

SECUR INDUSTRIES LIMITED

**THIRTY FIRST ANNUAL REPORT
2019-2020**

SECUR INDUSTRIES LIMITED

COMPANY INFORMATION

BOARD OF DIRECTORS

| | | |
|--------------------------|---|----------------------|
| MR. HARI PRAKASH AGRAWAL | : | DIRECTOR |
| MR. ASHUTOSH AGRAWAL | : | MANAGING DIRECTOR |
| MRS. SHILPA AGARWAL | : | INDEPENDENT DIRECTOR |
| MR. ANIL KUMAR AGGARWAL | : | INDEPENDENT DIRECTOR |

STATUTORY AUDITORS

RAJENDRA K AGARWAL & COMPANY, CHARTERED ACCOUNTANTS,
Firm Registration No. 0020049C
Regd Off: III F, 261A, Nehra Nagar, Rakesh Marg, Ghaziabad - 201001 (Uttar Pradesh)

BANKERS

BANK OF INDIA

REGISTERED OFFICE

545, KIRTAN WALI GALI, CHOTI BAZARIA,
GHAZIABAD UTTAR PRADESH- 201001

WEBSITE

www.securindustriesltd.in

EMAIL

agar@bol.net.in

CONTACT NO.

011-23262982

REGISTRAR & TRANSFER AGENT

BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LTD
Beetal House, 3rd Floor, 99, Madangir, behind LSC, New Delhi – 110 062
Phone Nos. 011–29961281–283.

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE (31st) THIRTY FIRST ANNUAL GENERAL MEETING OF SECUR INDUSTRIES LIMITED WILL BE HELD ON SATURDAY, 19TH DECEMBER, 2020 AT 10:00 A.M. IST THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Board Reports and Auditors thereon.
- To consider appointment of a Director in place of Mr. Hari Prakash Agrawal, who retires by rotation and being eligible, offers himself for re-appointment as Director and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions if any, of the Companies Act, 2013, the approval of the members of the company be and is hereby accorded to the reappointment of Mr. Hari Prakash Agrawal, as Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

- To Re-appoint Mr. Ashutosh Agrawal as Managing Director**

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

“**RESOLVED THAT** in accordance with the provisions of Sections 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Ashutosh Agrawal (DIN: 00421089) as Managing Director, for a period of 5 (five) years from the expiry of his present term of office, i.e., with effect from 01st November, 2020 on the terms and conditions including remuneration as mentioned there in under:

| Particulars | Terms & Condition |
|--------------|--|
| Term period | Upto 5 Years w.e.f 1st November, 2020 |
| Salary | Agreed terms and conditions |
| Sitting fees | Mr. Ashutosh Agrawal shall not be paid sitting fees for attending meetings of the Board/Committee thereof, during his tenure as Managing Director of the Company |

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the ‘Board’ of the Company hereinafter referred to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board by this resolution be and is hereby authorize to revise, amend, Alter and/or vary the terms and conditions in relation to the above remuneration in such manner as may be permitted in accordance with the provisions of the Act and/or to the extent as may be required, by the lenders, Central Government or any other persons while according the approval.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby severally authorized to sign and file the necessary forms with the Registrar of Companies and to do all such acts and things which are ancillary or incidental to give effect to the above resolution.”

- To Appoint Mr. Shyam Sharma as Director**

To Consider and if thought fit, to pass, with or without modification(s), if any, the following resolution as a **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the

Articles of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Shyam Sharma as Director of the Company having DIN:08177476 with effect from 19th December, 2020.

RESOLVED FURTHER THAT Mr. Ashutosh Agrawal Managing Director and/or Mr. Hari Prakash Agrawal, Director of the Company be and is hereby authorized severally to file e-Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts/ deeds/ things as may deem fit to give effect to this resolution."

**For & on Behalf of Board of Directors,
Secur Industries Limited.**

**Ashutosh Agrawal
(Managing Director)
DIN: 00421089**

Date: 21.09.2020

Place: Ghaziabad

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by CDSL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.securindustriesltd.in.

7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
9. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
10. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, including certificate from the Auditors of the Company under Regulation 13 of the SEBI (Share Based Employee Benefits) Regulations, 2014 will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to agar@bol.net.in
11. Members are requested to notify the Company of any change in address or demise of any member as soon as possible.
12. Members holding shares in single name in physical form are advised to make nomination in respect of their shareholding in the Company and for cancellation and variation of nomination in Form SH- 13 and SH-14, respectively, the same forms can be obtained from the Registrar and Transfer Agent of the Company.
13. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio.
14. Non-Resident Indian members are requested to inform RTA/ respective DPs, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
15. The Board of Directors of the Company has appointed Mr. Vikas Kumar Verma, Managing Partner of M/s Vikas Verma & Associates, New Delhi as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
16. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 48 hours of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
17. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at www.securindustriesltd.in immediately after the result is declared. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Wednesday, 16-12-2020 at 10.00am and ends on Friday, 18-12-2020 at 5.00pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 12-12-2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

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

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

- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

Note for Non – Individual Shareholders and Custodians – Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer Mr. Vikas Verma (Membership No.- F9192, COP: 10786) Managing Partner of M/s. Vikas Verma & Associates, Company Secretaries at vikasverma@vvanda.com and to the Company at the email address agar@bol.net.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 12th December, 2020.

If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

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

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

Item No.3 The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

Mr. Ashutosh Agrawal was re-appointed as Managing Director of the Company w.e.f. 1st November, 2020 for a period of 5 years.

In the aforesaid facts, the Board of Directors of the Company in its meeting held on 21st September, 2020 had approved the re-appointment of Mr. Ashutosh Agrawal as Managing Director of the Company as set out in this Resolution.

The documents related to the aforesaid transaction, shall be open for inspection (in physical or electronic form) by the Members at the registered office of the Company during normal business on all working up to date of Annual General Meeting.

Mr. Ashutosh Agrawal may be deemed to be concerned or interested, financially or otherwise, in respect of his appointment.

Save and except as above, none of the other Director or Key Managerial Personnel of the Company and their respective relative is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

STATEMENT PURSUANT TO CLAUSE (B) OF SECTION - II OF SCHEDULE V OF THE COMPANIES ACT, 2013

| | | | | |
|----|--|--|-------------------------|-------------------------|
| 1. | Nature of Industry | NA | | |
| 2. | Date of expected date of commencement of commercial production | NA | | |
| 3. | In case of New Companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus | NA | | |
| 4. | Financial Performance based on given indicators | Particulars | 2019-20 (Rs in Lacs) | 2018-19 (Rs in Lacs) |
| | | Total Income | NA | NA |
| | | Profit Before Exceptional and Extra-ordinary Items & Tax | NA | NA |
| | | Exceptional Items | NA | NA |
| | | Extra-Ordinary Items | NA | NA |
| | | Profit Before Tax | NA | NA |
| | | Tax | NA | NA |
| | | Profit After Tax | NA | NA |
| | | Equity Capital (face value Rs. 1) | NA | NA |
| 5 | Foreign Investment or Collaboration | | NA | NA |

II. INFORMATION ABOUT THE APPOINTEE:**1. Background Details**

Mr. Ashutosh Agrawal is having more than twenty years of experience in field of international trade of commodities and steel industries.

2. Past Remuneration:

Last withdrawn remuneration of Mr. Ashutosh Agrawal for the period of 2020 is Nil.

3. Recognition or awards:

Mr. Ashutosh Agrawal is instrumental in growing the business of the Company. His knowledge and expertise is invaluable to the Company and his presence on the Board has enabled the Company in maintaining the continuity in strategic leadership and governance.

4. Job Profile and his suitability:

In the capacity of Managing Director of the Company Mr. Ashutosh Agrawal shall be responsible for defining and executing business strategy of the Company or such other roles and responsibilities as may be assigned to him by the Board from time to time.

5. Remuneration proposed:

- a) Gross remuneration is Nil.
- b) In addition to fixed gross monthly remuneration as above, contribution to provident fund, superannuation fund or annuity fund, if any, to the extent these either singly or put together are not taxable under the Income Tax Act, 1961. Gratuity and encashment of leave, shall be payable as per policy of the Company.

6. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Ashutosh Agrawal is holding 38,401 equity share of the Company. Accordingly, he may be deemed having pecuniary relation, directly and indirectly, with the Company.

III. REASONS AND JUSTIFICATION FOR PAYMENT BEYOND LIMITS SPECIFIED IN SCHEDULE V:

Proposed remuneration of Mr. Ashutosh Agrawal is nil so there provisions of the Companies Act 2013 and Rules made thereunder are not applicable.

Approval of shareholders by way of special resolution is required for re-appointment of Mr. Ashutosh Agrawal.

The Board recommends for approval by the members the resolution as set out at Item No. 3 of the Notice as a Special Resolution.

Except Mr. Ashutosh Agrawal, none of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions, as set out at Item No. 3 of the Notice.

