rise to a probable outflow embodying economic benefits on settlement and the amount of obligation can be reliably estimated.
- b. Contingent liabilities are disclosed after a careful evaluation of facts and legal aspects of the matter involved.
- c. Contingent assets are neither recognized nor disclosed in financial statements.
- d. Provisions and contingent liabilities are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

**N. Earning per Share**

Basic and diluted earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders, among the weighted average number of equity shares outstanding during the period.

**O. Cash and Cash Equivalents**

Cash and Cash equivalents for the purpose of cash flow statement comprise cash at bank, Cash in hand, cheques in hand and other permissible instruments as per AS 3.

**P. Employee Benefit Expenses****a. Defined Contribution Plan:**

The Company makes defined contribution to Provident fund which are accounted on accrual basis.

**b. Defined Benefit Plan:**

The Company's Liability on account of Gratuity of employees is determined at the end of each financial year on the basis of actuarial valuation certificate obtained from Registered Actuary in accordance with the measurement procedure as per revised Accounting Standard (AS)-15 'Employee Benefits'. The liability is funded on year to year basis by contribution to respective fund. The cost of providing benefits under this plan is also determined on the basis of actuarial valuation at each year end. Actuarial gain and losses for defined benefit plan are recognized in full in the period in which they occur in Statement of Profit & Loss.

Leave Encashment liability is provided for on actual basis and encashed in next year.

**Notes annexed to and forming part of the accounts**
**NOTE 2 : SHARE CAPITAL**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31st March, 2021 (Rs. in Lacs)
<b>AUTHORISED :</b>		
20000000 Equity Share of Rs.10/- each	<b>2000.00</b>	2000.00
	<b>2000.00</b>	<b>2000.00</b>
<b>ISSUED, SUBSCRIBED &amp; FULLY PAID UP</b>		
16500000 Equity Share of Rs.10/- each ( P.Y. 16500000 Equity Share of Rs.10 each )	<b>1650.00</b>	1650.00
	<b>1650.00</b>	<b>1650.00</b>

**1. Shareholders holding more than 5 % of shares**

<b>Name of Share Holder</b>	<b>As on 31.03.2022</b>		<b>As on 31.03.2021</b>	
	<b>Number of Shares</b>	<b>Percentage of Holding</b>	<b>Number of Shares</b>	<b>Percentage of Holding</b>
Shri J.C. Laddha	<b>9500000</b>	<b>57.58%</b>	9500000	57.58%
Shri Varun Laddha	<b>1500000</b>	<b>9.09%</b>	1500000	9.09%
Smt. Sunita Laddha	<b>1700000</b>	<b>10.30%</b>	1700000	10.30%
Elcon Finvest Enterprises Pvt.Ltd.	<b>3293000</b>	<b>19.96%</b>	3293000	19.96%
	<b>15993000</b>	<b>96.93%</b>	15993000	96.93%

**2. There are no shares issued for consideration other than cash in the last 5 financial years.**
**3. Reconciliation of shares**

	<b>As at 31st March, 2022</b>	<b>As at 31st March, 2021</b>
Shares at begining of the year	<b>16500000</b>	16500000
<b>Shares at closing of the year</b>	<b>16500000</b>	16500000

**4.** The Company has only one class of Equity Shares having a par value of Rs.10/-, Each holder of Equity Shares is entitled to one vote per share, There are no restrictions attached to any Equity Shares. The dividend proposed, if any, by the board of directors is subject to approval of the shareholders in ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the company in proportion to the number of Equity Shares held by the respective Shareholders.

**NOTE 3 : RESERVES AND SURPLUS**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31st March, 2021 (Rs. in Lacs)
<b>(a) Securities Premium Reserve</b>		
Opening Balance	<b>1303.99</b>	1303.99
Add : Received during the year	<b>0.00</b>	0.00
<b>Closing at the end of year</b>	<b>1303.99</b>	1303.99
<b>(b) Surplus in Statement of Profit &amp; Loss</b>		
Opening Balance	<b>7741.91</b>	5739.25
Add : Profit for the period	<b>9095.36</b>	2002.66
<b>Closing at the end of year</b>	<b>16837.27</b>	7741.92
<b>Total Reserves &amp; Surplus</b>	<b>18141.26</b>	9045.91

**NOTE 4 : LONG TERM BORROWINGS**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31st March, 2021 (Rs. in Lacs)
<b>SECURED</b>		
(a) Term Loans -From Banks	<b>17120.51</b>	17342.35
(b) ECLGS 2.0	<b>6896.54</b>	6813.10
<b>Total</b>	<b>24017.05</b>	24155.45
<b>UNSECURED</b>		
(a) Loan & Advances from Related Party	<b>102.75</b>	129.95
<b>Total</b>	<b>102.75</b>	129.95
<b>Total Long Term Borrowings</b>	<b>24119.80</b>	24285.40

**Conditions of Term Loans from Banks are Summarised Below :**

Term loans from banks are secured by first pari-passu charge by way of joint hypothecation created on all present and future movable plant & machinery of the company and is also secured by joint equitable mortgage on all immovable & movable assets of the company. The aforesaid term loans are also personally guaranteed by promoter directors of the company.

All Term loans are repayable in quarterly instalments.

