

**47<sup>TH</sup>**  
**ANNUAL GENERAL MEETING**  
**OF**  
**OMANSH**  
**ENTERPRISES LIMITED**

OMANSH ENTERPRISES LIMITED

CIN : L01100DL1974PLC241646

Regd off: SHOP NO. QD-37, DDA MARKET, PITAMPURA NEW DELHI-110034

Email: [omanshwork@gmail.com](mailto:omanshwork@gmail.com)

Website: [www.omanshenterprises.in](http://www.omanshenterprises.in)

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## **OMANSH ENTERPRISES LIMITED**

### **BOARD OF DIRECTOR**

Whole Time Director Chief Financial Officer	Mr. Manoj Chauhan
Audit Committee	Mr. Shivsumit Wadhwa, Chairman Mr. Manoj Chauhan, Member Mr. Vipin Bharadwaj, Member
Nomination and Remuneration Committee	Mr. Shivsumit Wadhwa, Chairman Mr. Vipin Bharadwaj, Member Mr. Satvinder Singh, Member
Stakeholders' Relationship Committee	Mr. Manoj Chauhan, Chairman Mr. Shivsumit Wadhwa, Member Mr. Satvinder Singh, Member
Statutory Auditors	M/s. Sunil K Sharma & Associates Chartered Accountants, Chandigarh
Secretarial Auditor	Mr. Suresh Kumar Pillay Practicing Company Secretary Zirakpur.
Registered Office	Shop No. QD-37, DDA Market, Pitampura, New Delhi - 110034
Registrar and Share Transfer Agent	Skyline Financial Services Private Limited 153/A, 1stFloor, Okhla Industrial Area New Delhi – 110020 Ph. No. +91-(0) 11-64732681/6473 2682 Fax: +91-(0) 11-2681 2682 Email Id: admin@skylinerta.com
Bankers	Canara Bank.

## **NOTICE OF 47<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT 47<sup>TH</sup> ANNUAL GENERAL MEETING OF M/S OMANSH ENTERPRISES LIMITED WILL BE HELD ON SATURDAY, 25<sup>TH</sup> DAY OF SEPTEMBER, 2021, AT 12.00 NOON THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS:

### **ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2021, together with the report of the Board of Director's and Auditor's report thereon.
2. To appoint a Director in place of Mr. Manoj Ramesh Kumar Chauhan (DIN: 07835068) who retire by rotation and being eligible offer himself for re-appointment.

**By Order of the Board  
For Omansh Enterprises Limited**

**Sd/-  
Satvinder Singh  
Director  
DIN: 08057553**

**Date:** August 14, 2021

**Place:** New Delhi

### **Registered Office:**

Shop No. QD-37, DDA Market,  
Pitampura New Delhi - 110034

## NOTES:

1. The present AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021 and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the SEBI (hereinafter collectively referred to as 'the Circulars'). Since this AGM will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), Members will not be able to appoint proxies for this meeting. Further, Attendance Slip and Route Map are not being annexed to this Notice.
2. Corporate Members are requested to send a certified copy (in PDF / JPG format) of the Board Resolution authorizing their representatives to attend the AGM, pursuant to Section 113 of the Act, through e-mail at [omanshwork@gmail.com](mailto:omanshwork@gmail.com).
3. The Register of Members and the Share Transfer Book of the Company shall remain closed from Thursday, 23rd September 2021 to Saturday, 25th September, 2021 (both days inclusive).
4. Details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 i.e. Secretarial Standards on General Meetings in respect of the Directors seeking appointment/reappointment at the Meeting is annexed to the Notice as Annexure-A.
5. In conformity with the applicable regulatory requirements, the Notice of this AGM and the Annual Report and Annual Accounts 2021 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. Further In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.omanshenterprises.in](http://www.omanshenterprises.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

- Members may also note that the Notice of the Meeting and the Annual Report will also be available on the Company's website [www.omanshenterprises.in](http://www.omanshenterprises.in) for download
6. Relevant Documents referred to in the accompanying Notice, Registers and all other statutory documents will be made available for inspection in the electronic mode. Members can inspect the same by sending a request to the Company's investor email ID i.e. [omanshwork@gmail.com](mailto:omanshwork@gmail.com).
  7. In view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The detailed Instruction for attending AGM through VC/OAVM is annexed to the Notice as Annexure-B
  8. 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 MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) and also e-voting during the AGM to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The detailed instruction for remote E-Voting & E-Voting at AGM is annexed to the Notice as Annexure-C
  9. Mr. Suresh Kumar Pillay, Practicing Company Secretary [Membership No. ACS NO. 43865], has been appointed as the Scrutinizer to scrutinize the e-voting process (remote as well as at the time of AGM) in a fair and transparent manner.

10. The remote e-voting period commences on Wednesday, 22nd September 2021 [9:00 A.M.] and ends on Friday 24th September 2021 [5:00 P.M.]. During this period, Members holding shares either in physical form or demat form, as on Saturday, 18th September 2021 i.e. cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
11. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting vote.
12. The Results of voting will be declared within 48 hours from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's website [www.omanshenterprises.in](http://www.omanshenterprises.in) and on the website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited [BSE], where the equity shares of the Company are listed.
13. REQUEST TO MEMBERS
- (i) Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Circulars, etc. from the Company electronically. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested

scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

- (ii) Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Registrar and Transfer Agents of the Company.
- Members holding shares in dematerialized form are requested to register / update their e-mail addresses & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- (iii) Members are requested to inform the Company's Registrar and Share Transfer Agent i.e. Skyline Financial Services Private Limited, D-153/A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020, about the changes, if any, in their registered address along with Pin Code, quoting their Folio number and DP ID. All correspondence relating to transfer of shares may be sent directly to the aforesaid Registrar and Share Transfer Agent of the Company or by sending email the same at [admin@skylinerta.com](mailto:admin@skylinerta.com).
- (iv) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar, for consolidation into a single folio.
- (v) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can

submit their PAN details to the Company / registrar and Share Transfer Agents.

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

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

#### **ANNEXURE –A**

**Additional Information on directors recommended for appointment/ re-appointment as required under Regulation 36(3) of the SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015 at ensuing Annual General Meeting are as follows:**

Name of the Director	MR. MANOJ RAMESH KUMAR CHAUHAN
DIN	07835068
Nationality	Indian
Date of Appointment	29/05/2017
Designation	Wholtime Director
Number of meeting attended of board in last financial year (2020-21)	Five
Remuneration last drawn	Nil
Terms and Condition of appointment/ re-appointment	Terms & Condition for re-appointment are as per the Nomination and Remuneration Policy of the Company
List of directorships held in various other Companies.	NIL
No. of Shares held in Company as on 31/03/2021.	NIL
Relationship with existing Directors of the Company	None

“ANNEXURE: B TO THE NOTICE”

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. The Company will be providing VC/OAVM Services.
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Members who would like to ask questions during the AGM may send their questions from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [omanshwork@gmail.com](mailto:omanshwork@gmail.com) upto Saturday, 18th September 2021 (5:00 p.m. IST).
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors,

Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
10. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

“ANNEXURE: C TO THE NOTICE”

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on Wednesday, 22<sup>nd</sup> September 2021 at 9:00 A.M. and ends on Friday, 24<sup>th</sup> September 2021 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of i.e. Saturday, 18<sup>th</sup> September 2021 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) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



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

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>● If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; omanshwork@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective

network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance latest by Saturday, 18th September 2021 by 5:00 PM mentioning their name, demat account number/folio number, email id, mobile number at (company email id-omanshwork@gmail.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

## DIRECTOR'S REPORT

To

Dear Shareholders,

On behalf of the Board of Directors, it is our pleasure to present the 47<sup>th</sup> Annual Report together with the Audited Statement of Accounts of M/s. Omansh Enterprises Limited ("the Company") for the year ended March 31, 2021.