The documents related to the aforesaid transaction, shall be open for inspection (in physical or electronic form) by the Members at the Registered Office of the Company during normal business hours on all working days up to the date of the Annual General Meeting.

Item No. 4: The Directors recommend the aforesaid resolution for the approval by the members as Ordinary Resolution.

Mr. Shyam Sharma to be appointed as Director of the Company w.e.f. 19th December 2020.

In the aforesaid facts, the Board of Directors of the Company in its meeting held on 21st September, 2020 had approved the appointment of Mr. Shyam Sharma as Director of the Company as set out in this Resolution.

The documents related to the aforesaid transaction, shall be open for inspection (in physical or electronic form) by the Members at the registered office of the Company during normal business on all working days up to date of Annual General Meeting.

Save and except as above, none of the other Director or Key Managerial Personnel of the Company and their respective relative is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

**For & on Behalf of Board of Directors,
Secur Industries Limited.**

**Ashutosh Agrawal
(Managing Director)
DIN: 00421089**

Date: 21.09.2020

Place: Ghaziabad

BOARD REPORT

To,

The Members,

Secur Industries Limited

Your Directors have pleasure in presenting the 31st Annual Report together with the Audited statement of accounts of the Company for the financial year ended 31st March, 2020.

1. FINANCIAL RESULTS

| SI. No. | PARTICULARS | (2019-2020) Amount (INR) | (2018-2019) Amount (INR) |
|---------|--|-----------------------------|-----------------------------|
| 1. | Revenue from operations | – | 3,28,872 |
| 2. | Other income | 35,469 | 10,818 |
| 3. | Total Revenue | 35,469 | 3,39,690 |
| 4. | Employee Benefits Expenses | 7,68,743 | 6,01,678 |
| 5. | Finance Cost | – | – |
| 6. | Depreciation and amortization expenses | 5,305 | 5,305 |
| 7. | Other Expenses | 21,50,884 | 24,35,150 |
| 8. | Total Expenses | 29,24,932 | 30,42,133 |
| 9. | Profit Before Tax | (28,89,463) | (27,02,443) |
| 10. | Tax Expenses | – | – |
| 11. | Profit for the Year | (28,89,463) | (27,02,443) |
| 12. | Other Comprehensive Income | – | – |
| 13. | Total Comprehensive Income | – | – |

2. REVIEW OF OPERATIONS/STATE OF COMPANY'S AFFAIRS

- There is no revenue generated from operations during the current financial year as against the previous year. Revenue generated in the previous year is INR 3,28,872/- and the turnover of the Company has declined as compared to previous year. The management of the Company is putting their best efforts to improve the performance of the Company.
- During the year company has suffered loss of INR 28,89,463 which is more than as compares to the previous year.

3. CHANGE IN THE NATURE OF BUSINESS:

There were no Changes in the Nature of Business of the Company during the Financial Year.

4. SHARE CAPITAL

The Authorized Share Capital of the Company is INR 5,00,00,000/- divided into 4,80,00,000 Equity Shares of Rs. 1/- each and 20,000 11% Redeemable Cumulative Preference Shares of Rs. 100/- each. During the year under review, the Company has allotted 35,00,000 Equity Share of Rs. 1 each. The Company's issued, subscribed and paid-up equity share capital on March 31, 2020 is Rs. 1,89,22,929 divided into 1,92,10,249 (inclusive of unpaid amount of INR 2,87,500) Equity Shares of 1/- each.

5. DIVIDEND

The Company has suffered losses during the year and therefore Board of Directors did not recommend any dividend for the Financial year ended 31st March 2020

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

7. NUMBER OF MEETING OF BOARD OF DIRECTORS

During the year the under review board met 5 (five) times to deliberate on various matters. The Meetings were held as on 10.07.2019, 24.08.2019, 14.10.2019, 15.01.2020 & 12.03.2020. The maximum interval between any two meetings did not exceed 120 days.

| Name of Director | No. of Board Meeting held | No. of Meetings Attended |
|----------------------|---------------------------|--------------------------|
| Anil Kumar Aggarwal | 5 | 5 |
| Hari Prakash Agrawal | 5 | 5 |
| Shilpa Agarwal | 5 | 5 |
| Ashutosh Agrawal | 5 | 5 |

8. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, the Directors of the Company hereby states that:

- In the preparation of the annual accounts for the year ended 31st March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Profit and Loss of the company for that period;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the annual accounts on a Going Concern Basis.
- The Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. DECLARATION OF INDEPENDENCE OF DIRECTORS

Mrs. Shilpa Agarwal and Mr. Anil Kumar Aggarwal, Independent Directors of the Company have given the requisite declaration confirming that they meet the criteria of independence as per the provisions of Section 149(6) of Companies Act, 2013.

10. CESSATION OF PERIOD OF INDEPENDENT DIRECTORS:

The period of both the Independent Directors i.e. Mrs. Shilpa Agarwal and Mr. Anil Kumar Aggarwal, are going to expired and Company does not want to re-appoint them due to not applicability of the provisions of Section 149(4) of the Companies Act 2013.

Period of office of both the Independent Directors i.e. Mrs. Shilpa Agarwal and Mr. Anil Kumar Aggarwal are vacated from the board with effect from 19th December, 2020.

11. AUDIT COMMITTEE

The Board of Directors of the Company has constituted Audit Committee u/s 177 of the Companies Act, 2013 consisting of 3 (Three) members Mrs. Shilpa Agarwal (Independent Director), Mr. Hari Prakash Agrawal (Director) & Mr. Anil Kumar Aggarwal (Independent Director) Mrs. Shilpa Agarwal is the Chairman of the Audit Committee.

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The audit committee oversees the work carried out in the financial reporting process by the Management and the independent auditors, and notes the processes and safeguards employed by each of them. The Audit Committee has the ultimate authority and responsibility to select, evaluate and, where appropriate, replace the independent auditors in accordance with the law. All possible measures must be taken by the Audit Committee to ensure the objectivity and independence of the independent auditors.

All recommendations made by the Audit Committee during the year were accepted by the Board.

12. AUDIT COMMITTEE MEETING AND ATTENDANCE

During the year under review 5 (five) meetings of the Audit committee were held on 10.07.2019, 24.08.2019, 14.10.2019, 15.01.2020 & 12.03.2020. The maximum interval between any two meetings did not exceed 120 days.

| Names of Members | Designation | No. of Meeting held | No. of Meetings Attended |
|----------------------|----------------------|---------------------|--------------------------|
| Anil Kumar Aggarwal | Independent Director | 5 | 5 |
| Hari Prakash Agrawal | Director | 5 | 5 |
| Shilpa Agarwal | Independent Director | 5 | 5 |

13. SHAREHOLDERS' / INVESTORS' GRIEVANCE COMMITTEE (STAKEHOLDER RELATIONSHIP COMMITTEE)

The Board of Directors of the Company has constituted Shareholders/ Investors Grievance Committee (Stakeholder Relationship Committee) consisting of 3 (Three) members Mrs. Shilpa Agarwal (Independent Director), Mr. Hari Prakash Agrawal (Director) & Mr. Anil Kumar Aggarwal (Independent Director). Mr Anil Kumar Aggarwal is the Chairman of the above said Committee.

During the year under review, 2(Two) meetings of Shareholders Grievances committee were held during the financial year 2019-2020. The dates on which such meetings were held are 24.08.2019 & 14.10.2019.

| Names of Members | Designation | No. of Meeting held | No. of Meetings Attended |
|----------------------|----------------------|---------------------|--------------------------|
| Anil Kumar Aggarwal | Independent Director | 2 | 2 |
| Hari Prakash Agrawal | Director | 2 | 2 |
| Shilpa Agarwal | Independent Director | 2 | 2 |

14. VIGIL MECHANISM

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors have formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(9) & (10) of the Companies Act, 2013. The Policy aims to encourage and facilitate employees to report concerns about unethical behavior, actual/suspected frauds and violation of Company's Code of Conduct or Ethics Policy

15. POLICIES ON NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Committee constituted by the Board of Directors have laid down the following policies:

Criteria for nomination as Director, Key Managerial Personnel and Independence of a Director:

- a. Criteria for determining Remuneration of Directors, Key Managerial Personnel and Senior Management Other Employees of the Company.

b. Evaluation of performance of the members of the Board, Key Managerial Personnel.

1 (One) meetings of the Nomination & Remuneration Committee were held during the year. The dates on which the said meetings were held: 24.08.2019.

| Names of Directors | No. of Meeting held | No. of meetings attended |
|---------------------|---------------------|--------------------------|
| Anil Kumar Aggarwal | 1 | 1 |
| Ashutosh Agrawal | 1 | 1 |
| Shilpa Agarwal | 1 | 1 |

Nomination & Remuneration Policy is uploaded on the website of the Company i.e. at www.securindustriesltd.in

16. PARTICULARS OF REMUNERATION OF DIRECTORS

The Company has not given Remuneration to any Director of the Company in this financial year. Therefore, disclosure under Section 197(12) of the Companies Act 2013 is not required to be given.