Floating Rate - Carrying floating interest rate of 1Yr/ 6M MCLR + Spread ( 0.45% to 2.35% ) as on 31.03.22 (Previous Year 1 year MCLR + Spread ( 0.45% to 2.65% ) )

**ECLGS 2.0** are secured by way of extension of charge on primary & collateral securities.

**Date of Maturity and Instalments due are as under :**

<b>Sr. No.</b>	<b>Date of Maturity</b>	<b>Outstanding as on 31.03.2022</b>			<b>Installments due after 31.03.22</b>
		<b>Total Outstanding</b>	<b>Long Term Maturity</b>	<b>Current Maturity</b>	
<b>Terms Loans from Banks :</b>					
1	29.09.24	2155.90	1339.90	816.00	11
2	01.10.24	1542.00	1101.00	441.00	10
3	30.09.27	4780.88	3888.75	892.13	22
4	30.09.27	1567.23	1275.23	292.00	22
5	30.09.27	2194.50	1785.00	409.50	22
6	30.09.27	2429.05	1975.68	453.37	22
7	30.09.27	2429.60	1976.22	453.38	22
8	30.09.31	464.69	464.69	0.00	30
9	30.09.31	1741.21	1741.21	0.00	30
10	30.09.31	1546.00	1546.00	0.00	30
11	30.09.31	26.82	26.82	0.00	30
<b>ECLGS 2.0 Loans from Banks :</b>					
1	30.11.25	940.97	940.97	0.00	31
2	25.12.25	774.13	774.13	0.00	31
3	30.12.25	852.50	852.50	0.00	31
5	12.01.26	493.47	493.47	0.00	31
6	07.04.26	458.10	364.98	93.12	48
7	05.02.28	729.00	729.00	0.00	48
8	07.02.28	316.00	316.00	0.00	48
9	28.02.28	1168.00	1168.00	0.00	48
10	10.03.28	620.00	620.00	0.00	48
11	16.03.28	281.50	281.50	0.00	48
12	31.03.28	356.00	356.00	0.00	48
<b>Total</b>		<b>27867.55</b>	<b>24017.05</b>	<b>3850.50</b>	

<b>Sr. No.</b>	<b>Date of Maturity</b>	<b>Outstanding as on 31.03.2021</b>			<b>Installments due after 31.03.21</b>
		<b>Total Outstanding</b>	<b>Long Term Maturity</b>	<b>Current Maturity</b>	
<b>Terms Loans from Banks :</b>					
1	29.09.24	3269.28	2252.28	1017.00	15
2	01.10.24	2130.00	1689.00	441.00	14
3	30.09.27	5512.88	4780.88	732.00	26
4	30.09.27	1807.25	1567.00	240.25	26
5	30.09.27	2876.63	2540.63	336.00	27
6	30.09.27	2801.62	2354.06	447.56	26
7	30.09.27	2530.50	2158.50	372.00	26
<b>ECLGS 2.0 Loans from Banks :</b>					
1	30.11.25	1457.00	1335.58	121.42	48
2	25.12.25	1126.00	1055.62	70.38	48
3	30.12.25	1240.00	1162.50	77.50	48
4	30.12.25	2100.00	1968.75	131.25	48
5	12.01.26	700.00	670.84	29.16	48
6	25.02.26	633.00	619.81	13.19	48
<b>Vehicle Loans from Bank :</b>					
1	07.07.21 to 05.02.22	4.53	0.00	4.53	4 to 11
<b>Total</b>		<b>28188.69</b>	<b>24155.45</b>	<b>4033.24</b>	

**NOTE 5 : DEFERRED TAX LIABILITY**

Deferred tax liability has been calculated as per Accounting Standard 22 "Accounting for Taxes on Income" of ICAI. Major components are as under:

	As at 31st March, 2022 (Rs. in Lacs)	As at 31st March, 2021 (Rs. in Lacs)
<b>Deferred Tax Liability</b>		
Depreciation	<b>2163.28</b>	2695.40
Income Deferred as per IT Act	<b>0.00</b>	405.54
<b>Total</b>	<b>2163.28</b>	3100.94
 <b>Deferred Tax Assets*</b>		
Unabsorbed Depreciation	<b>0.00</b>	1564.78
Disallowance as per IT Act	<b>24.36</b>	27.68
<b>Total</b>	<b>24.36</b>	1592.46
 <b>Net Deferred Tax Liability</b>	<b>2138.92</b>	<b>1508.48</b>

\* Note : Deferred tax assets are recognized and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carry forward losses which are recognized to the extent that there is deferred tax liabilities or there is virtual certainty, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**NOTE 6 : SHORT-TERM BORROWINGS**

	As at 31st March, 2022 (Rs. in Lacs)	As at 31st March, 2021 (Rs. in Lacs)
<b>SECURED</b>		
(a) Loan Repayable on Demand		
From Banks	<b>13000.13</b>	9203.03
	<b>13000.13</b>	9203.03

Bank loans for working capital are secured against hypothecation of stocks of raw material, semi finished and finished goods and is also secured by second charge created in favour of the company's banker by way of joint equitable mortgage on immovable properties of the company which is ranking pari passu and also personally guaranteed by a promoter director of the company.