### 1. Financial Performance (Amount in lacs)

Particulars	Current year	Previous Year
Total Revenue	523.98	0.00
Less:- Total Expenses	526.11	0.64
Profit Before Tax	(2.14)	(0.64)
Less:- Tax Expenses		
Current Tax	0.00	0.00
Deferred Tax	0.00	0.00
Profit/(Loss) after Tax	(2.14)	(0.64)
Earnings per share (Rs.)		
Basic	(0.01)	(0.01)
Diluted	(0.01)	(0.01)

### 2. Brief description of the Company's working during the year

During the year, your Company recorded 523.98 lacs revenue as compared to nil revenue of previous year. During the Financial year, the incurred a loss of Rs. 2.14 lacs as compared to a Net loss of Rs. 0.64 lacs in the previous year. Your Directors are optimistic about company's business and hopeful of better performance in the coming years.

### 3. Change in the Nature of Business

Though the company added new business activity in its object clause, however during the year, there is no change in the nature of business activity of the company.

### 4. Dividend

Since the company incurred losses during the current year, the Board of Directors of the Company does not propose any dividend for the financial year ended March 31, 2021.

### 5. Transfer To Reserves in Terms of Section 134 (3) (J) of The Companies Act, 2013

During the year, due to losses of Rs. 2.14 lacs, no amount was transferred to reserves for the financial year ended March 31, 2021.

### 6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

During the period between the end of the financial year of the company and the date of the report, there is no material changes and commitments which affect the financial position of the company.

### 7. Public Deposits

The Company has neither accepted nor renewed any deposits during the Financial Year 2020-21 in terms of Chapter V of the Companies Act, 2013.

### 8. Directors and Key Managerial Personnel

#### A) Changes in Directors

Pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, one-third of such of the Directors are liable to retire by rotation and shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Mr. Manoj Ramesh Kumar Chauhan (DIN: 07835068), Wholetime Director shall retire by rotation at the ensuing AGM, and being eligible, offers himself for re-appointment in accordance with the provisions of the Companies Act, 2013.

During the year, Mr. Vipin Bhardwaj was appointed as Additional Non-Executive director by the Board on 7<sup>th</sup> July 2020, who was regularized as director in the 46<sup>th</sup> Annual General Meeting of the Company. Mrs. Deepa Mehta as Additional Independent Women Director by the board on 7<sup>th</sup> July 2020.

Mr. Rajneesh Thakur was appointed as Company Secretary in the company w.e.f 7<sup>th</sup> July, 2020 and he resigned from the said office on 28<sup>th</sup> June, 2021.

Further during the year under review Mr. Divesh Kumar Bajaj, Ms. Reena Sharma and Ms. Fatima Makdum Matikub have ceased to be Directors of the Company w.e.f 5<sup>th</sup> June 2020.

Mrs. Deepa Mehta ceased from the post of Independent Women Director in the company w.e.f 17<sup>th</sup> July, 2020.

**B) Declaration of Independence By The Independent Directors**

Pursuant to the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, your Company has only one director appointed as independent director on its Board.

Your Company has received necessary declaration from Independent Directors of the Company under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet with the criteria of independence as prescribed under the aforesaid Section and Regulation.

**C) Formal Annual Evaluation**

In compliance with the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and Individual Directors including the Chairman of the Board. Structured questionnaires were used in the overall Board evaluation comprising various aspects of Board function.

The evaluation of Independent Directors was carried out by the entire Board and that of the Chairman and Non – Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

**9. Attributes, Qualifications and Appointment of Directors**

The Nomination and Remuneration Committee has adopted the attributes and qualifications as provided in Section 149(6) of the Act and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, in respect of Independent Directors. The Committee has also adopted the same attributes and qualifications, to the extent applicable, in respect of Non-Independent Directors. All the Non-Executive Directors of the Company fulfill the fit and proper criteria for appointment as Directors. Further, all Directors of the Company, other than Independent Directors, are liable to retire by rotation. One-third of the Directors who are liable to retire by rotation, retire every year and are eligible for re-election.

The Board, on the recommendation of the Nomination and Remuneration Committee, approved the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, a copy of which is enclosed as “**Annexure - I**” to this Report.

**10. Board Evaluation**

The Board carried out annual performance evaluation of its own performance and that of the individual Directors as also functioning of the Board Committees, as required in terms of Section 134(3)(p) of the Act. The performance evaluation of the Board and individual Directors was based on criteria approved by the Nomination and Remuneration Committee. The Directors expressed their satisfaction with the overall evaluation process.

**11. Number Of Board Meetings**

During the year under review, Five (5) meetings of the Board of Directors of the Company were held. Dates 07/07/2020, 05.09.2020, 14.09.2020, 12.11.2020, 13.02.2021.

**12. Board Committees**

The composition of the committees of the board has undergone a change during the Financial Year. The composition of the three Board Committees at the end of the year is as follows:-

Audit Committee	Mr. Shivsumit Wadhwa, Chairperson Mr. Manoj Chauhan, Member Mr. Satvinder Singh, Member
Nomination and Remuneration Committee	Mr. Shivsumit Wadhwa, Chairperson Mr. Satvinder Singh, Member Mr. Vipin Bharadwaj, Member
Stakeholders Relationship Committee	Mr. Manoj Chauhan, Chairman Mr. Satvinder Singh, Member Mr. Shivsumit Wadhwa, Member

### **13. Director's Responsibility Statement**

As required under Section 134(5) of the Act, your Directors confirm having: -

- i. followed in the preparation of the Annual Accounts, the applicable Accounting Standards with proper explanation relating to material departures, if any;
- ii. selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- iv. prepared the Annual Accounts on a going concern basis; and
- v. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.
- vi. having laid down the internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.

### **14. Subsidiaries, Associates and Joint Ventures**

The Company does not have any subsidiary, associate or joint venture.

### **15. Listing Information**

The Equity Shares of the Company are presently listed only at BSE Ltd.

### **16. Dematerialization of Shares**

The securities of the Company are admitted with NSDL and CDSL, the ISIN allotted to the Company is INE378P01028.

### **17. Report On Corporate Governance**

In terms of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company since the paid up capital of the Company is below Rs. 10 crores and also the net worth of the Company is below Rs. 25 Crores. Thus, the Company is not required to attach the Corporate Governance report with the Report of the Board of Directors.

### **18. Corporate Social Responsibility**

During the financial year 2020-21 the Net Worth of the Company and Turnover of the Company was below prescribed limits, therefore provisions of Section 135(1) of the Companies Act, 2013 are not applicable.