17. LOANS, GUARANTEE AND INVESTMENT

Details of particulars of Loans given, Investments made and Guarantee given by company under Section 186 of Companies Act, 2013 is given in the Financial statement note no. 10.

18. PARTICULARS OF RELATED PARTY TRANSACTION

During the year under review, there are no transactions held with the related party transaction. Therefore, there is no requirement to attach AOC-2 with the report.

19. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. Further, during the year under review, the Company has neither earned nor used any foreign exchange.

20. RISK MANAGEMENT

During the year, The Board had developed and implemented an appropriate risk management policy for identifying the element of risk which, in the opinion of the Board may threaten the existence of the company and safeguarding the company against those risks.

21. CODE OF CONDUCT AND ETHICS

The Board of directors of the Company has adopted a Code of Conduct and Ethics for the Directors and Senior Executives of the Company. The object of the Code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty. The Code sets out a broad policy for one's conduct in dealing with the Company, fellow directors and with the environment in which the Company operates. The Company has disclosed information about the establishment of the code on its website.

22. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility Initiatives as the provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable on the Company.

23. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year there is no change in the Board of Directors of the Company, at present composition of board of directors are as follow:

- | | | |
|----|--------------------------|----------------------|
| 1. | Mr. Ashutosh Agrawal | Managing Director |
| 2. | Mr. Hari Prakash Agrawal | Director/Chairman |
| 3. | Mrs. Shilpa Agarwal | Independent Director |
| 4. | Mr. Anil Kumar Aggarwal | Independent Director |

24. BOARD EVALUATION

Pursuant to the provisions of Section 134 (3) of the Companies Act, 2013 and the rules made thereunder, the Board was required to carry out the Annual Performance Evaluation of the Board of Directors, its Committees and individual Directors.

Accordingly, the Board has carried out the annual evaluation of the Board as a whole, Directors individually and the following Committees of the Board of Directors.

- i) Audit Committee;
- ii) Nomination and Remuneration Committee; and

The performance of the Board of Directors and its Committees were evaluated on various parameters such as structure, composition, experience, performance of specific duties and obligations, quality of decision making and overall effectiveness.

The performance of individual Directors was evaluated on parameters, such as meeting attendance, participation and contribution and independent judgment.

The Board members noted from time to time the suggestions/ inputs of Independent Directors, Nomination Committee and Audit Committee and also discussed various initiatives to further improve the Board effectiveness.

In a separate meeting of Independent Directors held on 05.03.2020 performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

25. SUBSIDIARY COMPANIES

The company does not have any Subsidiary, Joint Venture or Associate Company; hence the provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

26. AUDITORS & AUDITORS REPORT

Shareholders of the Company has appointed M/s Rajendra K. Agarwal & Co. on 27.09.2017 for a term of 5 years i.e. from the conclusion of Twenty Eight Annual General Meeting upto the conclusion of Thirty Third Annual General Meeting at a remunerations may be decided by the Board of Directors from time to time.

Further, The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

27. SECRETARIAL AUDITOR REPORT

The Secretarial Audit is not Applicable on the company as per the section 204(1) of the Companies Act 2013 read with rule 9 of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014.

28. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee has drawn remuneration in excess of the limits set out in the said rules.

29. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statements relates and date of this report.

30. INTERNAL CONTROL SYSTEM

According to Section 134(5)(e) of the Companies Act, 2013, the term "Internal Financial Control (IFC)" means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors,

Accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed, proper and adequate Internal Financial Control system which ensures that all the assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. To further strengthen the internal control process, the Company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive level.

31. DEPOSITS

The Company has neither accepted nor renewed any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet for the F.Y. 2019-20.

32. ORDER OF COURT/TRIBUNAL/REGULATOR

The Company had raised various debit notes on 26.12.1995, 03.11.1998 and 02.09.1999 on Godrej & Boyce Mfg. Co. Ltd. for Rs. 1,45,81,556.16, Rs. 2,98,99,873.04 and Rs. 2,17,63,962.40 respectively aggregating to Rs. 6,62,45,401.60. However, no entries have been passed in books of accounts as the claim has not been acknowledged / accepted by the Godrej & Boyce Mfg. Co. Ltd.

The company had filed claim for recovery of Rs. 6,62,45,401.60 and interest thereon on Godrej & Boyce Manufacturing Co. Ltd. under the Interest on Delayed Payments to Small Scale and Ancillary Industrial Undertakings Act, 1993 with Industries Facilitation Council, Kanpur. The claim was awarded in favour of the company for Rs. 4,72,88,000/- alongwith interest thereon till the date of payment. Against the said award, Godrej filed appeal before Dist Court, Kanpur, which upheld the award vide order dated 28.07.2009. Against the Dist Court Order, Godrej filed appeal before Allahabad High Court which decided the case in favour of Godrej. Against the said order of Allahabad High Court, the Company filed appeal before Hon'ble Supreme Court, which is pending as on date.

During the proceedings before Allahabad High Court, the Company has recovered a sum of Rs. 4,00,00,000/- from Godrej. As the matter has been decided against the Company by Allahabad High Court, therefore, during the pendency of appeal before Hon'ble Supreme Court the Company has shown the amount received under the head Short Term Provisions. As directed by Hon'ble Supreme Court of India, the Company has deposited Rs. 1,00,00,000/- (out of Rs. 4,00,00,000/- received from Godrej) with Supreme Court of India.

33. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

34. EXTRACT OF ANNUAL REPORT.

Pursuant to the provision of Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of annual return as on 31st March 2020 is attached herein in the prescribed Form MGT-9 as "Annexure -2" which forms an integral part of this report

35. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished and attached to this report as "Annexure -1"

36. ACKNOWLEDGEMENT

The Board express their gratitude to its all stakeholders i.e. members, customers, Government agencies and their departments, Bankers of the Company for their continued support and faith. The Director places on record their sincere appreciation to all the employees of the company for their contribution in the growth of the company.

**For & on Behalf of Board of Directors,
Secur Industries Limited.**

**Sd/-
Ashutosh Agrawal
(Managing Director)
DIN: 00421089**

**Sd/-
Hari Prakash Agrawal
(Director)
DIN: 00421360**

Date: 21.09.2020

Place: Ghaziabad

ANNEXURES TO DIRECTOR REPORT

ANNEXURE 1

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

(A) Conservation of Energy

| | |
|--|-----|
| (i) The steps taken or impact on conservation of energy; | NIL |
| (ii) The steps taken by the Company for utilizing alternate sources of energy; | NIL |
| (iii) The capital investment on energy conservation equipments; | Nil |

(B) Technology absorption

| | |
|--|-----|
| (i) The efforts made towards technology absorption; | NA |
| (ii) The benefits derived like product improvement , cost reduction, product development or import substitution; | NA |
| (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | NA |
| (a) The details of technology imported; | NA |
| (b) The year of import; | NA |
| (c) Whether the technology been fully absorbed; | NA |
| (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | NA |
| (iv) The expenditure incurred on Research and Development. | NIL |

(C) Foreign exchange earnings and Outgo-

| | |
|---|-----|
| (i) The Foreign Exchange earned in the terms of actual inflows during the year; | NIL |
| (ii) Foreign Exchange outgo during the year in terms of actual outflow. | NIL |

For & on Behalf of Board of Directors,
Secur Industries Limited.

Sd/-
Ashutosh Agrawal
(Managing Director)
DIN: 00421089

Sd/-
Hari Prakash Agrawal
(Director)
DIN: 00421360

Date: 21.09.2020

Place: Ghaziabad

ANNEXURE 2

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended on March 31, 2020

[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

| | | |
|-------|---|--|
| I) | CIN | U74120UP1989PLC019383 |
| ii) | Registration Date | 25/09/1989 |
| iii) | Name of the Company | Secur Industries Limited |
| iv) | Category/ Sub-category of the Company | Company Limited By Shares/ Non-govt Company |
| v) | Address of the Registered office & contact details | 545, Kirtan Wali Gali Choti Bazaria, Ghaziabad-201001 Uttar Pradesh |
| vi) | E-mail | agar@bol.net.in |
| vii) | Whether listed company | No |
| viii) | Name, Address & contact details of the Registrar & Transfer Agent, if any | Beetal Financial & Computer Services Private Ltd, Beetal House, 3rd Floor, 99, Madangir, behind LSC, New Delhi – 110 062 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sl. No. | Name & Description of main products/services | NIC Code of the Product /service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | Nil | Nil | Nil |

III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

| Sl. No | Name & Address of the Company | CIN/GLN | Holding/Subsidiary/ Associate | % of Shares Held | Applicable Section |
|--------|-------------------------------|---------|-------------------------------|------------------|--------------------|
| 1 | N.A. | N.A. | N.A. | N.A. | 2(46) |