All loans are repayable on demand and carrying floating interest rate from 6.25 % to 8.65%. (Previous Year 7.90 % to 9.75%)

**NOTE 7 : TRADE PAYABLES**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
Trade Payable-Others	<b>954.72</b>	685.73
	<b>954.72</b>	685.73

Based on the information available with the company, no balance is due to Micro & Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as on 31st March 2022. Further during the year no interest has been paid to such parties or payable under the terms of the said Act.

**NOTE 8 : OTHER CURRENT LIABILITIES**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
(a) Current Maturities of Long-Term Debt	<b>3850.50</b>	4033.24
(b) Interest Accrued But Not Due	<b>45.04</b>	106.76
(c) Security Deposits	<b>0.00</b>	4.16
(d) Advance From Customers	<b>3.29</b>	0.54
(e) Liability Towards Staff and Worker	<b>197.19</b>	207.97
(f) Government Dues	<b>68.24</b>	29.12
(g) Income Tax Payable	<b>2.22</b>	56.05
(h) Other Liabilities For Expenses	<b>1516.87</b>	621.89
	<b>5683.34</b>	5059.73

**NOTE 9 : PROPERTY, PLANT & EQUIPMENT**

(Rs. in lacs)

SR. NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION & AMORTISATION			NET CARRYING VALUE	NET CARRYING VALUE
		As at 31-03-2021.	Additions	Deductions	As at 31-03-22	Up to 31-03-2021	Deductions	For the year (2021-22)	Total up to 31-03-22	
1 2	3	4	5	(3+4-5)=6	7	8	9	(7-8+9)=10	(6-10)=11	12
<b>A) Tangible Assets</b>										
1 Free Hold Land	1177.15	684.15	—	1861.30	—	—	—	—	1861.30	1177.15
2 Buildings ( Including Roads)	5883.18	19.61	5902.79	711.22	12464.28	11.72	2785.97	199.00	910.21	4992.58
3 Plant and Machinery	31059.18	615.45	37.83	31636.81	—	558.52	—	15,238.53	16398.28	18594.90
4 Electric Fitting & Water Supply Instt.	1815.20	34.66	—	1849.85	—	—	165.06	723.57	1126.28	1256.69
5 Furniture Fixture and Other	280.67	29.91	—	310.58	83.04	242.37	155.18	26.62	109.66	200.92
6 Office Equipments	224.54	19.59	1.76	224.54	158.32	86.04	12.14	23.71	177.22	65.15
7 Vehicles	152.98	21.83	16.49	—	—	—	18.21	92.11	66.21	66.94
<b>Total (A)</b>	<b>40592.89</b>	<b>1425.21</b>	<b>56.08</b>	<b>41962.02</b>	<b>14058.27</b>	<b>25.54</b>	<b>3218.57</b>	<b>17251.30</b>	<b>24710.72</b>	<b>26534.64</b>
<b>B) Intangible Assets (Acquired)</b>										
1 AVNL 132 KVA Line	712.45	—	101.28	611.17	33.84	4.81	29.03	58.06	553.11	678.60
2 Software Installation	118.30	0.55	—	118.85	75.72	—	17.95	93.66	25.19	42.59
<b>Total (B)</b>	<b>830.75</b>	<b>0.55</b>	<b>101.28</b>	<b>730.02</b>	<b>109.56</b>	<b>4.81</b>	<b>46.98</b>	<b>151.72</b>	<b>578.29</b>	<b>721.19</b>
<b>Total (A + B)</b>	<b>41423.64</b>	<b>1425.76</b>	<b>157.36</b>	<b>42692.04</b>	<b>14167.82</b>	<b>30.35</b>	<b>3265.55</b>	<b>17403.02</b>	<b>25289.02</b>	<b>27255.83</b>
<b>C) Capital Work in Progress:</b>										
1 Capital Work in Progress including P&M, Electric Installation, Water supply Etc	238.51	718.77	650.11	307.17	—	—	—	—	—	238.51
2 Building Under Construction	5.87	4450.04	19.61	4436.31	—	—	—	—	4436.31	5.87
3 Pre Operative Expenses	—	281.71	—	281.71	—	—	—	—	281.71	0.00
<b>Total (C)</b>	<b>244.39</b>	<b>5450.52</b>	<b>669.72</b>	<b>5025.18</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>5025.18</b>	<b>244.39</b>
<b>Total(A+B+C)</b>	<b>41668.03</b>	<b>6876.28</b>	<b>827.08</b>	<b>47717.22</b>	<b>14167.82</b>	<b>30.35</b>	<b>3265.55</b>	<b>17403.02</b>	<b>30314.20</b>	<b>27500.22</b>
<b>Previous Year</b>	<b>40273.08</b>	<b>1922.62</b>	<b>527.66</b>	<b>41668.03</b>	<b>10972.82</b>	<b>9.38</b>	<b>3204.37</b>	<b>14167.81</b>	<b>27500.22</b>	<b>29300.26</b>

i) a) Disposal from gross block represents sale/transfer/discard of property, plant &amp; equipments.

b) Deduction in depreciation is on account of sale/transfer/discard of property, plant &amp; equipments.

ii) No provision is required for impairment of assets according to AS-28 "Impairment of Assets" as the value in use as estimated by the management, is higher than the carrying amount of the assets as on Balance Sheet date. In order to arrive at the value in use, the company has reviewed the future earnings during remaining useful life of all its cash generating units as at the Balance Sheet date which has been discounted at the average long term lending rate of the Company.