### **19. Particulars of Employees And Related Disclosures**

None of the employees of your Company is covered under the provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **20. Risk Management**

The Board has approved the Risk Management Policy of the Company. The Company's risk management framework is designed to address risks intrinsic to operations, financials and compliances arising out of the overall strategy of the Company. The Company

manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its objectives. The responsibility for management of risks vests with the Managers/officers responsible for the day-to-day conduct of the affairs of the Company. Risk focused audits are carried out periodically by the Internal Auditors, which lead to identification of areas where risk management processes need to be strengthened. Annual update is provided to the Board on the effectiveness of the Company's risk management systems and policies.

**21. Internal Financial Controls & Internal Audit**

The Company has adequate internal financial controls with respect to the financial statements, commensurate with the size and scale of the operations of the Company. During the year such controls were tested and no reportable material weakness in operation has been observed. Internal audit of the Company has been carried out during the year. The Audit Committee reviews the internal audit findings, provides guidance on internal controls and ensures that the internal audit recommendations are implemented.

**22. Particulars of Loans, Guarantees And Investments**

Particulars of loans given investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Financial Statements.

**23. Related Party Transactions**

Details of transactions with related parties during FY2021 are provided in the notes to the financial statements. There were no transaction requiring disclosure under section 134(3)(h) of the Act.

The Policy on materiality of related party transactions and dealing with related dealing with related party transactions as approved by the Board is available on the website of the Company at web link

**24. Significant and Material Orders Passed By The Regulators / Courts /Tribunals**

During the year under review, The Bombay Stock Exchange had levied outstanding SOP fines of Rs. 60.64 Lacs for non- appointment under various regulations like Regulations- 6(1), 13(3), 29(2), 31,

33, 34 of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/ 12 dated January 22, 2020. Apart from that no significant or material orders were passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

**25. Extract of Annual Return**

The details of Annual return is available on the website of the company at the website of the Company <https://www.omanshenterprises.in>

**26. Auditors and Audit Report**

M/s Sunil K Sharma, Chartered Accountant is appointed as Statutory Auditor of the company for the audit of next years. The comments made by the Auditors' in their 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. Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings And Outgo**

Conservation Of Energy:

(i) the steps taken or impact on conservation of energy the company.	Every possible step is being taken to conserve the resources of energy by
(ii) the steps taken by the company for utilizing alternate sources of energy	In the current fiscal year the company has not used any other alternate source of energy.
(iii) the capital investment on energy conservation equipment's	NIL

**Technology Absorption:-**

(i) the efforts made towards technology absorption	The company is developing product for international quality. Also implementation of total quality assurance system in the company.
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution	Due to implementation of quality assurance system, the quality and our products has improved.
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (a) the details of technology imported (b) the year of import: (c) whether the technology been fully absorbed (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA NA NA NA
(iv) the expenditure incurred on Research and Development	NIL

**Foreign Exchange Earnings And Outgo**

There were no foreign exchange earnings or foreign exchange outflow during the year.

**28. Secretarial Auditor & Secretarial Audit Report**

In terms of Section 204 of the Companies Act, 2013, the Company has appointed Mr. Suresh Kumar Pillay, Practicing Company Secretaries as the Secretarial Auditor of the Company for the financial year 2020-21. The Secretarial Audit Report given by Mr. Suresh Kumar Pillay, Practicing Company Secretary is provided under “**Annexure – II**” to this Report.

The comments made by the Secretarial Auditor are self-explanatory and do not require and further comments.

**29. Establishment of Vigil Mechanism**

The Vigil Mechanism Policy of the Company is formulated in terms of section 177 (9) of the Companies Act, 2013 read with the provisions of the Listing Agreement with the Stock Exchange(s) and thereby also incorporates Whistle Blower Policy. That as per the said policy protected disclosures can be made by the whistle blower to the dedicated e-mail / telephone line/ letter to Chairman of Audit Committee.

**30. Policy On Prevention, Prohibition And Redressal Of Sexual Harassment At Workplace**

Your Company has zero tolerance policy in case of sexual harassment at workplace and is committed to provide a healthy environment to each and every employee of the company. The Company has in place “Policy for Prevention and Redressal of Sexual Harassment” in line with the requirements of sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as ‘the said Act’) and Rules made there under. As per the provisions of Section 4 of the said Act, the Board of Directors has constituted the Internal Complaints Committee (ICC) at the Registered Office, Works to deal with the Complaints received by the company pertaining to gender discrimination and sexual harassment at workplace.

Further, as per the provisions of Section 21 & 22 of the said Act, the Report in details of the number of cases filed under Sexual Harassment and their disposal for the financial year under review, is as under:

Sr.No.	No. of cases pending as on the beginning of the financial year under review	No. of complaints filed during the financial year under review	No. of cases pending as on the end of the financial year under review
1.	NIL	NIL	NIL

**31. HUMAN RESOURCES**

Your Company treats its “human resources” as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**32. COMPLIANCE WITH THE SECRETARIAL STANDARDS**

The company has duly complied with the applicable Secretarial Standards during the financial year 2020-21.

**33. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

No Insolvency resolution process has been initiated/ filed by a financial or operational creditor or by the company itself under the IBC before the NCLT;

**34. ACKNOWLEDGEMENT**

Your directors would like to express their sincere appreciation for the assistance and corporation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For Omansh Enterprises Limited**

<b>Sd/- Satvinder Singh Director DIN: 08057553</b>	<b>Sd/- Vipin Bharadhwaj Director DIN: 08770666</b>
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Date: August 14, 2021  
Place: New Delhi

Regd. Office: Shop No. QD-37,  
DDA Market, Pitampura  
New Delhi – 110034

**NOMINATION & REMUNERATION POLICY (DIRECTORS, KMP & SENIOR MANAGEMENT) INTRODUCTION**

In pursuance of the Company's philosophy to consider its employees as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and, in terms of the provisions of the Companies Act, 2013, this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination & Remuneration Committee and approved by the Board of Directors.

**OBJECTIVE**

**The objective and purpose of the Policy are as given below:**

1. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
3. To provide them reward linked directly to their effort, performance, dedication and achievement of Organization's goals as entrusted on them.
4. To retain, motivate and promote talent and to ensure long term retention of talented managerial persons and create competitive advantage. In the context of the aforesaid objectives the following policy has been framed and recommended by the Nomination & Remuneration Committee and adopted by the Board of Directors.



## **PART –A**

### **POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT APPOINTMENT**

1. The candidate for a position at Director, KMP or Senior Management level is met by the Managing Director in consultation with the other Directors. The interview is targeted at assessing the candidate on his/ her functional & leadership capabilities and cultural fitment to the organization.
2. The MD assesses the shortlisted candidates.
3. The selected candidate's details and the proposed compensation is shared with the Nomination & Remuneration Committee for their review and suggestions. The same is shared with the Board at the next board meeting.

#### **TERM/ TENURE**

The tenure for Directors shall be governed by the terms defined in the Companies Act, 2013. However, the tenure for other KMP and Senior Management Personnel will be governed by Terms of Appointment in accordance with the Recruitment Policy of the Company.