IV. SHARE HOLDING PATTERN (Equity Share Capital Break up as % to total Equity)

i. Category-wise Shareholding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % change during the year |
|---------------------------------|---|----------|----------|-------------------|---|----------|----------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | | 11102421 | 11102421 | 70.67 | | 14602421 | 14602421 | 76.01 | 5.34 |
| b) Central Govt. or State Govt. | - | - | - | - | - | - | - | - | - |
| c) Bodies Corporates | | 1154605 | 1154605 | 7.35 | - | 1154605 | 1154605 | 6.01 | -1.34 |
| d) Bank/FI | - | - | - | - | - | - | - | - | - |
| e) Any other | - | - | - | - | - | - | - | - | - |

| | | | | | | | | | |
|--|---|----------|----------|-------|---|----------|----------|-------|-------|
| SUB TOTAL:(A) (1) | - | 12257026 | 12257026 | 78.02 | - | 15757026 | 15757026 | 82.02 | 4.00 |
| (2) Foreign | | | | | | | | | |
| a) NRI- Individuals | - | - | - | - | - | - | - | - | - |
| b) Other Individuals | - | - | - | - | - | - | - | - | - |
| c) Bodies Corp. | - | - | - | - | - | - | - | - | - |
| d) Banks/FI | - | - | - | - | - | - | - | - | - |
| e) Any other | - | - | - | - | - | - | - | - | - |
| SUB TOTAL (A) (2) | - | - | - | - | - | - | - | - | - |
| Total Shareholding of Promoter (A)= (A)(1)+(A)(2) | | 12257026 | 12257026 | 78.02 | - | 15757026 | 15757026 | 82.02 | 4 |
| B. PUBLIC SHAREHOLDING | | | | | | | | | |
| (1) Institutions | | | | | | | | | |
| a) Mutual Funds | - | - | - | - | - | - | - | - | - |
| b) Banks/FI | - | - | - | - | - | - | - | - | - |
| C) Central govt. | - | - | - | - | - | - | - | - | - |
| d) State Govt. | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Fund | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIIS | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (Specify) (NRIs) | - | 90000 | 90000 | 0.57 | - | 90000 | 90000 | 0.47 | -0.10 |
| | - | - | - | - | - | - | - | - | - |
| SUB TOTAL (B)(1): | - | 90000 | 90000 | 0.57 | - | 90000 | 90000 | 0.47 | -0.10 |

| | | | | | | | | | |
|---|---|-----------------|-----------------|--------------|---|-----------------|-----------------|--------------|--------------|
| (2) Non Institutions | - | - | - | - | - | - | - | - | - |
| a) Bodies corporates | - | - | - | - | - | - | - | - | - |
| i) Indian | - | 141400 | 141400 | 0.90 | - | 141400 | 141400 | 0.74 | -0.16 |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | - | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs.2 lakhs | - | 3145003 | 3145003 | 20.02 | - | 3145003 | 3145003 | 16.37 | -3.65 |
| ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs | - | - | - | - | - | - | - | - | - |
| HUF Individual | - | 77000 | 77000 | 0.49 | - | 77000 | 77000 | 0.40 | -0.09 |
| c) Others: Family Trust | - | - | - | - | - | - | - | - | - |
| SUB TOTAL (B)(2): | - | - | - | - | - | - | - | - | - |
| Total Public Shareholding (B)= (B)(1)+(B)(2) | - | 3453403 | 3453403 | 21.98 | - | 3453403 | 3453403 | 21.98 | -4.00 |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | - | 15710429 | 15710429 | 100% | - | 19210429 | 19210429 | 100% | - |

(ii) Shareholding of Promoters

| Sl. No. | Shareholders Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|---------|--------------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
| | | No of shares | % of total shares of the company | % of shares pledged encumbered to total shares | No of shares | % of total shares of the company | % of shares pledged encumbered to total shares | |
| 1 | Hari Prakash Agrawal | 4072517 | 21.995 | Nil | 5072517 | 26.405 | Nil | 4.41 |
| 2 | Ashutosh Agarwal (HUF) | 3610000 | 18.79 | Nil | 3610000 | 18.79 | Nil | Nil |
| 3 | H P Agarwal (HUF) | 1800000 | 9.3699 | Nil | 1800000 | 9.3699 | Nil | Nil |
| 4 | H P Agrawal & Co Pvt Ltd | 1154605 | 6.0103 | Nil | 1154605 | 6.0103 | Nil | Nil |
| 5 | Bandana Agrawal | 500000 | 2.6028 | Nil | 500000 | 2.6028 | Nil | Nil |
| 6 | Hari Prakash Agrawal | 162601 | 0.8464 | Nil | 162601 | 0.8464 | Nil | Nil |
| 7 | Rajni Khaneja | 71600 | 0.3727 | Nil | 71600 | 0.3727 | Nil | Nil |
| 8 | AshutoshAgrawal | 38401 | 0.1999 | Nil | 38401 | 0.1999 | Nil | Nil |
| 9 | Rajen Desai | 17900 | 0.0932 | Nil | 17900 | 0.0932 | Nil | Nil |
| 10 | DhirendraVir Rastogi | 10000 | 0.0521 | Nil | 10000 | 0.0521 | Nil | Nil |
| 11 | Bharti Agrawal | 7600 | 0.0396 | Nil | 7600 | 0.0396 | Nil | Nil |
| 12 | Utpal Agrawal | 7600 | 0.0396 | Nil | 7600 | 0.0396 | Nil | Nil |
| 13 | AnuradhaAgarwal | 6700 | 0.0396 | Nil | 6700 | 0.0396 | Nil | Nil |
| 14 | Chandra Shakar Arya | 5200 | 0.0271 | Nil | 5200 | 0.0271 | Nil | Nil |
| 15 | Geeta Goyal | 5000 | 0.026 | Nil | 5000 | 0.026 | Nil | Nil |

| | | | | | | | | |
|----|---------------------|------|--------|-----|------|--------|-----|-----|
| 16 | Renu Sud | 5000 | 0.026 | Nil | 5000 | 0.026 | Nil | Nil |
| 17 | Chand Kishan Hazari | 5000 | 0.026 | Nil | 5000 | 0.026 | Nil | Nil |
| 18 | Rajni Khaneja | 3500 | 0.0182 | Nil | 3500 | 0.0182 | Nil | Nil |
| 19 | MandakiniMadan | 3500 | 0.0182 | Nil | 3500 | 0.0182 | Nil | Nil |
| 20 | Rinku Madan | 3500 | 0.0182 | Nil | 3500 | 0.0182 | Nil | Nil |
| 21 | AvantikaMadan | 3300 | 0.0172 | Nil | 3300 | 0.0172 | Nil | Nil |
| 22 | N K Jain | 2000 | 0.0104 | Nil | 2000 | 0.0104 | Nil | Nil |
| 23 | Arun Kumar Madan | 1800 | 0.0094 | Nil | 1800 | 0.0094 | Nil | Nil |
| 24 | Vivek Kishan Hazari | 1800 | 0.0094 | Nil | 1800 | 0.0094 | Nil | Nil |
| 25 | Shivani Hazari | 1600 | 0.0083 | Nil | 1600 | 0.0083 | Nil | Nil |
| 26 | Atul Garg | 1400 | 0.0073 | Nil | 1400 | 0.0073 | Nil | Nil |
| 27 | Anurag Garg | 1100 | 0.0057 | Nil | 1100 | 0.0057 | Nil | Nil |
| 28 | Suman Gupta | 1000 | 0.0052 | Nil | 1000 | 0.0052 | Nil | Nil |
| 29 | Poonam Bhan | 1000 | 0.0052 | Nil | 1000 | 0.0052 | Nil | Nil |
| 30 | Beena Goel | 500 | 0.0026 | Nil | 500 | 0.0026 | Nil | Nil |
| 31 | Bhim Singh | 200 | 0.001 | Nil | 200 | 0.001 | Nil | Nil |
| 32 | Vimesh Kumari | 100 | 0.0005 | Nil | 100 | 0.0005 | Nil | Nil |
| 33 | Jyoti Bala | 1 | 0 | Nil | 1 | 0 | Nil | Nil |
| 34 | Anand Bharti | 1 | 0 | Nil | 1 | 0 | Nil | Nil |

| | | | | | | | | |
|----|-------------------|--------------------|--------------|------------|--------------------|--------------|------------|-------------|
| 35 | Poonam Bhan | 1000 | 0.0052 | Nil | 1000 | 0.0052 | Nil | Nil |
| 36 | Utpal Agrawal | 500000 | 3.1826 | Nil | 1500000 | 7.8083 | Nil | 4.6257 |
| 37 | Vijay Kumar Gupta | 150000 | 0.95 | Nil | 1650000 | 8.59 | Nil | 7.63 |
| 38 | Anand Bharti | 100000 | 0.64 | Nil | 100000 | 0.52 | Nil | Nil |
| | Total | 1,22,57,026 | 78.02 | Nil | 1,57,57,026 | 82.02 | Nil | 4.00 |