**NOTE 10 : LONG TERM LOANS & ADVANCES**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
<b>UNSECURED, CONSIDERED GOOD</b>		
(a) Advance Against Plant & Machinery	<b>1810.69</b>	0.00
(b) Security Deposits	<b>305.23</b>	305.23
(c) Other- Prepaid Expenses	<b>4.61</b>	9.08
	<b>2120.53</b>	314.32

**NOTE 11 : INVENTORIES**
**(at lower of the Cost or Realisable Value - refer Accounting Policy - Note 1)**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
Raw Material		
— Polyester	<b>337.04</b>	177.89
— Cotton	<b>12451.72</b>	4762.69
— Comber	<b>296.25</b>	304.85
— Yarn for Knitting	<b>12.53</b>	23.52
Work in Progress		
— Fibre	<b>563.81</b>	401.39
— Yarn	<b>136.56</b>	161.82
— Fabric	<b>13.92</b>	9.74
Finished Goods		
— Yarn	<b>1003.12</b>	236.80
— Knitted Fabric	<b>499.99</b>	29.75
Stores & Spares	<b>464.20</b>	370.79
Others - Waste	<b>110.13</b>	45.82
	<b>15889.27</b>	6525.06

**NOTE 12 : TRADE RECEIVABLES (CURRENT)**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
(Unsecured considered good)		
Trade Receivable		
– Outstanding exceeding Six months	<b>52.83</b>	54.04
– Others	<b>12602.60</b>	10579.87
Provision for Doubtful Debts	<b>(33.88)</b>	(33.88)
	<b>12621.55</b>	10600.03

**NOTE 13 : CASH AND CASH EQUIVALENTS**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
(a) Balance with bank		
— Current Accounts	<b>569.10</b>	311.88
(b) Cash-in-Hand	<b>3.21</b>	13.76
(c) Fixed Deposits With Banks	<b>261.19</b>	246.42
	<b>833.51</b>	572.06

**NOTE 14 : SHORT- TERM LOANS & ADVANCES**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
Other Loans & Advances (Unsecured considered good)		
(a) Security Deposit	<b>7.68</b>	5.10
(b) Advance Against Supply	<b>325.44</b>	2268.18
(c) Prepaid Expenses	<b>120.03</b>	117.49
(d) Mat Credit Entitlement	<b>0.00</b>	924.48
(e) Income Tax Refund Receivable	<b>45.61</b>	272.47
(f) Advance Tax/TDS Receivable	<b>0.00</b>	0.00
(g) Duties, Claims and Balance with Govt. Authorities	<b>1088.66</b>	503.91
(h) Subsidies Receivable	<b>1618.03</b>	1540.52
(i) Export Incentives	<b>577.20</b>	115.70
(j) Others Receivable	<b>126.45</b>	177.56
	<b>3909.11</b>	5925.40

**NOTE 15 : OTHER CURRENT ASSETS**

	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	As at 31 st March, 2021 (Rs. in Lacs)
(a) Misc. Expenses To Be W/off	<b>0.00</b>	1.20
	<b>0.00</b>	1.20

**NOTE 16 : REVENUE FROM OPERATIONS**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>(a) Sales of Products</b>		
Manufactured Goods		
<b>DOMESTIC</b>		
Yarn	<b>34712.84</b>	22837.57
Knitted Fabric	<b>670.47</b>	2464.67
Waste	<b>1575.60</b>	1424.36
<b>TOTAL</b>	<b>36958.91</b>	26726.60
<b>EXPORT</b>		
Yarn	<b>36692.50</b>	24253.69
Knitted Fabric	<b>8013.17</b>	2072.82
<b>TOTAL</b>	<b>44705.67</b>	26326.52
<b>Sales</b>	<b>81664.58</b>	53053.12
<b>(b) Sale of Services</b>		
Testing Charges	<b>0.64</b>	0.32
Job Charges Received	<b>123.12</b>	119.41
<b>(c) Other Operating Income</b>		
Export Incentive	<b>2059.71</b>	520.40
Sale of Scrap	<b>75.96</b>	41.18
<b>Revenue from Operations</b>	<b>83924.01</b>	53734.43

**NOTE 17 : OTHER INCOME**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
(a) Misc. Receipts	–	0.38
(b) Liability no Longer Required Written Back	<b>0.11</b>	2.69
(c) Insurance Claim Receipt	<b>0.39</b>	0.44
(d) Profit on Sale of Fixed Assets	<b>1.23</b>	–
(e) Interest Received on Fixed Deposits	<b>11.07</b>	10.19
(f) Profit on Sale of Investment	<b>0.80</b>	2.33
	<b>13.60</b>	16.04

**NOTE 18 : COST OF MATERIAL CONSUMED**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
Opening Stock	<b>5268.95</b>	4694.29
Add: Purchses	<b>61768.43</b>	36151.42
	<b>67037.38</b>	40845.71
Less: Sales, Returns and Adjustments	<b>539.07</b>	460.34
	<b>66498.31</b>	40385.37
Less: Closing Stock	<b>13097.55</b>	5268.95
<b>Raw Material Consumed</b>	<b>53400.76</b>	35116.42
<b>Raw Material Consumption Under Broad Heads:</b>		
(A) Synthetic Fibres		
Polyester	<b>1607.21</b>	1090.05
(B) Natural Fibre		
a) Cotton	<b>50135.37</b>	33113.12
b) Comber	<b>1603.82</b>	839.32
c) Yarn	<b>54.36</b>	73.93
	<b>53400.76</b>	35116.42