#### **EVALUATION**

The performance of the KMP and Senior Management Personnel is evaluated at regular intervals (half yearly/ yearly) by the Managing Director. The performance evaluation of Independent Directors shall be done by the Board, excluding the Director being evaluated, basis the contributions made to the Board deliberations on various matters including business strategy, financial strategy, operations, cost and risk management, etc., and suggestions given in this regard.

#### **REMOVAL**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Managing Director may recommend, to the Committee and the Board with reasons

recorded in writing, removal of a Director, subject to the provisions and compliance of the said Act, rules and regulations.

For other KMP or Senior Management Personnel, the removal will be governed by the Terms of Appointment in accordance with the Recruitment Policy of the Company and the subsequent approval of the Managing Director.

#### **RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Managing Director will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## **PART – B**

### **POLICY RELATING TO EVALUATION AND REMUNERATION OF THE KMP AND SENIOR MANAGEMENT PERSONNEL**

#### **EVALUATION PROCESS:**

**The three Point Rating scale for performance review of Executive Director, KMP, and Senior Management is to be followed:**

1. Rating on Basic Job Responsibilities indicating whether the basic job responsibilities have been met during the year.
2. Rating on Goals: Annual rating on each goal on a five-point scale. Weighted average of the ratings is calculated to arrive at a 'Weighted Goal Score'.
3. Rating on Capabilities Factors: The qualitative aspects of the performance is assessed using the Capabilities Factors by the supervisor on a five-point scale.

Based on a holistic view of the Three Point Rating, the supervisor provides an overall Rating. This rating is reviewed by the Managing Director along with the immediate reporting officer, who a Qualitative reviews of the performance based on the efforts put in by the employee, results achieved and impact of the external and internal factors, to arrive at a 'Final Annual Rating'.

**The revision in the total remuneration is directly linked to the 'Final Annual Rating' for all employees.**

1. The remuneration/ compensation/ commission etc. to the KMP and Senior Management Personnel will be determined by the Managing Director in consultation with other Directors (except the Independent Directors) in accordance with the Recruitment Policy of the Company, which is based upon the Final Annual Rating, employee potential and market benchmark compensation. The revised remuneration is shared with the Nomination & Remuneration Committee for review.

The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company.

**Annexure-II**

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,  
Omansh Enterprises Limited  
Shop No. Qd-37, DDA Market, Pitampura  
New Delhi, North West -110034

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Omansh Enterprises Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Omansh Enterprises Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2021 has complied with the statutory provisions listed hereunder and has followed proper Board- processes and compliance-mechanism in place to the extent, in manner and subject to reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Omansh Enterprises Limited ("the Company") for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (During the period under review, the Company has not entered into any transaction requiring compliances with the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2013;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 including the amendments thereof.
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- (Not applicable as the company at the company has not provided any share based benefits to the members during the year).
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not applicable as the company has not issued any debt securities during the financial year under review.
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client -Not

applicable as the company has not registered as Registrars to an Issue and Share Transfer Agents during the financial year under review.

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- -Not applicable as there was no instance of Delisting of Equity Shares during the financial year under review.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not applicable as the company has not bought back any of its securities during the financial year under review.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The SEBI (Listing Obligation & Disclosure Requirement, 2015 being listed on BSE Limited to the extent applicable to the company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation:

- i. **During the course of our audit , the following discrepancies were observed with respect to various compliances:**
  - a) **The company has not paid listing fees including tax of Rs 3,54,000/- to the recognised Stock Exchange(s), in the manner specified by the Board or the recognised Stock Exchange(s) under SEBI Listing Regulations 2015.**
  - b) **The board of the company comprise of only one independent director in the company violating the provisions of section 149 of Companies, Act, 2013 and SEBI regulations.**

c) **The Company Secretary has tendered his resignation vide letter dated 25.06.2021 from the post of company secretary cum compliance officer of the company therefore the Financial Statements of the Company was not signed by the company secretary as required u/s 134 of the Companies Act, 2013 for the financial year 2020-21.**

d) **The Bombay Stock Exchange had levied outstanding SOP fines of Rs. 60.64 Lacs under various regulations of SEBI like Regulations- 6(1), 13(3), 29(2), 31, 33, 34 of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12, dated January 22, 2020.**

e) **As per the provisions of section 149 (1) and rules made thereunder as per Companies Act, 2013. Every listed company is required to appoint one woman Director on the Board. The company has not appointed any woman director hence violated the said provision.**

Based on our examination and the information received and records maintained, I further report that

1. The Board of Directors of the Company is duly not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
  - The company has not appointed woman director required under the provisions of section 149 (1).
  - The board of the company does not constituted with the requisite number of independent directors defined under companies act, 2013.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2. Adequate notice is given to all directors to schedule the Board Meetings agenda and detailed notes on agenda were sent well in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. All decisions are carried through majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.

4. The company has proper board processes.

Based on the compliance mechanism established by the company and on the basis of the compliance certificate(s) issued by the Management/ Officers and taken on record by the board of directors in their meeting(s), I am of an opinion that:

1. There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I, further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential Issue/ debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction etc.
- (iv) Foreign technical collaborations.

Place: Zirakpur  
Date: 14.08.2021

Sd/-  
Suresh Kumar Pillay  
ACS No. 43865 C P No.: 21089  
UDIN: A043865C000785716

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

**“Annexure A”**

To,  
The Members,  
Omansh Enterprises Limited  
Shop No. Qd-37, DDA Market, Pitampura  
New Delhi, North West -110034

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records, based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the extent of verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-

Suresh Kumar Pillay

Place: Zirakpur  
Date: 14.08.2021

ACS No. 43865 C P No.: 21089  
UDIN: A043865C000785716

## **INDEPENDENT AUDITOR’S REPORT**

**To  
The Members of Omansh Enterprises Limited  
Report on the Financial Statements**

We have audited the accompanying standalone financial statements of **Omansh Enterprises Limited** which comprise the Balance Sheet as at March 31, 2021 the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management’s Responsibility for the Standalone Financial Statements**

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“The Act”) with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, 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.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that

we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate Internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### Opinion

#### Following are observation and qualification as per the Companies Act 2013

- I. **During the course of our audit, the following discrepancies were observed of the Company which are as follows :**
  1. **As per the provisions of section 149 of Companies, Act, 2013 and other applicable regulation of SEBI, every listed public company shall have at least one-third of the total number of directors as independent directors out of which one should be women director, The board of the company comprise of only one independent director. Hence the company has violated the provisions of section 149 of Companies, Act, 2013 and other applicable regulation of SEBI.**

2. **The Bombay Stock Exchange had levied fines of Rs. 60.64 Lacs for non compliances of various regulations of SEBI i.e 6(1), 13(3), 29(2), 31, 33, 34 of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12, dated January 22, 2020.**
3. **The company has not paid listing fees including tax of Rs 3,54,000 to the recognised Stock Exchange(s), in the manner specified by the Board or the recognised Stock Exchange(s) under SEBI Listing Regulations 2015.**

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of written representations received from the directors, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of section 164 (2) of the Act.