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY, IF THERE IS NO CHANGE):

| Sl. No. | | Shareholding at the beginning of the Year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Hari Prakash Agrawal | | | | |
| | At the beginning of the year | 4235118 | 26.96 | Nil | Nil |
| | Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.) | Purchase on 18.10.2019:1000000 | | | |
| | At the end of the year | 5235118 | 27.26 | 5235118 | 27.26 |
| 2. | Vijay Kumar Gupta | | | | |
| | At the beginning of the year | 150000 | 0.95 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | Purchase on 18.10.2019: 1500000 | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 1650000 | 8.59 | 1650000 | 8.59 |
| 3. | Utpal Agrawal | | | | |
| | At the beginning of the year | 507600 | 3.22 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | Purchase on 18.10.2019: 1000000 | | | |

| | | | | | |
|--|--|----------------|-------------|----------------|-------------|
| | At the end of the year (or on the date of separation, if separated during the year) | 1507600 | 7.85 | 1507600 | 7.85 |
|--|--|----------------|-------------|----------------|-------------|

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

| Sl. No | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No of shares | % of total shares of the company |
| 1. | Rashmi Agarwal | | | | |
| | At the beginning of the year | 150000 | 0.7808 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 150000 | 0.7808 | 150000 | 0.7808 |
| 2. | N.K. Rastogi & Sons-HUF | | | | |
| | At the beginning of the year | 76400 | 0.40 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 76400 | 0.40 | 76400 | 0.40 |
| 3. | Shyam Sharma | | | | |
| | At the beginning of the year | 50100 | 0.2608 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 50100 | 0.2608 | 50100 | 0.2608 |
| 4. | Jagat Infrawell Pvt Ltd | | | | |
| | At the beginning of the year | 50000 | 0.2603 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |

| | | | | | |
|----|---|--------------|---------------|--------------|---------------|
| | At the end of the year (or on the date of separation, if separated during the year) | 50000 | 0.2603 | 50000 | 0.2603 |
| 5. | Yogesh Jain | | | | |
| | At the beginning of the year | 25000 | 0.1301 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 25000 | 0.1301 | 25000 | 0.1301 |
| 6. | Sapna Jain | | | | |
| | At the beginning of the year | 25000 | 0.1301 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 25000 | 0.1301 | 25000 | 0.1301 |
| 7. | Alok Kumar Gupta | | | | |
| | At the beginning of the year | 25000 | 0.1301 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 25000 | 0.1301 | 25000 | 0.1301 |
| 8. | Bhim Singh | | | | |
| | At the beginning of the year | 25000 | 0.1301 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 25000 | 0.1301 | 25000 | 0.1301 |
| 9. | Shiv Kumar Singh | | | | |
| | At the beginning of the year | 25000 | 0.1301 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |

| | | | | | |
|-----|---|-----------|--------|-------|--------|
| | At the end of the year (or on the date of separation, if separated during the year) | 25000 | 0.1301 | 25000 | 0.1301 |
| 10. | Rashmi Agarawal | | | | |
| | At the beginning of the year | 15800 | 15800 | | |
| | Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No change | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 15800 | 0.0822 | 15800 | 0.0822 |

(v) Shareholding of Directors & Key Managerial Personnel

| Sl. No | For Each of the Directors & KMP | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No of shares | % of total shares of the company |
| 1. | Mr. Ashutosh Agrawal | | | | |
| | At the beginning of the year | 38401 | 0.1999 | | |
| | Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | Nil | | | |
| | At the end of the year | 38401 | 0.1999 | 38401 | 0.1999 |
| 2. | Mr. Hari Prakash Agarwal | | | | |
| | At the beginning of the year | 4235118 | 26.96 | | |
| | Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | Purchase on 18.10.2019: 1000000 | | | |
| | At the end of the year | 5235118 | 27.26 | 5235118 | 27.26 |

INDEBTEDNESS

| Indebtedness of the Company including interest outstanding/accrued but not due for payment | | | | |
|--|-------------------------------------|-------------------|------------|------------------------------------|
| | Secured Loans excluding Deposits | Unsecured Loans | Deposits | Total Indebtedness (In Lacs) |
| Indebtedness at the beginning of the financial year | | | | |
| i. Principal Amount | Nil | 31,51,181 | Nil | Nil |
| ii. Interest due but not paid | Nil | Nil | Nil | Nil |
| iii. Interest accrued but not due | Nil | Nil | Nil | Nil |
| TOTAL | Nil | 31,51,181 | Nil | 31,51,181 |
| Change in Indebtedness during Year | | | | |
| Additions | Nil | NIL | Nil | Nil |
| Reductions | Nil | (2,50,000) | Nil | NIL |
| Net Change | Nil | (2,50,000) | Nil | (2,50,000) |
| Indebtedness at the end of Year | | | | |
| i. Principal Amount | Nil | 29,01,181 | Nil | NIL |
| . Interest due but not paid | Nil | Nil | Nil | Nil |
| i. Interest accrued but not due | Nil | Nil | Nil | Nil |
| Total (i+ii+iii) | Nil | 29,01,181 | Nil | 29,01,181 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

No Remuneration paid during the year

| Sl. No. | Particular of Remuneration | Name of MD/WTD/Manager | | | | | Total |
|---------|---|------------------------|-----|-----|-----|-----|-------|
| 1 | Gross Salary | | | | | | |
| | a) Salary as per provisions contained in Section 17(1) of Income Tax Act, 1961 | Nil | Nil | Nil | Nil | Nil | Nil |
| | b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 | Nil | Nil | Nil | Nil | Nil | Nil |
| | c) Profit in lieu of salary u/s 17(3) of the Income Tax Act, 1961 | Nil | Nil | Nil | Nil | Nil | Nil |
| 2 | Stock Option | Nil | Nil | Nil | Nil | Nil | Nil |
| 3 | Sweat Equity | Nil | Nil | Nil | Nil | Nil | Nil |
| 4 | Commission | Nil | Nil | Nil | Nil | Nil | Nil |
| | Others, please specify | Nil | Nil | Nil | Nil | Nil | Nil |
| | TOTAL | Nil | Nil | Nil | Nil | Nil | Nil |
| | Ceiling as per the Act (10% of Net Profit calculated as per section 198 of Companies Act, 2013) | Nil | Nil | Nil | Nil | Nil | |

B. Remuneration to other directors:

| Sl. No. | Particular of Remuneration | Name of Directors | | | Total Amount |
|----------------|---|--------------------------|-----|-----|---------------------|
| 1 | Independent Directors | | | | |
| | a) Fees for attending Board and Committee meetings | Nil | Nil | Nil | Nil |
| | b) Commission | Nil | Nil | Nil | Nil |
| | Other, please specify | Nil | Nil | Nil | Nil |
| | TOTAL (1) | Nil | Nil | Nil | Nil |
| 2 | Other Non-Executive Directors | | | | |
| | a) Fees for attending Board and Committee meetings | Nil | Nil | Nil | Nil |
| | b) Commission | Nil | Nil | Nil | Nil |
| | Other, please specify (Retainership Fee-Professional capacity) | Nil | Nil | Nil | Nil |
| | TOTAL (2) | Nil | Nil | Nil | Nil |
| | TOTAL (1+2) | Nil | Nil | Nil | Nil |
| | Total managerial remuneration | Nil | Nil | Nil | Nil |
| | Ceiling as per the Act (10% of Net Profit calculated as per section 198 of Companies Act, 2013) | Nil | Nil | Nil | Nil |

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

| Sl. No. | Particular of Remuneration | Name of Key Managerial Personnel | | | Total |
|---------|--|----------------------------------|-----|-----|-------|
| 1 | Gross Salary | | | | |
| | a) Salary as per provisions contained in Section 17(1) of Income Tax Act, 1961 | Nil | Nil | Nil | Nil |
| | Value of perquisites | Nil | Nil | Nil | Nil |
| | c) Profit in lieu of salary | Nil | Nil | Nil | Nil |
| 2 | Stock Option | Nil | Nil | Nil | Nil |
| 3 | Sweat Equity | Nil | Nil | Nil | Nil |
| 4 | Commission | Nil | Nil | Nil | Nil |
| | Others, please specify | Nil | Nil | Nil | Nil |
| | TOTAL | Nil | Nil | Nil | Nil |

VII PENALTIES/ PUNISHMENTS/ COMPOUNDING OF OFFENCES

| Type | Section of Companies Act | Brief Description | Details of Penalty/Punishment/Compounding fees imposed | Authority (RD/NCLT/Court) | Appeal made if any (give details) |
|-------------------------------------|--------------------------|-------------------|--|---------------------------|-----------------------------------|
| A. Company | | | | | |
| Penalty | 454(7) | Nil | 40000 | RD | N.A. |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| B. Directors | | | | | |
| Penalty | 454(7) | Nil | 40000 | RD | N.A. |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C. Other Officers in Default | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

For & on Behalf of Board of Directors,
Secur Industries Limited.