**NOTE 19 : CHANGE IN INVENTORY**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>OPENING INVENTORY</b>		
Finished Goods- Yarn	<b>236.80</b>	986.37
Finished Goods- Knitted Fabric	<b>29.75</b>	140.45
Stock in Process	<b>572.95</b>	575.38
Waste	<b>45.82</b>	80.15
	<b>885.32</b>	1782.34
<b>CLOSING INVENTORY</b>		
Finished Goods- Yarn	<b>1003.12</b>	236.80
Finished Goods- Knitted Fabric	<b>499.99</b>	29.75
Stock in Process	<b>714.29</b>	572.95
Waste	<b>110.13</b>	45.82
	<b>2327.52</b>	885.32
<b>(Increase)/Decrease in Inventory</b>	<b>(1442.20)</b>	897.02

**NOTE 20 : EMPLOYEE BENEFITS EXPENSES**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
(a) Salaries, Wages and Bonus	<b>2569.68</b>	1843.65
(b) Contribution to Provident, Gratuity and Other Funds	<b>188.33</b>	139.87
(c) Workmen and Staff Welfare	<b>109.99</b>	97.69
	<b>2867.99</b>	2081.21

**NOTE 21 : FINANCE COST**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
(a) Interest Expenses (Net)	<b>1984.98</b>	1862.15
(b) Other Borrowing Costs	<b>121.64</b>	106.91
(c) Bank Charges	<b>117.80</b>	111.46
	<b>2224.42</b>	2080.52

**NOTE 22 : DEPRECIATION AND AMORTISATION EXPENSES**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
(a) Tangible Assets	<b>3206.85</b>	3153.08
(b) Intangible Assets	<b>42.17</b>	51.29
	<b>3249.01</b>	3204.37

**NOTE 23 : OTHER EXPENSES**

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>A. Manufacturing Expenses</b>		
(a) Stores and Spare Parts Consumed	<b>945.93</b>	803.98
(b) Power and Fuel	<b>4286.27</b>	3798.97
(c) Packing Expenses	<b>936.35</b>	671.00
(d) Processing and Job Charges	<b>2.19</b>	0.42
(e) Hank Yarn Obligation	<b>0.34</b>	0.47
(f) Repairs to Building	<b>95.93</b>	30.89
(g) Repairs to Machinery	<b>54.90</b>	52.70
(h) Repair & Maintenance (Other)	<b>37.54</b>	32.61
(i) House Keeping Expenses	<b>62.09</b>	59.14
	<b>6421.56</b>	5450.18

	<b>Year Ended 31st March, 2022 (Rs. in Lacs)</b>	Year Ended 31st March, 2021 (Rs. in Lacs)
<b>B. Administrative Expenses</b>		
(a) Insurance	<b>136.57</b>	136.28
(b) Rates and Taxes	<b>16.26</b>	11.38
(c) Directors' Travelling	<b>3.25</b>	0.27
(d) Charity and Donations	<b>1.63</b>	2.90
(e) CSR Expenses	<b>34.41</b>	26.32
(f) Payment to Auditors		
— Audit Fees	<b>3.50</b>	2.00
— Reimbursement of Expenses	<b>0.11</b>	0.02
(g) Misc. Expenses W/off	<b>1.20</b>	1.20
(h) Advertisement	<b>1.47</b>	0.85
(i) Other Miscellaneous Expenses	<b>194.60</b>	173.46
	<b>393.00</b>	354.68
<b>C. Selling Expenses</b>		
(a) Commission	<b>125.23</b>	81.87
(b) Claims and Rebates	<b>1.66</b>	0.56
(c) Freight, Forwarding and Octroi	<b>232.81</b>	264.97
(d) Expenses on Export Sales:		
Ocean Freight	<b>2011.90</b>	591.60
Commission	<b>705.61</b>	491.96
Others	<b>767.71</b>	518.87
(e) Other Selling Expenses	<b>17.21</b>	12.97
	<b>3862.14</b>	1962.81
<b>D. Other Expenses</b>		
Loss on Sale/Discard Of Fixed Assets	<b>0.00</b>	9.29
Bad Debts & Provision for Doubtful Debts	<b>4.86</b>	66.38
	<b>4.86</b>	75.66
	<b>10681.55</b>	7843.33

**24. EMPLOYMENT BENEFIT PLANS**

The company has complied with Accounting Standard 15 (Revised 2005) and the required disclosure are given here under:

**(a) Defined Benefit Plans - Gratuity**

<b>Particulars</b>	<b>As at 31st March, 2022 (Rs. in Lacs)</b>	<b>As at 31st March, 2021 (Rs. in Lacs)</b>
(i) Reconciliation of opening and closing balance of defined benefit obligation		
a) At the beginning of the year	<b>86.79</b>	66.94
b) Interest cost	<b>5.97</b>	4.54
c) Current service cost	<b>16.04</b>	14.86
d) Benefits paid	<b>(8.78)</b>	(2.31)
e) Actuarial (gain)/loss on obligation	<b>23.11</b>	2.76
f) Defined Benefits obligations at the year end	<b>123.13</b>	86.79
(ii) Reconciliation of Opening and Closing Balances of Fair value of plan assets		
a) At the beginning of the year	<b>86.79</b>	66.94
b) Expected return on plan assets	<b>4.51</b>	3.83
c) Employer contributions	<b>40.69</b>	20.12
d) Fund Management Charges	<b>(0.08)</b>	(1.80)
e) Benefits paid	<b>(8.78)</b>	(2.30)
f) Actuarial gain/(loss) on plan assets and opening difference	—	—
g) Fair value of plan assets at the year end	<b>123.13</b>	86.79
(iii) Reconciliation of the present value of obligation and assets		
a) Present value of obligation as at the end of the period	<b>123.13</b>	86.79
b) Fair value of plan assets at the end of the period	<b>123.13</b>	86.79
c) Amount recognized in Balance Sheet(a-b-c)	—	—
(iv) The total Expenses recognised in the statement of profit & Loss during the year		
a) Current service cost	<b>16.04</b>	14.86
b) Interest cost	<b>5.97</b>	4.54
c) Expected return on plan assets	<b>(4.51)</b>	(3.39)
d) Net actuarial (gain)/ loss recognized in the period	<b>23.19</b>	4.10
e) Expenses recognized in the statement of profit & losses	<b>40.69</b>	20.12

<b>Particulars</b>	<b>Policy NO</b>	<b>Investment with</b>
(v) Investment Details of Plan Assets:		
Gratuity Fund Trust-1	<b>101000476</b>	<b>LIC of India</b>
Gratuity Fund Trust-1	<b>101001548</b>	<b>LIC of India</b>
(vi) There are no amount included in the fair value of plan assets for		
(a) Company's own financial instruments		
(b) Property occupied by or other assets used by the company		
(vii) Principal Actuarial Assumptions at the Balance Sheet date		

<b>Particulars</b>	<b>As at</b>	
	<b>31st March, 2022</b>	<b>As at 31st March, 2021</b>
(i) Discount Rate	7.27 % per annum	6.88 % per annum
(ii) Expected Rate of return on plan assets	7.00 % per annum	6.76 % per annum
(iii) Future Salary Increase	5.00 % Per annum	5.00 % Per annum

The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by the actuary. The actual return on plan assets for the year and estimate of contribution for the next year as per actuarial valuation is as under:

<b>S. No.</b>	<b>Particulars</b>	<b>(Rs. in Lacs)</b>	
		<b>Actual Return</b>	<b>Estimate of Contribution for next Year</b>
a)	Gratuity	<b>4.43</b>	26.59

<b>(viii) Experience Adjustment:</b>	<b>As at</b>	
	<b>31st March, 2022</b>	<b>As at 31st March, 2021</b>
a) Defined Benefit Obligation	<b>123.13</b>	86.79
b) Plan assets	<b>123.13</b>	86.79
c) Surplus/(deficits)	—	—
d) Experience Adjustment on Plan Liabilities (loss)/gain	<b>(23.87)</b>	(2.90)
e) Experience Adjustment on Plan Assets (loss)/gain	<b>(.07)</b>	(1.34)

**(b) Defined Contribution Plans**

Amount recognized as an expenses	(Rs. in Lacs)	
Particulars	2021-22	2020-21
Employers Contribution to Provident Fund	<b>109.17</b>	84.82

**25. Earning Per Share**

The basic and diluted earnings per share have been calculated as per AS-20 by dividing net profit for the year attributable to equity shareholder by the weighted average number of equity share as under:

Particulars	2021-22	2020-21
Net Profit After Tax	<b>9095.36</b>	2002.66
Net Profit Available to Equity Shareholders	<b>9095.36</b>	2002.66
Average No. of Equity Share Outstanding During The Year (Nos.)	<b>16500000</b>	16500000
Basic and Dilutive Earning Per Share in Rupees	<b>55.12</b>	12.14

**26. Contingent Liabilities not provided for in respect of :**

Particulars	2021-22	2020-21
Service Tax Demand	<b>16.63</b>	16.63
VAT Tax Demand	<b>20.75</b>	20.75
Letter of Credit by Banks	<b>5399.14</b>	263.42
Bills Discounted by Banks	<b>2924.43</b>	1801.24
Capital Commitments against Capex	<b>11399.30</b>	–
Export Obligation against EPGC Licence	<b>74.35</b>	–

**27.** The Company hedges its export realizations through foreign exchange derivative & hedge contracts in the normal course of business so as to reduce the risk of exchange fluctuations. No foreign exchange derivative & hedge contracts are taken / used for trading or speculative purpose. Following the principles of prudence, the company has not accounted for gain during the current year, computed on mark to market basis on the foreign exchange derivative & hedge contracts, outstanding as on 31st March, 2022.