- f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in "Annexure B"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) The Company does not have any pending litigation as on 31.03.2021.
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (ii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund.

**FOR SUNIL K SHARMA & ASSOCIATES.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG NO. 029335N**

**(CA SUNIL KUMAR)**  
**PROPRIETOR**  
**M.NO. 536370**  
**PLACE: CHANDIGARH**  
**DATE: 28/06/2021**  
**UDIN : 21536370AAAABT6228**

## **Annexure - A to Independent Auditors' Report**

### **(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- i) In Respect of its Fixed Assets :
  - a) The Company has not maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) The Company has neither physically verified its fixed assets nor has any policy regarding the same. As such, we are unable to comment on the same.
- ii) In Respect of its Inventory :The Company has not maintained proper records showing full particulars, including quantitative details and situation of inventory as such, we are unable to comment on the same.
- iii) In our opinion and according to information and explanations given to us, the company has granted unsecured loans to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013 and no confirmation has been received from concerned parties.
- 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) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
- vi) To the best of our knowledge, 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, in respect of statutory dues :

- a) The Company has not been regular in depositing undisputed dues including Income Tax and any other statutory dues applicable to it with the appropriate authorities and there were no undisputed dues in arrears as at 31st March, 2021 for a period of more than six months from the date they become payable.
- b) According to the information and explanations given to us, there were no disputed dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess.
- viii) The Company has not issued and allotted unsecured non convertible debentures during the year.
- ix) The Company has not raised money by way of further public offer during the year.
- 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 given to us and based on our examination of the records of the Company, the Company has provided managerial remuneration during the year.
- 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 section 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 not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable

- xv) The Company has not obtained the requisite registration under section 45-IA of the Reserve Bank of India Act, 1934. Hence this clause is not applicable.

**FOR SUNIL K SHARMA & ASSOCIATES.  
CHARTERED ACCOUNTANTS  
FIRM REG NO. 029335N**

**(CA SUNIL KUMAR)  
PROPRIETOR  
M.NO. 536370  
PLACE: CHANDIGARH  
DATE : 28/06/2021  
UDIN : 21536370AAAABT6228**



## **Annexure - B to the Auditors' Report**

**(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

We have audited the internal financial controls over financial reporting of Omansh Enterprises Limited ("the Company") as of 31<sup>st</sup> March, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

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

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

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

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

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

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become

inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR SUNIL K SHARMA & ASSOCIATES.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG NO. 029335N**

**(CA SUNIL KUMAR)**  
**PROPRIETOR**  
**M.NO. 536370**  
**PLACE: CHANDIGARH**  
**DATE : 28/06/2021**  
**UDIN : 21536370AAAABT6228**

**OMANSH ENTERPRISES LIMITED**  
 Regd off: SHOP NO. QD-37, DDA MARKET, PITAMPURA NEW DELHI-110034  
 CIN : L01100DL1974PLC241646

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

Particulars	Note No.	As At 31.03.2021	As At 31.03.2020
<b>I. EQUITY AND LIABILITIES</b>			
<b>1) Shareholder's Funds</b>			
(a) Share Capital	2	35,500,000.00	35,500,000.00
(b) Reserves and Surplus	3	923,208.08	1,137,349.16
(c) Money received against share warrants			
<b>(2) Share application money pending allotment</b>		36,423,208.08	36,637,349.16
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings		2,604,007.72	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		2,604,007.72	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	4	60,873,612.23	21,245,621.00
(c) Other current liabilities	5	2,607,451.94	557,753.00
(d) Short-term provisions		-	-
<b>Total</b>		<b>102,508,279.97</b>	<b>58,440,723.16</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets	6	255,034.24	-
(i) Tangible assets		-	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	7	9,972,060.40	8,015,000.00
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	8	51,551,871.92	10,267,515.00
(e) Other non-current assets		-	-
<b>(2) Current assets</b>		61,778,966.56	18,282,515.00
(a) Current investments		-	-
(b) Inventories		2,280,314.48	-
(c) Trade receivables	9	31,408,812.27	39,192,674.46
(d) Cash and cash equivalents	10	1,382,863.59	965,533.70
(e) Short-term loans and advances	11	-	-
(f) Other current assets	12	5,657,323.07	-
<b>Total</b>		<b>102,508,279.97</b>	<b>58,440,723.16</b>
Significant Accounting Policies			
Notes on financial Statements	1-27		

In terms of our report attached  
 For Sunil K Sharma Associates  
 Chartered Accountants  
 FRN: 029335N

(CA Sunil Kumar)  
 Proprietor  
 M.No. 536370

Place : Zirakpur  
 Dated : 28-6-2021

UDIN : 21536370AAAABT6228

For and on behalf of the Board of Directors  
 For Omansh Enterprises Limited

Vipin Bharadwaj  
 Director  
 DIN: 08770666

Satvinder Singh  
 Director  
 DIN: 08057553

**OMANSH ENTERPRISES LIMITED**

Regd off: SHOP NO. QD-37, DDA MARKET, PITAMPURA NEW DELHI-110034  
CIN : L01100DL1974PLC241646

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021** Amount in ₹

Particulars	Note No.	2020-21	2019-20
I. Revenue from operations	20	21,365,886.22	-
II. Other Income	21	31,032,397.67	-
<b>III. Total Revenue</b>	I+II	<b>52,398,283.89</b>	<b>-</b>
IV. Expenses:			
Purchase of Stock-in-Trade (Net of Return)		23,372,113.19	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		(2,280,314.48)	-
Employee benefit expense	22	2,024,000.00	-
Financial costs	23	738,618.38	-
Depreciation and amortization expense	24	1,559.76	-
Other expenses	25	28,756,448.12	64,742.00
<b>IV. Total Expenses</b>		<b>52,612,424.97</b>	<b>64,742.00</b>
<b>V. Profit before exceptional and extraordinary items and tax</b>	III-IV	<b>(214,141.08)</b>	<b>(64,742.00)</b>
VI. Exceptional Items		-	-
<b>VII. Profit before extraordinary items and tax</b>	V-VI	<b>(214,141.08)</b>	<b>(64,742.00)</b>
VIII. Extraordinary Items		-	-
<b>IX. Profit before tax</b>	VII-VIII	<b>(214,141.08)</b>	<b>(64,742.00)</b>
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
<b>XI. Profit/(Loss) from the period from continuing operations</b>	IX-X	<b>(214,141.08)</b>	<b>(64,742.00)</b>
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
<b>XIV. Profit/(Loss) from Discontinuing operations</b>	XII-XIII	<b>-</b>	<b>-</b>
<b>XV. Profit/(Loss) for the period</b>	XI+XIV	<b>(214,141.08)</b>	<b>(64,742.00)</b>
XVI. Earning per equity share:	26		
(1) Basic		(0.01)	(0.004)
(2) Diluted		(0.01)	(0.004)

In terms of our report attached  
For Sunil K Sharma Associates  
Chartered Accountants  
FRN: 029335N