Ashutosh Agrawal
(Managing Director)
DIN: 00421089

Date: 21.09.2020
Place: Ghaziabad

Independent Auditors' Report

To The Members of Secur Industries Limited

Report on the Audit of the financial Statements

Opinion

We have audited the financial statements of Secur Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, its loss 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 Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are not applicable to the company as it is an unlisted company.

Other Information

The company's 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 financial statements and our auditors' report thereon.

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness

of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Boards 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 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 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 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and
 - (g) The company has not paid any remuneration to its Director therefore, matter to be included in the Auditor's Report under section 197(6) is not applicable to 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 does not have any pending litigation which would impact its financial position in its financial statement;
 - ii. the Company did not have any long term contracts including derivative contracts therefore question on commenting on any material foreseeable losses thereon does not arise ;
 - iii. there has not been any amount that required to be transferred to the Investor Education and Protection Fund by the Company therefore question of delay in transferring such sum does not arise.

for Rajendra K Agarwal & Company

Chartered Accountants

Regn. No. 0020049C

(Rajendra K Agarwal)

Proprietor

M No 072074

UDIN : 20072074AAAAAE8283

Place : Ghaziabad

Date : 21.09.2020

Annexure - A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2020, we report that:

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Company has program of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Management has physically verified fixed assets during the year. There were no discrepancies noticed on such verification between the physical balances and fixed assets records.
- (c) There is no immovable property held in the name of the Company. Consequently this clause is not applicable.
- (ii) (a) The inventories of the Company represent shares held by the company in demat form. There are no physical certificates, the same has been verified by the management from Demat Account maintained by it.
- (b) In our opinion and according to the information and explanations given to us, the verification of inventories is being conducted at the reasonable intervals.
- (c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of inventory. There is no discrepancies noticed on verification of inventory.
- (iii) As per the information and explanation given to us and on the basis of our examination of the records, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India & the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there-under are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013.
- (vii) According to the information and explanations given to us and on the basis of our examination of the records of the company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including income tax have been regularly deposited during the year by the company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance, provident fund, excise duty, sales tax, wealth tax, service tax, customs duty, value added tax & cess.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there is no dues of income tax, sales tax, custom duty, wealth tax, excise duty, service tax and cess, which have not been deposited on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration. Accordingly, para 3(xi) is not applicable to the company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made preferential allotment/private placement of equity shares during the year and in respect of which the company has complied with the requirement of section 42 of the Companies Act, 2013 and the amount raised have been used for the purposes for which the funds were raised.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

for Rajendra K Agarwal & Company

Chartered Accountants

Regn. No. 0020049C

(Rajendra K Agarwal)

Proprietor

M No 072074

UDIN : 20072074AAAAAE8283

Place : Ghaziabad

Date : 21.09.2020

BALANCE SHEET AS AT MARCH 31, 2020

| | Sch. No. | As at 31.03.2020 ₹ | As at 31.03.2019 ₹ |
|----------------------------------|----------|-----------------------|-----------------------|
| EQUITY AND LIABILITIES | | | |
| Shareholders' funds | | | |
| Share Capital | 2 | 18,922,929 | 15,422,929 |
| Reserves and surplus | 3 | (48,700,144) | (45,810,681) |
| Non - current liabilities | | | |
| Long - term borrowings | 4 | 2,901,181 | 3,151,181 |
| Long Term Provisions | 5 | 472,277 | 444,555 |
| Current Liabilities | | | |
| Other Current Liabilities | 6 | 660,911 | 730,310 |
| Short Term Provisions | 7 | 30,000,000 | 30,000,000 |
| TOTAL | | 4,257,154 | 3,938,294 |
| ASSETS | | | |
| Non - current assets | | | |
| Fixed assets | | | |
| Tangible assets | 8 | 16,845 | 22,150 |
| Non - current investments | 9 | 1,000,000 | 1,000,000 |
| Long Term Loan and Advances | 10 | 444,000 | 424,000 |
| Current assets | | | |
| Trade receivables | 11 | 2,215,922 | 2,215,922 |
| Inventories | | 2,650 | 2,650 |
| Cash and Bank Balances | 12 | 577,737 | 221,387 |
| Short - term loans and advances | 13 | - | 52,185 |
| TOTAL | | 4,257,154 | 3,938,294 |
| Significant Accounting Policies | 1 | | |
| Notes on Financial Statements | | | |

As per our report of even date attached.

Rajendra K Agarwal & Company
Chartered Accountants
Regn. No. 0020049C

(Rajendra K Agarwal)
Proprietor
M.No. 072074
UDIN : 20072074AAAAAE8283

For and On Behalf of the Board

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 21.09.2020

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2020

| | Sch. No. | For the year ended 31.03.2020 ₹ | For the year ended 31.03.2019 ₹ |
|--|-------------|---------------------------------------|---------------------------------------|
| Revenue | | | |
| Revenue from operations | 14 | - | 328,872 |
| Other income | 15 | 35,469 | 10,818 |
| Total Revenue | | 35,469 | 339,690 |
| Expenses | | | |
| Employee benefits expense | 16 | 768,743 | 601,678 |
| Depreciation | 8 | 5,305 | 5,305 |
| Other expenses | 17 | 2,150,884 | 2,435,150 |
| Total Expenses | | 2,924,932 | 3,042,133 |
| Profit / (Loss) before tax | | (2,889,463) | (2,702,443) |
| Tax Expense | | | |
| Income tax | | - | - |
| Profit / (Loss) for the year | | (2,889,463) | (2,702,443) |
| Earnings per equity share (par Value of Re. 1 each) | 18 | | |
| Basic | | -0.15 | -0.17 |
| Diluted | | -0.15 | -0.17 |
| Significant Accounting Policies Notes on Financial Statements | 1 | | |

As per our report of even date attached.

Rajendra K Agarwal & Company
Chartered Accountants
Regn. No. 0020049C

(Rajendra K Agarwal)
Proprietor
M.No. 072074
UDIN : 20072074AAAAAE8283

Place: Ghaziabad
Dated: 21.09.2020

For and On Behalf of the Board

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

| | As at 31.03.2020 ₹ | As at 31.03.2019 ₹ |
|---|-----------------------|-----------------------|
| Cash Flow from Operating Activities | | |
| Net Profit after tax | (2,889,463) | (2,702,443) |
| Adjustments: | | |
| Depreciation / Amortization | 5,305 | 5,305 |
| Interest/Dividend Received | (35,469) | (10,818) |
| Operating profit before changes in working capital | (2,919,627) | (2,707,956) |
| Decrease/ (increase) in trade & other receivables | - | - |
| Decrease/ (increase) in loan & advances | 32,185 | (186,010) |
| Decrease/ (increase) in Deferred Tax | - | - |
| Increase/(Decrease) in trade and other payables | (41,677) | (10,823,722) |
| Net Cash from Operating Activities (A) | (2,929,119) | (13,717,688) |
| Cash Flow from Investing Activities | | |
| Purchase of Fixed Assets | - | - |
| Sale/Purchase of Investment/Shares | - | 9,283,584 |
| Net Cash used in Investing Activities (B) | - | 9,283,584 |
| Cash Flow from Financing Activities | | |
| Proceeds from / (Repayments of Loans) | (250,000) | 1,400,000 |
| Increase in Capital | 3,500,000 | 3,050,000 |
| Interest/Dividend Received | 35,469 | 10,818 |
| Interest Paid | - | - |
| Net Cash from Financing Activities (C) | 3,285,469 | 4,460,818 |
| NET INCREASE/(DECREASE) IN CASH (A+B+C) | 356,350 | 26,714 |
| CASH AND CASH EQUIVALENTS (OPENING BALANCE) | 221,387 | 194,673 |
| CASH AND CASH EQUIVALENTS (CLOSING BALANCE) | 577,737 | 221,387 |

As per our report of even date attached.

Rajendra K Agarwal & Company
Chartered Accountants
Regn. No. 0020049C

(Rajendra K Agarwal)
Proprietor
M.No. 072074
UDIN : 20072074AAAAAE8283

For and On Behalf of the Board

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 21.09.2020

SECUR INDUSTRIES LIMITED**Notes to Financial Statements for the year ended March 31 2020****Corporate information**

SECUR INDUSTRIES LIMITED (the Company) is a limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is having its registered office at Ghaziabad (UP). The Company was engaged in the business of Manufacturing of locks. Presently the company deals in shares and securities.

The company being an SSI Unit is exempt for reference to BIFR, but has been declared as a Sick Unit by The Director of Industries (U.P.).

1 Significant Accounting Policies**1.01 Basis of Preparation**

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The financial statements have been prepared to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2014, (as amended and as applicable from time to time) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis on Going Concern basis.

1.02 Presentation and disclosure of financial statements

The company has regrouped/ reclassified the previous year figures in accordance with the requirements applicable in the current year.

1.03 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognised in the period in which the results are known/ materialized.