**28.** Related party disclosure in accordance with the accounting standard 18 issued by the ICAI is given below:

- i. Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprises (this includes holding companies, subsidiaries and fellow subsidiaries).  
None
- ii. Associate  
None
- iii. Individuals owning directly or indirectly, on interest in the voting power of the reporting enterprises that gives them control or significant influence over the enterprise, and relatives of any such individual - None
- iv. Key management personnel and their relatives
  - a. Shri J.C. Laddha
  - b. Shri Varun Laddha
  - c. Smt. Sunita Laddha
  - d. Smt. Tanisha Laddha
  - e. J C Laddha HUF
  - f. Varun Laddha HUF
- v. Enterprises over which any person described in (i) or (iv) is also to exercise significant influence.

**Sr.No.              Company's Name**

- 1. Elcon Finvest Enterprises Private Limited
- 2. Lagnam Spintex Limited
- 3. BSL Limited
- 4. Vinati Organics Ltd

vi. Transaction with related parties: The following transactions were carried out with the related parties in the ordinary course of business:

For the parties referred to in item (iv) above

<b>Particulars</b>	<b>2021-22</b> <b>(Rs. in Lacs)</b>	<b>2020-21</b> <b>(Rs. in Lacs)</b>
a) With Managing Director		
i) Remuneration - Salary	<b>112.15</b>	56.49
- Other perquisites	<b>5.99</b>	3.60
ii) Interest	—	—
b) With Directors		
i) Remuneration - Salary	<b>206.72</b>	99.41
- Other perquisites	<b>12.25</b>	3.60
c) Relatives		
i) Interest	<b>21.92</b>	1.71
ii) Unsecured Loan Payable	<b>102.75</b>	129.95

For the parties referred to in (v) above

<b>Particulars</b>	<b>2021-22</b> <b>(Rs. in Lacs)</b>	<b>2021-22</b> <b>(Rs. in Lacs)</b>
a) Sales	—	35.42
b) Trade Receivable	—	4.15

**29.** Previous year figures regrouped and rearranged wherever found necessary to make those comparable the same with current year.

**30.** Additional Regulatory Information

#### **A. Shareholding of Promoters**

<b>Promoter name</b>	<b>As at 31.03.2022</b>		<b>As at 31.03.2021</b>		<b>% Change during the year</b>
	<b>No. of Shares</b>	<b>% of Total Shares</b>	<b>No. of Shares</b>	<b>% of Total Shares</b>	
1 J.C. Laddha	9500000	57.58	9500000	57.58	—
2 Varun Laddha	1500000	9.09	1500000	9.09	—
3 Sunita Laddha	1700000	10.30	1700000	10.30	—
4 Tanisha Laddha	305000	1.84	305000	1.84	—
5 J.C. Laddha HUF	130000	0.79	130000	0.79	—
6 Varun Laddha HUF	72000	0.44	72000	0.44	—
7 Elcon Finvest & Enterprises Pvt Ltd	3293000	19.96	3293000	19.96	—
Total	<b>16500000</b>	<b>100.00</b>	<b>16500000</b>	<b>100.00</b>	

**B. Capital work in progress ageing**
**(Rs.in Lacs)**

Particulars	As at 31.03.2022	As at 31.03.2021
<b>Projects in progress</b>		
Less than 1 year	<b>5025.18</b>	244.39
More than 1 year	—	—
Total	<b>5025.18</b>	244.39

**C. Trade Receivables ageing from due date of payment**
**(Rs.in Lacs)**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Undisputed Trade receivables - Considered Good	Undisputed Trade receivables - Considered doubtful	Undisputed Trade receivables - Considered Good	Undisputed Trade receivables - Considered doubtful
Less than 6 months	<b>12602.60</b>	—	10579.87	—
6 months - 1 year	<b>18.95</b>	—	—	—
1 - 2 Years	—	—	20.17	16.04
2 - 3 Years	—	<b>16.04</b>	—	7.56
More than 3 years	—	<b>17.84</b>	—	10.28
Provision for doubtful debts	—	<b>(33.88)</b>	—	(33.88)
Total	<b>12621.55</b>	<b>0.00</b>	10600.04	0.00

**D. Trade Payable ageing from due date of payment**
**(Rs.in Lacs)**

Particulars	As at 31.03.2022		As at 31.03.2021
MSME	Less than 1 year	—	—
	More than 1 year	—	—
Others	Less than 1 year	<b>954.72</b>	685.73
	More than 1 year	—	—
Total	Less than 1 year	<b>954.72</b>	685.73
	More than 1 year	—	—

**E.** During the year the company has taken term loan of Rs. 20900 Lacs for its cotton spinning project & other modernization/replacement projects and GECL loan of Rs. 3752 Lacs for its working capital requirements. All these loans are utilized for the same purpose.

**F.** The company has borrowed Rs. 13000.13 Lacs from banks on basis of security of current assets. All the quarterly returns and statements of current assets filled by the company during the year with banks are in agreement with the books of accounts.