(CA Sunil Kumar)  
Proprietor  
M.No. 536370

Place : Zirakpur  
Dated : 28-6-2021

UDIN : 21536370AAAABT6228

For and on behalf of the Board of Directors  
For Omansh Enterprises Limited

Vipin Bharadwaj  
Director  
DIN: 08770666

Satvinder Singh  
Director  
DIN: 08057553

**OMANSH ENTERPRISES LIMITED**

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

(Amount in ₹)

Particulars	2020-21	2019-20
<b>A. Cash Flow from Operating Activities :</b>		
Profit/(Loss) before Taxation	(214,141)	(64,742)
Adjustments for :		
Depreciation	1,560	-
Preliminary expenses	-	-
Loss / (Profit) on Sale of assets	-	-
Finance cost	-	-
Interest Income	-	-
<b>Operating Profit/(Loss) before Working Capital Changes</b>	<b>(212,581)</b>	<b>(64,742)</b>
Adjustments for :		
Trade and Other Receivables	7,783,862	-
Inventories	(2,280,314)	-
Loans and Advances	-	-
Trade and Other Payables	39,627,991	(1,713,653)
Provisions	-	-
Other current Assets	-565,732.07	95,073
other current Liabilities	2,049,699	-
<b>Cash Generated from Operations</b>	<b>41,311,333</b>	<b>(1,683,322)</b>
Direct Tax Paid	-	41,024
<b>Net Cash generated from Operating Activities</b>	<b>41,311,333</b>	<b>(1,642,298)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	(256,594)	(13,193)
Sale of assets	-	-
Investments	(1,957,060)	-
Interest Income	-	-
<b>Net Cash used in Investing Activities</b>	<b>(2,213,654)</b>	<b>(13,193)</b>
<b>C. Cash Flow from Financing Activities</b>		
Proceeds of Borrowings	2,604,008	-
Loan term advance	(41,284,357)	-
Finance cost	-	-
<b>Net Cash generated from in Financing Activities</b>	<b>(38,680,349)</b>	<b>-</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>417,330</b>	<b>(1,655,491)</b>
Cash and Cash Equivalents: Opening	965,534	2,375,993
<b>Cash and Cash Equivalents: Closing</b>	<b>1,382,864</b>	<b>965,534</b>

**Notes:**

- The above Cash Flow Statement has been prepared under the indirect method as set out in the Accounting Standard on Cash Flow Statement (AS-3)
- Figures in Brackets indicate Cash Outflow.
- Previous Year's figures have been recast, regrouped and restated where ever necessary.

In terms of our report attached  
For Sunil K Sharma Associates  
Chartered Accountants  
FRN: 029335N

(CA Sunil Kumar)  
Proprietor  
M.No. 536370

Place : Zirakpur  
Dated : 28-6-2021

UDIN : 21536370AAAABT6228

For and on behalf of the Board of Directors  
For Omansh Enterprises Limited

Vipin Bharadwaj  
Director  
DIN: 08770666

Satvinder Singh  
Director  
DIN: 08057553

**OMANSH ENTERPRISES LIMITED**

Regd off: Shop No.37, QD Block, DDA Market, Pitampura, New Delhi-110034

**Notes on Financial Statements for the Year ended 31.3.2021**

Previous year figures have been regrouped/re-classified, wherever necessary to conform to current year presentation .

**2. SHARE CAPITAL**

<u>Share Capital</u>	31.03.2021		31.03.2020	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Equity Shares of Rs. 2/- each	17,750,000	35,500,000.00	17,750,000	35,500,000.00
<b>Issued</b>				
Equity Shares of Rs. 2/- each				
<b>Subscribed &amp; Paid up</b>				
Equity Shares of Rs. 2/- each	17,750,000	35,500,000.00	17,750,000	35,500,000.00
<b>Subscribed but not fully Paid up</b>				
Equity Shares of Rs.2/- each not fully paid	-	-	-	-
<b>Total</b>	<b>17,750,000</b>	<b>35,500,000</b>	<b>17,750,000</b>	<b>35,500,000</b>

2.2. The reconciliation of the number of shares outstanding is set out below :-

<u>Particulars</u>	<u>Equity Shares</u>	
	Number	Amount
Shares outstanding at the beginning of the year	17,750,000	35,500,000
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	17,750,000	35,500,000

2.3. The detail of shareholders holding more than 5% shares :-

NAME OF SHARE HOLDER	31.03.2021		31.03.2020	
	NO. OF SHARES HELD	% OF HOLDING	NO. OF SHARES HELD	% OF HOLDING
J K Latelier Limited	2,500,000	14%	2,500,000	14%
Nau-Nidh Finance Limited	2,500,000	14%	2,500,000	14%
Deepa Mehta	1,999,999	11.27%		
Luvani Trade Mart LLP	1,050,000	5.92%		
Ranjitgarh Finance Company Private Limited	1,032,000	5.81%		
<b>Total</b>	<b>9,081,999</b>	<b>51%</b>	<b>5,000,000</b>	<b>28%</b>

2.4. Change in capital for the period of 5 yrs immediately preceding the date as at which the Balance Sheet is prepared due to :-

<u>Particulars</u>	<u>Year (Aggregate No. of Shares)</u>				
	31.03.16	31.03.17	31.03.18	31.03.19	31.03.20
<b>Equity Shares :</b>					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

2.5. Details of Unpaid calls relating to :-

<u>Unpaid Calls</u>	<u>Amount</u>
By Directors	-
By Officers	-

2.6. The company do not have any preference shares capital

2.7. All equity shares of the company rank parri passu with regards to the rights, preferences & restrictions attaching them.

2.8. Forfeited shares (amount originally paid up) : NIL

2.9. The company do not have any holding company

### 3. RESERVES & SURPLUS

Particulars	31.03.2021 Amount	31.03.2020 Amount
<b>A. Investment Allowance</b>		
Opening Balance	210,959.04	210,959.04
Addition	-	-
Deletions	-	-
Closing Balance	210,959.04	210,959.04
<b>B. Capital Reserve</b>		
Opening Balance	2,890,515.00	2,890,515.00
Additions	-	-
Deletions	-	-
Closing Balance	2,890,515.00	2,890,515.00
<b>C. Surplus</b>		
Opening balance	(1,964,124.88)	(1,939,430.88)
(+) Net Profit/(Net Loss) For the current year	(214,141.08)	(64,742.00)
(+) Transfer from Reserves	-	-
(-) Proposed Dividends/Interim Dividends	-	-
(-) prov for tax for prvs years/fbt	-	40,048.00
(-) Depreciation difference due to CA, 2013	-	-
Closing Balance	(2,178,265.96)	(1,964,124.88)
<b>Total</b>	<b>923,208.08</b>	<b>1,137,349.16</b>

### 4. TRADE PAYABLES

Particulars	31.03.2021 Amount	31.03.2020 Amount
a. Trade Payables	60,873,612.23	21,245,621.00
b. Others	-	-
<b>Total</b>	<b>60,873,612.23</b>	<b>21,245,621.00</b>

### 5. OTHER CURRENT LIABILITIES

Particulars	31.03.2021 Amount	31.03.2020 Amount
(a) Current maturities of long-term debt (refer Note No. 3)	-	-
(b) Income Tax Payable	35,340.00	35,340.00
(c) Interest accrued and due on borrowings	-	-
(d) Income received in advance	-	-
(e) Other payables *	2,565,428.94	433,013.00
Income tax refund(17-18)	5,470.00	-
Defered tax liability	1,213.00	-
(f) Audit fee	-	89,400.00
<b>Total</b>	<b>2,607,451.94</b>	<b>557,753.00</b>