1.04 Fixed Assets**Tangible Assets**

Fixed assets are stated at historical cost less accumulated depreciation. Historical cost comprises the purchase price (net of CENVAT / duty credits wherever applicable) and all direct costs attributable to bringing the asset to its working condition for intended use.

1.05 Depreciation

Depreciation on Fixed Assets are charged as per Schedule II of the Companies Act, 2013

1.06 Foreign Currency Transactions

No foreign currency transaction made during the year by the company, hence no comment.

1.07 Borrowing Costs

All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

1.08 Revenue Recognition

Revenue is recognised on accrual basis

Interest Income

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend Income

Dividend is recognized when right to receive payment is established.

1.09 Inventories

Inventories are valued at the lower of cost, determined on FIFO basis, and net realizable value.

1.10 Investments

Investments are stated at cost.

1.11 Employee Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Revised Accounting Standard 15 –'Employee Benefits' notified by Companies (Accounting Standards) Rules, 2006, (as amended).

Provident Fund and ESI

The Provident Fund and ESI is not applicable to the company.

Gratuity

Provision on Gratuity is made on accrual basis. No provision is made for Leave Encashment as it is paid to the employees as and when it is due.

Other Short Term Benefits

Expenses in respect of other short term benefits are recognized on the basis of amount paid or payable for the period during which services are rendered by the employee.

1.12 Provisions, Contingent Liabilities and Contingent Assets

Provisions are made when the present obligation as a result of a past event gives rise to a probable outflow, embodying economic benefits on settlement, and the amount of obligation can be reliably estimated.

Contingent Liability is disclosed after careful evaluation of facts, uncertainties and possibility of reimbursement, unless the possibility of an outflow of resources embodying economic benefits is remote.

Provisions and Contingent Liabilities / Assets are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. However contingent assets are neither accounted for nor disclosed in Accounts.

Other Notes

1.13 Bombay Stock Exchange vide its Notice No. 20171226-37 dated 26.12.2017 removed the name of the Company from Exclusively Listed Companies from Dissemination Board of BSE. Therefore, IND-AS is not applicable to the Company.

1.14 No provision for taxation has been made as there is no taxable income as per the computation of the company under the Income tax Act, 1961.

1.15 No Provision has been made for penal interest demanded / or as per agreement for default in timely payment to finance companies as this amount is not ascertainable or accepted.

1.16 As the company has been declared sick unit no provision has been made for interest due on loans from banks / financial institutions.

1.17 The Company has taken unsecured loan of Rs. 12,00,000/- from P S Fincap Pvt Ltd which was repaid during the year.

1.18 The company had raised various debit notes on 26.12.95, 03.11.98 and 02.09.99 on Godrej & Boyce Mfg. Co. Ltd. for Rs. 1,45,81,556.16, Rs. 2,98,99,873.04 and Rs. 2,17,63,962.40 respectively aggregating to Rs. 6,62,45,401.60. However, no entries have been passed in books of accounts as the claim has not been acknowledged / accepted by the Godrej & Boyce Mfg. Co. Ltd. The company had filed claim for recovery of Rs. 6,62,45,401.60 and interest thereon on Godrej & Boyce Manufacturing Co. Ltd. under the Interest on Delayed Payments to Small Scale and Ancillary Industrial Undertakings Act, 1993 with Industries Facilitation Council, Kanpur. The claim was awarded in favour of the company for Rs. 4,72,88,000/- alongwith interest thereon till

the date of payment. Against the said award, Godrej filed appeal before Dist Court, Kanpur, which upheld the award vide order dated 28.07.2009. Against the Dist Court Order, Godrej filed appeal before Allahabad High Court which decided the case in favour of Godrej. Against the said order of Allahabad High Court, the Company filed appeal before Hon'ble Supreme Court, which is pending as on date. During the proceedings before Allahabad High Court, the Company has recovered a sum of Rs. 4,00,00,000/- from Godrej. As the matter has been decided against the Company by Allahabad High Court, therefore, during the pendency of appeal before Hon'ble Supreme Court the Company has shown the amount received under the head Short Term Provisions. As directed by Hon'ble Supreme Court of India, the Company has deposited Rs. 1,00,00,000/- (out of Rs. 4,00,00,000/- received from Godrej) with Supreme Court of India as per its order.

1.19 There were no disputed amounts in respect to Income-tax, Custom duty, Sales-tax, Excise and Wealth tax during the year.

1.20 Related Party Disclosures

(a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

H.P.Agrawal & Co. P. Ltd.

(b) Associates and Joint Venture Companies

None

(c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

H. P. Agrawal

(d) Key Management Personnel and their relatives

Mr. H.P. Agrawal (Chairman)

Mr. Ashutosh Agrawal (Managing Director)

Mrs. Bandana Agrawal (wife of Managing Director)

Mrs. Utpal Agrawal (Wife of Chairman)

(e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

H. P. Agrawal & Co. P. Ltd.

(f) The following transactions were carried out with the related parties in the ordinary course of business:

(Amount in Rs.)

| Nature of Transaction | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Amount of transaction during the year with persons referred to in (d) above | | |
| Loan taken by company | 1,200,000 | 2,200,000 |
| Repayment of the loan | 1,450,000 | 800,000 |
| Amount payable as on 31.03.2020 with persons referred to in (d) above | 1,150,000 | 1,400,000 |

1.21 Segment Information

The company's principal business activity falls within a single primary business segment. Hence "Segment Reporting", under AS-17 is not applicable.

1.22 Capital Commitments

- As per the information available with the management and as certified by them, there is no outstanding Capital Commitment as on 31st March, 2020. (Pr. Yr. NIL)
- There are no hedged and unhedged foreign currency exposures at end of the financial year.

1.23 Details of dues to Micro, Small & Medium Enterprises as defined under the MSMED Act, 2006

Based on information so far available with the company in respect of MSMED Act (as defined in The Micro, Small and Medium Enterprises Development Act, 2006) an amount of Rs. 8,700/- is payable to M/s Beetal Financial & Computer Services Pvt Ltd. Further, no interest has been paid / payable to such enterprises.

1.24 Balance under advances, trade receivables, payables, staff and unsecured loans from financial companies are subject to confirmation / reconciliation. Investment of Rs. 10 Lakh into Unquoted Equity Shares of Sampark Entertainment Pvt Ltd is shown at cost as fair market value as on 31.03.2020 is not ascertainable.

1.25 In the opinion of the Management, trade receivables are doubtful of recovery. However, no provision for doubtful has been made.

1.26 No deferred tax asset has been created as there is no virtual certainty about the future profits.

1.27 Impairment of Assets

In accordance with the provisions of Accounting Standard on impairment of Assets (AS-28), the management has made assessment of assets in use & considering the business prospects related thereto, no provision is considered necessary in these accounts on account of impairment of assets.

1.28 Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the Management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the Balance Sheet.

As per our report of even date attached.

Rajendra K Agarwal & Company
Chartered Accountants
Regn. No. 0020049C

(Rajendra K Agarwal)
Proprietor
M.No. 072074
UDIN : 20072074AAAAAE8283

For and On Behalf of the Board

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 21.09.2020

2 Share Capital

| Particulars | As at 31 March 2020 | | As at 31 March 2019 | |
|--|---------------------|------------|---------------------|------------|
| | Number | Amount (₹) | Number | Amount (₹) |
| Authorised | | | | |
| 4,80,00,000 Equity shares of Re. 1 each (Previous year 4,80,00,000 Equity shares of Re.1 each) | 48,000,000 | 48,000,000 | 48,000,000 | 48,000,000 |
| 20,000 11% Redeemable Cumulative Preference shares of Rs. 100/- each (Previous year 20,000 Redeemable Cumulative Preference shares of Rs. 100/- each) | 20,000 | 2,000,000 | 20,000 | 2,000,000 |
| Issued, Subscribed & Fully Paid up | | | | |
| 19210429 (Previous Year 15710429) Equity Shares of Re. 1/- each | 19,210,429 | 18,922,929 | 15,710,429 | 15,422,929 |

2.1 Reconciliation of no. of shares outstanding at the beginning and at the end of the reporting period

| | | | | |
|----------------------------------|------------|------------|------------|------------|
| Opening | 15,710,429 | 15,710,429 | 12,660,429 | 12,660,429 |
| Additions | 3,500,000 | 3,500,000 | 3,050,000 | 3,050,000 |
| Deductions | - | - | - | - |
| Less : Calls in arrear by others | | (287,500) | | (287,500) |
| Closing | 19,210,429 | 18,922,929 | 15,710,429 | 15,422,929 |

2.2 Detail of shares held by shareholders holding more than 5% of the aggregate shares in the company

| Name of Shareholder | As at 31 March 2020 | | As at 31 March 2019 | |
|------------------------|---------------------|--------------|---------------------|--------------|
| | No. of Shares Held | % of Holding | No. of Shares held | % of Holding |
| Equity Shares | | | | |
| Ashutosh Agrawal (HUF) | 3,610,000 | 19% | 3,610,000 | 23% |
| HP Agrawal | 5,235,118 | 27% | 4,235,118 | 27% |
| HPAGRAWAL HUF | 1,800,000 | 9% | 1,800,000 | 11% |
| VIJAY KUMAR GUPTA | 1,650,000 | 9% | 150,000 | 1% |
| UTPALAGRAWAL | 1,507,600 | 8% | 507,600 | 3% |
| HPAGRAWAL & CO PLTD | 1,154,605 | 6% | 1,154,605 | 7% |

2.3 Right and restrictions attached to shares are as under :

Company has only one class of equity shares having a par value of Re. 1/-. Each holder of equity shares is entitled to one vote per share.