**G.** The Company has not been declared willful defaulter by any bank or lender during the year.

**H. Ratio Analysis:**

S. No.	<b>Ratios</b>	<b>Fourmla</b>	<b>For the year ended</b>	
			<b>31.03.2022</b>	<b>31.03.2021</b>
1	Current Ratio	Current Assets / Current Liabilities	1.69	1.58
2	Debt-Equity Ratio	Total Long term Debt / Shareholders Equity	1.22	2.27
3	Debt Service Coverage Ratio	Earnings available for debt services/Debts services (Term Loan)	2.68	1.87
4	Return on Equity Ratio	Profit After Tax / Share Holder Equity	45.96%	18.72%
5	Inventory turnover ratio	Turnover / Closing Inventory	36.06	60.69
6	Trade Receivables turnover ratio	Turnover / Closing Receivables	6.65	5.07
7	Trade payables turnover ratio	Purchases / Closing Payables	66.20	54.25
8	Net capital turnover ratio	Net Sales / Working Capital	6.16	6.19
9	Net profit ratio	Profit After Tax / Turnover	10.84%	3.73%
10	Return on Capital employed	Earnings Before Interest and Tax / Capital Employed	24.13%	9.25%
11	Return on investment	(Book Value Closing -Opening) / Book Value - Opening	85.04%	23.04%

**I.** The company has not advanced or loaned or invested funds to any other person or entity including foreign entity during the year with the understanding that the intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiary) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiary.

**J.** The company has not received any fund from any persons or entity including foreign entity (funding party) during the year with the understanding that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

**K.** The company has not surrendered or disclosed any transaction, not recorded in the books of accounts as income during the year in the tax assessment under the Income Tax Act ,1961

**L. CSR Expenditure**

Being the net profits of the company are higher than the prescribed limits, the company is covered under section 135 of the Companies Act, 2013 and liable to incur expenditure on CSR activities.

Details of CSR activities are as under:

- a Amount required to be spent by the company during the year, Rs. 34.17 lacs
- b Amount of expenditure incurred Rs. 34.41 lacs
- c Shortfall at the end of the year Rs. NIL
- d Total of previous years shortfall, Rs. NIL
- e Reason for shortfall, Not Applicable
- f Nature of CSR activities, Education, Health, Sports, Conservation of Soil,
- g Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard, Rs. NIL
- h Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately. Not Applicable
- M.** The company has not made any transaction in crypto currency or virtual currency during the year.
- N.** Information pursuant to Part II of Schedule III of the Companies Act, 2013, to the extent applicable:

**a. Installed Capacity (As Certified by the Management)**

<b>Description</b>	<b>Mar-22</b>	<b>Mar-21</b>
Rotors	2208	2208
Ring Spindles	28560	28560
Ring Spindles (Compact Spinning)	43776	43776
Knitting Machines (Nos.)	24	18
Solar Power Plant (MW)	2.29	1.74

**b. Raw Material Consumed**

<b>Description</b>	<b>2021-22</b>		<b>2020-21</b>	
	<b>MT</b>	<b>(Rs.in Lacs)</b>	<b>MT</b>	<b>(Rs.in Lacs)</b>
Cotton/Comber	34357.79	51739.21	30849.30	33952.44
Polyester	1764.88	1607.19	1581.32	1090.05
Yarn	3.28	54.36	14.88	73.93
<b>Total</b>	<b>36125.95</b>	<b>53400.76</b>	<b>32445.50</b>	<b>35116.42</b>

**(c) Details of Imported & Indigenous Raw Material and Spare Parts and Components Consumed:**

		2021-22		2020-21	
Description		(Rs.in Lacs)	Percentage	(Rs.in Lacs)	Percentage
(i) <b>Raw Material</b>					
Imported		—	—	—	—
Indigenous		53400.76	100.00	35116.42	100.00
<b>Total</b>		<b>53400.76</b>	<b>100.00</b>	<b>35116.42</b>	<b>100.00</b>
(ii) <b>Stores &amp; Spares</b>					
Imported		218.90	23.14	255.95	31.84
Indigenous		727.03	76.86	548.03	68.16
<b>Total</b>		<b>945.93</b>	<b>100.00</b>	<b>803.98</b>	<b>100.00</b>

**(d) FOB Value of export** (Rs.in Lacs)

Description	2021-22	2020-21
FOB Value	<b>42116.78</b>	25416.28

**(e) Value of imports calculated on CIF basis in respect of:** (Rs.in Lacs)

Description	2021-22	2020-21
Machineries	<b>329.00</b>	149.05
Spare Parts	<b>191.83</b>	286.82
Raw Material	—	—

**(f) Other Expenditure in Foreign Currency :** (Rs. in Lacs)

Sr. No.	Particulars	2021-22	2020-21
1	Travelling Expenses	—	—
2	Commission/Claims/Ocean Freight		
	– Commission	<b>306.72</b>	264.26
3	Others	<b>2.99</b>	1.72
	<b>Total</b>	<b>309.71</b>	<b>265.98</b>

As per our attached report of even date

**For SSMS & Associates**

Chartered Accountants

Firm Registration No. 019351C

**(Satish Somani)**

Partner

Membership No.076241

Place : Bhilwara

Date : 16.04.2022

UDIN - 2207641AHGSLU8402

For and on behalf of the Board

**(J.C.Laddha)**

Chairman

(DIN - 00118527)

**(Varun Laddha)**

Managing Director

(DIN - 01635880)

**(Yogesh Kumar Singhal)**

Company Secretary

(M.No. FCS 11099)

# Progress of the Project



# **SUDIVA SPINNERS PRIVATE LIMITED**

**91 KM Stone, NH-79, Village - Dhunwalia  
Post - Sareri, Dist. - Bhilwara - 311024**