\* Includes statutory dues, security deposit, Rent Payable and advance from customers

**7. NON CURRENT INVESTMENTS**

Particulars	31.03.2021 Amount	31.03.2020 Amount
(a) Investment in Equity instruments	9,972,060.40	8,015,000.00
(b) Other non-current investments (specify nature)	-	-
<b>Total</b>	<b>9,972,060.40</b>	<b>8,015,000.00</b>
Particulars	31.03.2021 Amount	31.03.2020 Amount
Aggregate amount of quoted investments (Market value of Rs.57,25,000/- (Previous Year Rs. 62,97,500/-)	8,015,000.00	8,015,000.00
Aggregate amount of unquoted investments (Previous Year 'NIL')	-	-

**8. LONG TERM LOANS & ADVANCES (Unsecured and Considered Good)**

Particulars	31.03.2021 Amount	31.03.2020 Amount
Capital Advances	-	-
Other loans and advances	51,551,871.92	10,267,515.00
<b>Total</b>	<b>51,551,871.92</b>	<b>10,267,515.00</b>

8.1 Loans and advances due by directors / officers or any of their related party : Nil  
(Previous year : NIL)

**9. TRADE RECEIVABLES**

(Unsecured and Considered Good)

Particulars	31.03.2021 Amount	31.03.2020 Amount
Over six months		
Others	31,408,812.27	39,192,674.46
<b>Total</b>	<b>31,408,812.27</b>	<b>39,192,674.46</b>

9.1 Trade Receivable stated above due to directors / officers or any of their related party : Nil  
(Previous year : NIL)

**10. CASH AND CASH EQUIVALENTS**

Particulars	31.03.2021 Amount	31.03.2022 Amount
Balances with banks*	1,375,807.59	38,779.70
Bank deposits*	-	-
Cash in hand	7,056.00	926,754.00
Others (specify nature)	-	-
<b>Total</b>	<b>1,382,863.59</b>	<b>965,533.70</b>

\* Deposits with banks include, deposit of Rs.NIL (Prev.Yr : Rs NIL) within the maturity of 12 months.

\* Bank Deposits include, deposit of Rs.NIL (Prev.Yr : Rs. ) given as security for LC

**11. SHORT TERM LOANS & ADVANCES**

(Unsecured and Considered Good)

Particulars	31.03.2021 Amount	31.03.2020 Amount
Loans and advances to related parties	-	-
Other loans and advances	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

11.1 Loans and advances due by directors / officers or any of their related party : NIL (Prvs Yr : NIL)

**12. OTHER CURRENT ASSETS (SPECIFY NATURE)**

Particulars	31.03.2021 Amount	31.03.2020 Amount
Interest Accrued on Investments	543.00	-
Advance taxes	100,000.00	-
Commission Recievable	5,274,569.32	-
TDS Recievable	282,212.00	-
Others (includes preliminary exp. to the extent not w/off or adj)	-	-
<b>Total</b>	<b>5,657,324.32</b>	<b>-</b>

13. Contingent liabilities and commitments (to the extent not provided for) : NIL (Prvs Yr : NIL)
14. The management has confirmed that adequate provisions have been made for all the known and determined liabilities and the same is not in excess of the amounts reasonably required.
15. No expenses have been admitted other than those reflected in financial Statements.
16. Disclosure as to realisable value :

In the opinion of the Board, all assets other than fixed assets and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated, except as stated below:

Name of Assets	Realisable Value	Value in Balance Sheet	Opinion of Board
NIL			

17. The balances of sundry creditors, sundry debtors and other parties are subject to confirmation.
18. The Company has no subsidiaries.
19. During the year under reference the Company did not have any employee(s) drawing remuneration equal to or more than the prescribed limits

#### 20. REVENUE FROM OPERATIONS

Particulars	2020-21 Amount	2019-20 Amount
Sale of products (Net of Returns)	21,365,886.22	-
Other operating revenues	-	-
<b>Total</b>	<b>21,365,886.22</b>	<b>-</b>

#### 20.1 PARTICULARS OF SALE OF PRODUCTS

Particulars	2020-21 Amount	2019-20 Amount
Pottery items	-	-
Others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### 21. OTHER INCOME

Particulars	2020-21 Amount	2019-20 Amount
<b>Interest</b>		
Bank Interest Income	-	-
Fees & commission	29,137,434.00	-
Technical & managerial consultancy	-	-
Rental Income	50,000.00	-
Other Interest Income	1,132,969.92	-
Short term Capital Gain	355,022.19	-
Brokrage income	112,340.00	-
Speculation income	5,149.93	-
Business Income derivatives	239,351.90	-
Interest on Income Tax Refund	-	-
Misc. Income	129.73	-
<b>Total</b>	<b>31,032,397.67</b>	<b>-</b>

#### 22. EMPLOYEE BENEFITS EXPENSES

Particulars	2020-21 Amount	2019-20 Amount
Salary & Wages	2,024,000.00	-
Staff welfare expenses	-	-
Others	-	-
<b>Total</b>	<b>2,024,000.00</b>	<b>-</b>

#### 23. FINANCE COSTS

Particulars	2020-21 Amount	2019-20 Amount
Other borrowing costs	738,618.38	-
<b>Total</b>	<b>738,618.38</b>	<b>-</b>

#### 24. DEPRECIATION AND AMORTISATION EXPENSES

Particulars	2020-21 Amount	2019-20 Amount
Depreciation	1,559.76	-
Amortisation of expenses	-	-
Others	-	-
<b>Total</b>	<b>1,559.76</b>	<b>-</b>

## 25. OTHER EXPENSES

Particulars	2020-21 Amount	2019-20 Amount
Administrative Charges		
Advertisement Charges	73,710.00	
Bank Charges	18,881.27	17,542.00
Issuar fees	21,240.00	
Annual custody fees	10,620.00	
CDSL Charges		
Conveyance		
Annual Genral Meeting Charges	35,000.00	
Electricity & Water Expenses	24,000.00	
Fees To Stock Exchanges		
Technical & managerial consultancy	23,392,880.00	
Filing Fees		
Freight Expenses	595,830.40	
Interest/Penalty On Income Tax/Vat/Tds		
Stamp duty	2,804.00	
BSE Fee		
Misc Expenses	74,843.00	
NSDL		
Security transtation tax	30,240.00	
Payments To Auditors		
E-Voting Charges	9,440.00	
BENPOS DATA EXP	6,253.00	
Demat charges	1,290.00	
Preliminary Charges W/o		
Trading account Expenses	17,812.54	
Postage & Telegram	6,077.00	
Festival Expenses	65,432.00	
Repair & renovation	1,592,070.75	
SEBI turn over fees	100.55	
Penalty	126,260.00	
Printing & Stationery	12,647.00	
Transaction Charges Trading Acc.	4,649.61	
Professional Fees	1,283,026.00	
Tour & travel Expenses	82,341.00	
Staff welfare expenses	20,000.00	
Rent	1,140,000.00	
Carrige exp	1,000.00	
ROC Fees	4,000.00	
Telephone Expenses		
Legal Charges	0.00	
Water Charges		
Website Expenses	4,000.00	
Loading & Unloading Charges		
<b>Total</b>	<b>28,656,448.12</b>	<b>17,542.00</b>