The company has not declared any dividend for the year.

3 Reserve and Surplus

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Surplus /(deficit) in Statement of Profit & Loss | | |
| Opening balance | (45,810,681) | (43,108,238) |
| (+) Net Profit/(Net Loss) For the current year | (2,889,463) | (2,702,443) |
| Closing Balance | (48,700,144) | (45,810,681) |

4 Long Term Borrowings

The requisite particulars in respect of unsecured borrowings are as under:

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---------------------------|---------------------|---------------------|
| Loans and Advances | | |
| - From Directors | 1,150,000 | 1,400,000 |
| - From Others | 1,751,181 | 1,751,181 |
| Total | 2,901,181 | 3,151,181 |

Particulars of security / guarantees /terms of repayment / default

Maximum Balance outstanding of other unsecured borrowings at any time during the year being Rs. 29,01,181/- (previous year Rs. 31,51,181/-). The loan being continuing since long, but is repayable on demand.

5 Long Term Provisions

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|------------------------------------|---------------------|---------------------|
| Provision for Employees Benefits : | | |
| - Gratuity | 472,277 | 444,555 |
| Total | 472,277 | 444,555 |

6 Other Current Liabilities

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--------------------------|---------------------|---------------------|
| Expenses & other Payable | 545,761 | 679,132 |
| Salary and Wages Payable | 51,000 | 51,000 |
| Statutory dues payable | 64,150 | 178 |
| Total | 660,911 | 730,310 |

7. Short Term Provisions

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---------------------------------------|---------------------|---------------------|
| Other Provisions : (refer note 1.18) | | |
| - Other Dues | 30,000,000 | 30,000,000 |
| Total | 30,000,000 | 30,000,000 |

8 Tangible Assets

| Particulars | Gross Carrying Value | | | | Depreciation | | | | Net Carrying Value | |
|---------------|----------------------------|-----------|------------------------|-----------------------------|----------------------------|-----------------------------|------------------------|-----------------------------|-----------------------------|-----------------------------|
| | Balance as at 1 April 2019 | Additions | Deletions/ Adjustments | Balance as at 31 March 2020 | Balance as at 1 April 2019 | Depreciation for the period | Deletions/ Adjustments | Balance as at 31 March 2020 | Balance as at 31 March 2020 | Balance as at 31 March 2019 |
| Computers | 25,300 | - | - | 25,300 | 24,520 | - | - | 24,520 | 780 | 780 |
| Vehicles | 55,839 | - | - | 55,839 | 34,469 | 5,305 | - | 39,774 | 16,065 | 21,370 |
| Total | 81,139 | - | - | 81,139 | 58,989 | 5,305 | - | 64,294 | 16,845 | 22,150 |
| Previous Year | 81,139 | - | - | 81,139 | 53,684 | 5,305 | - | 58,989 | 22,150 | 27,455 |

"Note 1 : The remaining useful life of the computers owned by the Company as on 01.04.2015 is NIL considering the useful lives defined in Part-C, Schedule II of the Companies Act, 2013. Therefore, depreciation on Computers has not been charged since the year ended 31.03.2016. Moreover, the value of computers as on 01.04.15 is less than 5% of the total cost of computers, therefore, the residual value has been retained and no adjustment has been made out of retained earnings of the Company (in accordance with Notes 7 of Schedule II of Companies Act, 2013.

Note 2 : Depreciation has been calculated with in accordance with provisions of Schedule II of the Companies Act, 2013 after considering a residual value of 5% of the cost of the assets.

9 Non Current Investments

| Particulars | As at 31 March 2020 Amount (₹) | As at 31 March 2019 Amount (₹) |
|---|-----------------------------------|-----------------------------------|
| Unquoted Investment (Non-Trade, At Cost) | | |
| Investment in Equity instruments of Sampark Entertainment Pvt Ltd 10,000/- equity shares of Face value of Rs. 10/- each | 1,000,000 | 1,000,000 |
| Total | 1,000,000 | 1,000,000 |

10 Long Term Loan and Advances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Unsecured, considered good unless stated otherwise | | |
| Security Deposit | 24,000 | 24,000 |
| Loans & Advances | 200,000 | 200,000 |
| Staff Advances | 220,000 | 200,000 |
| Total | 444,000 | 424,000 |

11 Trade Receivables

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Unsecured, considered good unless stated otherwise | | |
| Trade receivables outstanding for a period more than six months from the date they are due for payment | - | - |
| Unsecured, considered doubtful | 2,215,922 | 2,215,922 |
| Total | 2,215,922 | 2,215,922 |

12 Cash and Bank Balances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|------------------------------------|---------------------|---------------------|
| Cash & Cash Equivalents | | |
| Cash in hand | 22,860 | 25,502 |
| Balances with banks : | | |
| - Current Account | 48,699 | 195,885 |
| - Fixed Deposit | 506,178 | - |
| Total | 577,737 | 221,387 |

13 Short Term Loans and Advances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Unsecured, considered good unless stated otherwise | | |
| Balances with statutory authority | - | 52,185 |
| Total | - | 52,185 |

14 Revenue from Operations

| Particulars | Period Ended March 31, 2020 | Period Ended March 31, 2019 |
|----------------------------|--|--|
| Opening Stock | 2,650 | 6,786,233 |
| Purchase during the year | - | - |
| Sale During the Year | - | 7,176,357 |
| Closing Stock | 2,650 | 2,650 |
| Profit on F&O Transactions | - | (63,902) |
| Total | - | 328,872 |

15 Other Income

| Particulars | Period Ended March 31, 2020 | Period Ended March 31, 2019 |
|---------------------------------------|--|--|
| Interest Income | 14,394 | - |
| Gain/Loss from Mutual Fund Investment | 21,075 | 10,818 |
| Total | 35,469 | 10,818 |

16 Employee Benefits Expense

| Particulars | Period Ended March 31, 2020 | Period Ended March 31, 2019 |
|------------------------|--|--|
| Salaries and Wages | 744,922 | 585,593 |
| Staff Welfare Expenses | 23,821 | 16,085 |
| Total | 768,743 | 601,678 |

17 Other Expenses

| Particulars | Period Ended March 31, 2020 | Period Ended March 31, 2019 |
|--------------------------------------|--------------------------------|--------------------------------|
| Power and Fuel | 62,075 | 55,403 |
| Communication expenses | 15,866 | 16,110 |
| Repairs & maintenance-others | 18,674 | 37,842 |
| Share Transfer Expenses | 67,255 | 68,459 |
| Rent | 79,776 | 79,776 |
| Advertisement and Business Promotion | 22,302 | 22,302 |
| Travelling & Conveyance | 17,585 | 117,202 |
| Printing & Stationery | 129,052 | 175,863 |
| Legal & Professional Expenses | 1,480,500 | 1,692,500 |
| Postage & Courier | 1,392 | 1,475 |
| Payment to Auditors | 47,200 | 29,500 |
| Interest on TDS | - | 2,505 |
| Penalty (ROC) | 80,000 | - |
| Fee & Subscription | 3,600 | 34,400 |
| Bank Charges | 1,552 | 28,391 |
| AGM Expenses | 27,420 | 43,450 |
| Amount Written Off | 52,185 | - |
| Miscellaneous Expenses | 44,450 | 29,972 |
| Total | 2,150,884 | 2,435,150 |

17.1 Payment to Auditor

| Particulars | Period Ended March 31, 2019 | Period Ended March 31, 2018 |
|-------------------|--------------------------------|--------------------------------|
| As Auditor: | | |
| Audit fee | 47,200 | 29,500 |
| Certification Fee | - | - |
| Total | 47,200 | 29,500 |

18 Earnings per Equity Share

| Particulars | Period Ended March 31, 2020 | Period Ended March 31, 2019 |
|---|--------------------------------|--------------------------------|
| Net Profit/(Loss) after tax | -2,889,463 | -2,702,443 |
| Net Profit/(Loss) after tax available for equity shareholders (Rs.) | -2,889,463 | -2,702,443 |
| Weighted average number of equity share | | |
| For Basic EPS | 19,210,429 | 15,710,429 |
| For Diluted EPS | 19,210,429 | 15,710,429 |
| Nominal Value of shares | 1.00 | 1.00 |
| Earning per share (EPS) (In Rupees) | | |
| Basic | -0.15 | -0.17 |
| Diluted | -0.15 | -0.17 |