## 25.1 PAYMENT TO AUDITORS

Particulars	2020-21 Amount	2019-20 Amount
Auditor	100,000.00	47,200.00
Reimbursement of expenses	-	-
<b>Total</b>	<b>100,000.00</b>	<b>47,200.00</b>

## 26. EARNING PER SHARE

Particulars	2020-21 Amount	2019-20 Amount
Net Profit after tax as per statement of profit & loss attributable to Equity Shareholders	229,161.92	229,161.92
Weighted Average number of equity shares used as denominator for calculating EPS	17,750.00	17,750,000
Basic and Diluted EPS (Rs)	0.01	0.00
Face Value per Equity Shares (Rs.)	2.00	2.00

## Related Parties as per AS 18 with whom transactions have taken place during the year

There is no related party transactions during the Financial Year



**"NOTE 6"  
SCHEDULE OF FIXED ASSETS AND ON 31.03.2021  
AS PER COMPANIES ACT, 2013**

S. NO.	NAME OF THE ASSETS	DOP	Rates	Useful life allowed by ROC	Remaining life	Rounded off Remaining life	Gross Fixed Assets			Accumulated Depreciation			Net Fixed Assets		
							As at 1st April 2020	Addition	Deletion / Adjust.	As at 31st March 2021	As on 31st March 2020	For the year	Adjustment	As at 31st March 2021	As at 31st March 2020
1	AC	13-Mar-21	19.00%	5	126.28	126.00	59,376.00	89,064.00		59,376.00	556.34		556.34	58,819.66	88,229.48
2	AC	13-Mar-21	19.00%	5	126.28	126.00	89,064.00		89,064.00	834.52			834.52		33,355.83
3	TABLE & CHAIR	25-Mar-21	9.50%	10	131.32	131.00	33,408.00		33,408.00	52.17			52.17		74,629.27
4	TABLE & CHAIR	25-Mar-21	9.50%	10	131.32	131.00	74,746.00		74,746.00	116.73			116.73		-
	TOTAL						256,594.00		256,594.00	1,559.76			1,559.76		255,034.24

**Provision for Deferred Taxation for Assessment Year 2020-2021**

S.No.	Particulars	Co. s Act	Allowance as per I.T. Act	Difference	Opening deferred Tax Asset/(Liabilities)	Deferred Tax Liab.	Deferred Tax Assets	Net Deferred Tax Assets/ (Liabilities)
1	Depreciation	1,559.76	16,540.70	14,980.94	-	3,895.04	-	(3,895.04)
3	Prov. For Bonus	-	-	-	-	-	-	-
4	Prov. For Gratuity	-	-	-	-	-	-	-
						3,895.04		(3,895.04)

(Figure in Lakhs)

## **NOTES FORMING PART OF FINANCIAL STATEMENTS**

### **NOTE: 1**

#### **A. CORPORATE INFORMATION**

The company is engaged in the business of trading in Cloth/ Clothing/Fabric/Ceramic Utensils/Pottery Items in India, the disclosure requirements of Accounting Standard-17 Segment Reporting are not applicable.

#### **B. SIGNIFICANT ACCOUNTING POLICIES :**

##### **I. BASIS OF PREPARATION**

The accompanying financial statements have been prepared and presented as a going concern, under historical cost convention, on the accrual basis of accounting unless otherwise stated in accordance with the generally accepted accounting principles in India (Indian GAAP) and comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 (The Act), read with paragraph 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 2013.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

All assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle, and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current/ non-current classification of assets and liabilities.

##### **II. USE OF ESTIMATES**

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts

of revenues, expenses, assets and liabilities, and disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Significant estimates used by the management in the preparation of these financial statements include the useful life of fixed assets and intangible assets and provisions for doubtful debts/advances. Difference, if any, between the actual results and estimates are recognized in the period in which the results are known/materialized.

##### **III. FIXED ASSETS AND DEPRECIATION**

Fixed assets are recorded at cost of acquisition and installation including freight, duties, and levies less accumulated depreciation. Cost of acquisition includes rates, taxes, and any other directly attributable cost for bringing the asset to its working condition for intended use.

Depreciation on Tangible Fixed Assets is provided on Written down Value method using the rates arrived at based on the useful lives as specified in the Schedule II of the Companies Act, 2013, or estimated by the management. The Company has used the following useful life to provide depreciation on its fixed assets.

##### **I. INTANGIBLE ASSETS AND AMORTISATION**

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight-line basis over their estimated useful lives.

The Company amortizes miscellaneous expenditure representing the Company's formation expenses over a period of 5 years. Further, the cost of Direct Listing of Equity Shares on BSE Limited has also been included in the same.

## II. BORROWING COSTS

Borrowing Costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

## III. FOREIGN CURRENCY TRANSACTIONS

The Company has not dealt with any foreign currency transaction during the Financial Year.

## IV. INVESTMENTS

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Investments are recorded at cost on the date of purchase, which include acquisition charges such as brokerage, stamp duty, taxes, etc. Current Investments are stated at lower of cost and net realizable value. Long-term investments are stated at cost after deducting provisions made, if any, for other than temporary diminution in the value.

## V. REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured.

Revenue from sale of products is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Sale of goods is recorded net of trade discounts, rebates, Sales Tax, Value Added Tax and gross of Excise Duty.

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

All expenses and income to the extent considered payable and receivable respectively unless specifically stated be otherwise, are accounted for on mercantile basis.

## I. RETIREMENT AND OTHER EMPLOYEE BENEFITS

### (a) Provident Fund

Provision of Provident Fund is not applicable to the Company.

### (b) Gratuity

No provision for gratuity has been made as there is no amount due towards Gratuity payable.

### (c) Compensated Leaves

Unutilized leave of staff lapses as at the year end and is not en-cashable. Accordingly, no provision is made for compensated Leaves.

## II. TAXATION

Tax expense comprises of current and deferred tax.

### Current Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961. Minimum Alternative Tax (MAT) credit is recognized where there is convincing evidence that the same can be utilized in future.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

### Deferred Tax

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is

reasonable certainty that these would be realized in future.

The carrying amount of deferred tax assets are reviewed at each Balance Sheet date. The Company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain, that sufficient future taxable income will be available.

In case of unabsorbed losses and unabsorbed depreciation, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profit. At each Balance Sheet date, the Company reassesses the unrecognized deferred tax assets.

#### **I. CASH FLOW STATEMENT**

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

#### **II. EARNINGS PER SHARE**

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes, if any) by the weighted average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period and for all periods presented is adjusted for events such as bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

#### **III. CONTINGENT LIABILITIES AND PROVISIONS**

Contingent Liabilities are possible but not probable obligations as on Balance Sheet date, based on the available evidence.

Provisions are recognized when there is a present obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date.

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